

30<sup>th</sup> December, 2017

BSE Limited  
Listing Dept. / Dept. of Corporate Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

National Stock Exchange of India Ltd.  
Listing Dept., Exchange Plaza, 5th Floor,  
Plot No. C/1, G. Block,  
Bandra - Kurla Complex,  
Bandra (E),  
Mumbai - 400 051

**Scrip Code: 539301**  
**Security ID: ARVSMART**

**Symbol: ARVSMART**

Dear Sirs,

**Subject: Notice of Extra Ordinary General Meeting of the Company to be held on  
25<sup>th</sup> January, 2018.**

In compliance with Part A of Schedule III (Para A Clause 12) read with Regulation 30, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith a copy of notice convening an Extra Ordinary General Meeting of the Company on 25<sup>th</sup> January, 2018 at 09:30 a.m. at J B Auditorium, Ahmedabad Management Association, Opp. Apang Manav Mandal, IIM Road, Dr V S Marg, Ahmedabad-380015.

We request you to take the above on your records.

Yours faithfully,



Prakash Makwana  
Company Secretary



Encl: As above

**ARVIND SMARTSPACES LIMITED**

(CIN: L45201GJ2008PLC055771)

Regd. Office: 24, Government Servant's Society, Near Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad - 380009

Phone: 079-30137000, Fax: 079-30137021, Email: [investor@arvindinfra.com](mailto:investor@arvindinfra.com), Website: [www.arvindsmartspace.com](http://www.arvindsmartspace.com)

Dear Shareholder(s),

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE** is hereby given that an Extraordinary General Meeting of the Shareholders of Arvind SmartSpaces Limited will be held on Thursday, the 25<sup>th</sup> January, 2018 at 09:30 a.m. at J B Auditorium, Ahmedabad Management Association, Opp. Apang Manav Mandal, IIM Road, Dr V S Marg, Ahmedabad-380015 to transact the following special businesses:

**1. ALLOTMENT OF WARRANTS, CONVERTIBLE INTO EQUITY SHARES TO THE PROMOTERS / PROMOTER GROUP ENTITIES OF THE COMPANY (ALLOTTEES) ON PREFERENTIAL BASIS:**

To consider and, if thought fit, to pass the following resolution, with or without modification(s), as a Special Resolution:

“**RESOLVED THAT** in accordance with the provisions of Sections 42 and 62 and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder including any amendments, relevant circulars, statutory modification(s) or re-enactment thereof for the time being in force, regulations for Preferential Issue contained in Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 including any amendments, statutory modification(s) or re-enactment thereof (“**SEBI ICDR Regulations**”) & Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 including any amendments, statutory modification(s) or re-enactment thereof, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the provisions of the Foreign Exchange Management Act, 1999, as amended and any such statutes, clarifications, the rules, regulations, circulars, notifications, as may be applicable, as amended from time to time, issued by Government of India (“**GoI**”), the Reserve Bank of India (“**RBI**”), the Stock Exchanges, the Securities and Exchange Board of India (“**SEBI**”) including the SEBI ICDR Regulations and other applicable laws, Uniform Listing Agreements entered into by the Company with the Stock Exchanges where the existing Equity Shares of the Company are listed, and any other appropriate authority, as may be applicable and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association and subject to all other statutory and regulatory approval(s), consent(s), permission(s) and/or sanction(s) of the GoI, RBI, SEBI, Stock Exchanges or any other relevant statutory/ governmental authorities (hereinafter singly or collectively referred to as the ‘Appropriate Authorities’) as may be required, and subject to such terms, conditions and modifications as may be prescribed by any of the Appropriate Authorities while granting any such approval, consent, permission and/or sanction and agreed to by the Board of Directors of the Company (the “**Board**”) (which term shall be deemed to include any Committee which the Board may have constituted or hereafter constitute for the time being exercising the powers conferred on the Board by this resolution which the Board be and is hereby authorised to accept) in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board and the Board be and is hereby authorised on behalf of the Company to create, offer, issue and allot from time to time and in one or more tranches, at its sole discretion upto 30,00,000 warrants (“**Warrants**”) at Rs. 178.00 (Rupees One Hundred Seventy Eight Only) per Warrant to the below listed Allottees, being promoter /promoter group entities convertible into Equity Shares of Rs. 10.00 (Rupees Ten Only) each of the Company, at any time within 18 months from the date of allotment of the Warrants, on preferential basis (“**Preferential Issue**”) at a price not lower than the minimum price determined in accordance with SEBI ICDR Regulations and on such terms and conditions as may be decided by the Board including the form and terms of issue and to accept any modifications in the proposal as may be required by the authorities involved in such issues but subject to such conditions as SEBI, RBI, Stock Exchange or such other appropriate authorities may impose at the time of their approvals and as agreed to by the Board without being required to seek any further consent or approval of the Company in general meeting:-

Sr. No.	Name of the Allottee	Maximum Number of Warrants	Category
1	Aura Securities Private Limited	28,00,000	Promoter
2	Aagam Holdings Private Limited	1,50,000	Promoter Group
3	Mr. Samvegbhai Arvindbhai Lalbhai	50,000	Promoter Group
	<b>Total</b>	<b>30,00,000</b>	

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the issue of Warrants shall be subject to following terms:

- I. The Warrants shall be issued and allotted by the Company to the Allottee within a period of 15 days from the date of receipt of members’ approval for the Preferential Issue of Warrants, provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval;
- II. In accordance with the provisions of Chapter VII of SEBI ICDR Regulations for Preferential Issue, the “Relevant Date” for the purpose of calculating the price of Equity Shares to be allotted on conversion of Warrants as per the terms hereof shall be 26<sup>th</sup> December, 2017, being the date 30 days prior to the date of the Extraordinary General Meeting scheduled to be held on 25<sup>th</sup> January, 2018;
- III. Each warrant shall be convertible into 1 (One) Equity Share of nominal value of Rs. 10.00 (Rupees Ten Only) each at Rs. 178.00 (Rupees One Hundred Seventy Eight Only) per Warrant which is not less than the price calculated in accordance with the SEBI ICDR Regulations. The total number of Equity Shares to be allotted on conversion of the Warrants shall not exceed 30,00,000 Equity Shares;
- IV. The price determined for Preferential Issue shall be subject to appropriate adjustments as per the provisions of Chapter VII of the SEBI ICDR Regulations;
- V. The Warrants are convertible into the Equity Shares at any time after allotment at the option of the Allottees, in one or more tranches, subject to a maximum period of 18 months from the date of their allotment;
- VI. The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of option attached to Warrants shall be paid to the Company through cheque, demand draft or through any banking channel from the Allottees;
- VII. The Warrants and the Equity Shares allotted upon conversion of such Warrants shall be subject to lock-in in accordance with SEBI ICDR Regulations as applicable from time to time;
- VIII. The entire pre-preferential allotment shareholding if any, held by the Allottees prior to this preferential allotment of Warrants shall be under lock-in in accordance with SEBI ICDR Regulations as applicable from time to time;

- IX. The resultant Equity Shares to be issued and allotted upon conversion of Warrants in accordance with the term of the Preferential Issue shall rank *pari-passu* with the existing Equity Shares of the Company in all respects, including payment of dividend and be listed on the Stock Exchanges, where the existing Equity Shares of the Company are listed;
- X. The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- XI. An amount equivalent to at least twenty five per cent. of the consideration determined in terms of Regulation 76 of SEBI ICDR Regulations shall be paid against each Warrant on the date of allotment of Warrants and the balance seventy five per cent. of the consideration shall be paid at the time of allotment of Equity Shares pursuant to exercise of option against each such Warrant by the Warrant holder;
- XII. In case, the Warrant holder(s) does/do not exercise the option to take Equity Shares against any of the Warrants held by it within 18 months from the date of allotment of the Warrants, the Warrants shall lapse and the consideration paid in respect of such Warrant in terms of XI above shall be forfeited by the Company;
- XIII. The Warrant Holder shall be entitled to exercise the option of exercising any or all of the Warrants in one or more tranches by way of a written notice to the Company, specifying the number of Warrants proposed to be exercised along with the aggregate amount thereon, without any further approval from the members of the Company prior to or at the time of conversion. The Company shall accordingly, issue and allot the corresponding number of Equity Shares to the Warrant holder;
- XIV. In the event that the Company completes any form of capital restructuring prior to the conversion of the Warrants, then, the number of Equity Shares that each Warrant converts into and the price payable for such Equity Shares, shall be adjusted accordingly in a manner that, to the extent permitted by applicable laws, Warrant holder: (a) receives such number of Equity Shares that Warrant holder would have been entitled to receive; and (b) pays such consideration for such Equity Shares to the Company which Warrant holder would have been required to pay, had the Warrants been exercised immediately prior to the completion of such capital restructuring;
- XV. The Company shall re-compute the price of the Warrants / Equity Shares issued on conversion of Warrants in terms of the provisions of SEBI ICDR Regulations, where it is required to do so and the differential price, if any, shall be required to be paid by such Warrant holder to the Company in accordance with the provisions of SEBI ICDR Regulations;
- XVI. The Warrants issued and allotted will be transferable within the Promoter and Promoter Group entities subject to the provisions of the SEBI ICDR Regulations and subject to receipt of such other approvals as may be necessary;
- XVII. The Board be and is hereby authorized to seek listing and trading of the Equity Shares issued pursuant to conversion of Warrants on the Stock Exchanges where the existing Equity Shares of the Company are listed;
- XVIII. The Board be and is hereby authorized to accept and effect any conditions and modifications as may be required by the agencies involved in such issues including but not limited to SEBI, RBI, Stock Exchange and/or such other appropriate authorities.

**RESOLVED FURTHER THAT** in the event of the Board deciding at any time and from time to time to issue and allot, prior to the allotment of Equity Shares upon the exercise of option for conversion of Warrants, any Equity Shares to the Members of the Company, either on the basis of rights issue, bonus issue and/ or any other financial instrument, which could be converted into or exchanged with Equity Shares at a later date resulting in increase in the issued capital of the Company, the Board shall reserve and set aside an adequate number of Equity Shares / securities/ financial instruments to be offered, issued and allotted to the holders of the Warrants herein offered.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorised on behalf of the Company to take all actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for such purpose, including without limitation, to the issue and allot Equity Shares upon exercise of the entitlement attached to Warrants issuing certificates / clarifications, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), opening of separate bank accounts in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any fresh approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and utilization of proceeds of the Warrants / Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection or to give effect to this resolution and that the decisions of the Board shall be final, binding and conclusive in all respects.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised on behalf of the Company to make an application to the National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL) for admission of the new Equity Shares issued pursuant to conversion of Warrants issued on preferential basis, as and when required.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred by above resolutions to any Director or to any Committee of Directors or any other executive(s) / officer(s) of the Company or any other person as the Board at its discretion deem appropriate, to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary to give effect to the aforesaid resolution.”

## 2. INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY:

**To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to Section 13 and Section 61 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013, if any, and the Rules made there under, the authorized share capital of the Company be and is hereby increased from Rs. 35,00,00,000/- (Rupees Thirty Five Crores only) divided into 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares of Rs.10/- each (Rupees Ten only) to Rs. 50,00,00,000/- (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 10/- each (Rupees Ten only) and consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting in its place and instead thereof, the following as new Clause V:

*“The Authorised Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 10/- each (Rupees Ten only). The Company shall have the power to increase or reduce its capital from time to time for such amount as the Company may determine subject to compliance with applicable laws.”*

**“RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby authorized to take all such necessary steps / actions as may be deemed expedient to give effect to this resolution including signing of all such necessary documents as may be required in this regard.”

By Order of the Board of Directors

**NOTES:**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special Businesses as set above to be transacted at the Extra-ordinary General Meeting ("EGM") is annexed hereto and forms part of this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT ANY TIME BUT NOT LESS THAN 48 HOURS BEFORE THE TIME OF THE EGM. A FORMAT OF PROXY FORM IS ENCLOSED. PROXIES SUBMITTED ON BEHALF OF COMPANIES, SOCIETIES, ETC. TO ATTEND AND VOTE AT THE EGM ON THEIR BEHALF MUST BE SUPPORTED BY CERTIFIED COPY OF THE BOARD RESOLUTION/ AUTHORITY LETTER, AS APPLICABLE.**
3. A person can act as proxy on behalf of members not exceeding 50 (Fifty) and holding in the aggregate not more than 10 (Ten) percent of the total share capital of the company carrying voting rights. A member holding more than 10 (Ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The Notice is being sent to all the Members, whose names appeared in the Register of Members of the Company as on the close of business hours on 22<sup>nd</sup> December, 2017.
6. Attendance Slip, Proxy Form along-with the route map showing directions to reach the venue of the EGM are enclosed herewith.
7. Members are informed that in case of joint holders attending the EGM, only such joint holder who is higher in the order of names will be entitled to vote.
8. All documents referred to in the notice are open for inspection at the Registered Office of the Company during the working days and office working hours.
9. Members are requested to notify to the Company/Registrar and Share Transfer Agent of their email address and any change in the correspondence address.
10. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar and Transfer Agents, Link Intime India Private Limited or to their depository participants in case shares are held in depository form, so as to enable us to dispatch the future communications at the correct addresses.
11. **To support the 'Green Initiative', the Members who have not registered their e-mail addresses are hereby requested to register the same with Registrars/ Depositories and to enable us to send the communications/ information / Annual Reports to the shareholders thus making the process much faster.** In order to receive copies of Notice of General Meeting and other communication through e-mail, members are requested to register their e-mail addresses with the Company by sending an e-mail to [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) or [investor@arvindinfra.com](mailto:investor@arvindinfra.com).
12. Members are requested to bring the Attendance Slip sent herewith duly filled for attending the Meeting along with identity Proof.
13. The Notice of the EGM is being sent through electronic mode whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agent.

**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013:**

The following Statement pursuant to Section 102 of the Companies Act, 2013, sets out all material facts relating to the business mentioned under each item of the accompanying Notice dated 26<sup>th</sup> December, 2017. The Board of Directors at its meeting held on 26<sup>th</sup> December, 2017 has approved the resolutions.

**Item No. 1****ALLOTMENT OF WARRANTS, CONVERTIBLE INTO EQUITY SHARES TO THE PROMOTERS / PROMOTER GROUP ENTITIES OF THE COMPANY (ALLOTTEES) ON PREFERENTIAL BASIS:**

Your Company is primarily focused on real estate development and has grown its project portfolio rapidly over the last few years. As a part of growth strategy and to augment the long term resources and to meet near term working capital requirements, to increase the net worth of the Company and general corporate purposes, it proposes to make an issue of upto 28,00,000 warrants to Aura Securities Private Limited, a promoter, upto 1,50,000 warrants to Aagam Holdings Private Limited and upto 50,000 warrants to Mr. Samveg Arvindbhai Lalbhai, promoter group entities by way of preferential issue, aggregating to 30,00,000 warrants ("Warrants") at Rs. 178.00 (Rupees One Hundred Seventy Eight Only) per Warrant for an aggregate consideration of upto Rs. 53,40,00,000 (Rupees Fifty Three Crores Forty Lakhs only) and entitling the Warrant holder(s) to convert the Warrants into equivalent numbers of Equity Shares in one or more tranches in accordance with Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended ("SEBI ICDR Regulations").

The existing Equity Shares of the Company are traded on both BSE Limited and the National Stock Exchange of India Limited. The highest trading volume in respect of the Equity Shares of the Company has been recorded during the preceding twenty six weeks prior to the Relevant Date on the National Stock Exchange of India Limited.

The minimum price as per the pricing formula prescribed under SEBI ICDR Regulations for the Preferential Issue of Warrants to be converted into Equity Shares is Rs. 176.89 (Rupees One Hundred Seventy Six and Eighty Nine Paise Only), being not less than higher of the following:

- (a) Rs. 153.03 (Rupees One Hundred Fifty Three and Three Paise Only) as average of the weekly high and low of the volume weighted average price of the Equity Shares quoted on the National Stock Exchange of India Limited during the twenty six weeks preceding the Relevant Date;

**OR**

- (b) Rs. 176.89 (Rupees One Hundred Seventy Six and Eighty Nine Paise Only) as the average of the weekly high and low of the volume weighted average price of the Equity Shares quoted on the National Stock Exchange of India Limited during the two weeks preceding the Relevant Date.

However, your Board proposes to issue the Warrants to be converted in to Equity Shares at a Price of Rs. 178.00 (Rupees One Hundred Seventy Eight Only) per Warrant.

The Relevant Date for the pricing of the Equity Shares to be issued on conversion of Warrants pursuant to the aforesaid preferential allotment is 26<sup>th</sup> December, 2017 i.e. 30 days prior to the date of EGM being 25<sup>th</sup> January, 2018.

As per Regulation 78(6) of SEBI ICDR Regulations, the entire pre-preferential allotment shareholding of the proposed allottees shall be locked-in from the Relevant Date in accordance with SEBI ICDR Regulations as applicable from time to time.

The Warrants issued pursuant to the Preferential Issue and Equity Shares issued upon conversion of Warrants shall be subject to lock-in and transfer restrictions as per the SEBI ICDR Regulations.

The other disclosures in accordance with the Companies Act, 2013, the SEBI ICDR Regulations and other applicable provisions of law, in relation to the Special Resolution set out in the accompanying Notice are as follows:

**a) Objects of the preferential issue:**

Over the last few years, the Company has grown its project portfolio rapidly and to maintain the growth momentum, it is required to create sustainable projects pipe line by constantly looking for new projects. Further, with the recent regulatory changes in the real estate sector vis a vis the current number of projects at various stages of development, it requires capital immediately to maintain the pace of development.

Thus, to augment the long term resources and meet near term working capital requirements and for general corporate purposes and to increase net worth of the Company, it is proposed to make an issue of Warrants convertible into Equity Shares of the Company to a promoter and promoter group entities of the Company on a preferential basis.

Given the above background, Aura Securities Private Limited, a promoter entity, Aagam Holdings Private Limited and Mr. Samveg Arvindbhai Lalbhai, promoter group entities have agreed to infuse funds in the Company by way of subscription up to an aggregate of 30,00,000 Warrants convertible into equivalent number of Equity Shares at Rs. 178.00 (Rupees One Hundred Seventy Eight Only), which is higher than the price determined as per the pricing formula prescribed under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, wherein at least 25% of the aforementioned consideration shall be paid against each Warrant on the date of allotment of Warrants and the balance 75% of the consideration shall be paid at the time of allotment of Equity Shares pursuant to exercise of option against each such Warrant by the Warrant holder.

Pursuant to the above, the Company would be able to raise necessary funds for its immediate requirements in a timely and efficient manner and would also be able to manage its leverage at prudent levels.

**b) Proposal of Promoters / Directors / Key Management Personnel of Company to subscribe to the Preferential Issue:**

Letter of Intent to subscribe to the Warrants have been received from Aura Securities Private Limited, a promoter entity, Aagam Holdings Private Limited and Mr. Samveg Arvindbhai Lalbhai, promoter group entities; to subscribe to up to 28,00,000 Warrants; 1,50,000 Warrants and 50,000 Warrants respectively at Rs. 178.00 (Rupees One Hundred Seventy Eight Only) per Warrant for an aggregate consideration of upto Rs. 53,40,00,000 (Rupees Fifty Three Crores Forty Lakhs only).

Other than as stated above, no other Promoters and/or Promoter Group and none of the Directors, Key Managerial Personnel of the Company intend to subscribe to the Preferential Issue.

**c) Shareholding Pattern before and after the preferential issue:**

The shareholding pattern as on 22<sup>nd</sup> December, 2017 and post-Preferential Issue shareholding assuming full conversion of Warrants in to Equity Shares to be issued to the promoter and promoter group entities is given below:

	Category of Shareholder(s)	Pre-issue holding		Post-issue holding	
		Total Number of shares	%	Total Number of shares	%
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>	<b>1,79,82,579</b>	<b>56.68</b>	<b>2,09,82,579</b>	<b>60.43</b>
<b>(B)</b>	<b>Public Shareholding</b>				
<b>(B)(1)</b>	<b>Institutions</b>				
	Mutual Funds	47,698	0.15	47,698	0.14
	Venture Capital Funds	0	0.00	0	0.00
	Alternate Investment Funds	5,72,914	1.81	5,72,914	1.65
	Foreign Venture Capital Investors	0	0.00	0	0.00
	Foreign Portfolio Investors	48,925	0.15	48,925	0.14
	Financial Institutions / Banks	16,44,014	5.18	16,44,014	4.73
	Insurance Companies	0	0.00	0	0.00
	Provident Funds/Pension Funds	0	0.00	0	0.00
	<b>Sub Total (B)(1)</b>	<b>23,13,551</b>	<b>7.29</b>	<b>23,13,551</b>	<b>6.66</b>
<b>(B)(2)</b>	Central Government/ State Government(s)/President of India	50	0.00	50	0.00
	<b>Sub Total (B)(2)</b>	<b>50</b>	<b>0.00</b>	<b>50</b>	<b>0.00</b>
<b>(B)(3)</b>	<b>Non – Institutions</b>				
	Individuals				
	i) Individual Shareholders holding nominal share capital up to Rs.2 Lakh	56,71,014	17.88	56,71,014	16.33
	ii) Individual Shareholders holding nominal share capital in excess of Rs.2 Lakh	34,23,106	10.79	34,23,106	9.86
	NBFCs registered with RBI	0	0.00	0	0.00
	Employee Trust	0	0.00	0	0.00
	Overseas Depositories (holding DRs)	0	0.00	0	0.00
	Any Other (Specified below)	23,34,007	7.36	23,34,007	6.72
	Trust	11,142	0.04	11,142	0.03
	Hindu Undivided Family	5,34,934	1.69	5,34,934	1.54
	Non-Resident Indian (NRI)	3,23,648	1.02	3,23,648	0.93
	Overseas Bodies Corporate	290	0.00	290	0.00
	Clearing member	2,30,504	0.73	2,30,504	0.66
	Bodies Corporate	12,33,489	3.89	12,33,489	3.55
	<b>Sub Total (B)(3)</b>	<b>1,14,28,127</b>	<b>36.02</b>	<b>1,14,28,127</b>	<b>32.91</b>
	<b>TOTAL Public Shareholding(B) = B(1)+(B)(2)+(B)(3)</b>	<b>1,37,41,728</b>	<b>43.32</b>	<b>1,37,41,728</b>	<b>39.57</b>
	<b>TOTAL (A)+(B)</b>	<b>3,17,24,307</b>	<b>100.00</b>	<b>3,47,24,307</b>	<b>100.00</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>	0	0.00	0	0.00
	<b>Grand Total (A)+(B)+(C)</b>	<b>3,17,24,307</b>	<b>100.00</b>	<b>3,47,24,307</b>	<b>100.00</b>

**Notes:** The aforesaid Shareholding Pattern is based on the following assumptions:

(i) On the basis of shareholding pattern as on 22<sup>nd</sup> December, 2017. (ii) A promoter and promoter group entities who are proposed to be allotted Warrants would exercise option attached to all the Warrants covered under the resolution referred to in Item No. 1 of the Notice. It further assumes that the post-issue shareholding of all the other shareholders will remain the same.

d) **Identity of the natural persons who are the ultimate beneficial owners of the Warrants proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them:**

Sr. No.	Name of the Proposed Allottee	Category	Pre-Preferential Issue Shareholding (%)	Maximum No. of Warrants proposed to be allotted	No. of Equity Shares to be allotted after conversion of Warrants	Post-Preferential Issue Shareholding assuming full conversion of Warrants in to Equity Shares (%)	Identity of the natural persons who are the ultimate beneficial owners and/or who ultimately control the proposed Allottees
1	Aura Securities Private Limited (ASPL)	Promoter	50.16%	28,00,000	28,00,000	53.89%	<p><b>Members of ASPL:</b></p> <ol style="list-style-type: none"> <li>Sanjaybhai Shrenikbhai Lalbhai (As Trustees of Sanjay Family Trust)</li> <li>Jayshreeben Sanjaybhai Lalbhai and</li> <li>Punit Sanjaybhai Lalbhai.</li> </ol> <p><b>Sanjay Family Trust:</b></p> <p><b>Trustees:</b> Sanjaybhai Shrenikbhai Lalbhai, Jayshreeben Sanjaybhai Lalbhai</p> <p><b>Beneficiaries:</b> Jayshreeben Sanjaybhai Lalbhai, Punit Sanjaybhai Lalbhai, Poorva Punitbhai Lalbhai, Kulin Sanjaybhai Lalbhai and Jaina Kulinbhai Lalbhai</p>
2	Aagam Holdings Private Limited (AHPL)	Promoter Group	1.51%	1,50,000	1,50,000	1.81%	<p><b>Members of AHPL:</b></p> <ol style="list-style-type: none"> <li>Vimlaben S Lalbhai,</li> <li>Sunil Siddharth Lalbhai,</li> <li>Swati S Lalbhai,</li> <li>Taral S Lalbhai,</li> <li>Asthaben S Lalbhai,</li> <li>Nishthaben S. Lalbhai</li> </ol> <p><b>7. Sunil S. Lalbhai HUF:</b></p> <p><b>Karta:</b> Sunil Siddharth Lalbhai</p> <p><b>Beneficiaries:</b> Sunil Siddharth Lalbhai, Aashtha Sunil Lalbhai and Nishtha Sunil Lalbhai</p> <p><b>8. Vimla Siddharth Trust:</b></p> <p><b>Trustees and Beneficiaries:</b> Sunil Siddharth Lalbhai, Swati S. Lalbhai, Taral S. Lalbhai and Vimlaben S. Lalbhai</p> <p><b>9. Akhshita Holdings Pvt. Ltd.</b></p> <p><b>Individual Member:</b> Swati S. Lalbhai</p> <p><b>Corporate Member:</b> Aagam Holdings Pvt. Ltd.</p> <p><b>Beneficiaries:</b> All the beneficiaries of AHPL as mentioned in 1 to 8 above and 10 below are beneficiaries of Akhshita Holdings Pvt. Ltd.</p> <p><b>10. Adhinami Investments Pvt. Ltd.</b></p> <p><b>Individual Member:</b> Swati S. Lalbhai</p> <p><b>Corporate Member:</b> Aagam Holdings Pvt. Ltd.</p> <p><b>Beneficiaries:</b> All the beneficiaries of AHPL as mentioned in 1 to 9 above are beneficiaries of Adhinami Investments Pvt. Ltd.</p>
3	Mr. Samvegbbhai Arvindbhai Lalbhai	Promoter Group	0.03%	50,000	50,000	0.17%	Mr. Samvegbbhai Arvindbhai Lalbhai

**e) Proposed time within which allotment shall be completed:**

As required under the SEBI ICDR Regulations, the preferential issue of Warrants shall be completed, within a period of 15 days from the date of passing of the special resolution contained under this item of business provided that where the allotment on preferential basis is pending on account of pendency of any approval of such allotment from any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval or such other time as may be permitted under the SEBI ICDR Regulations.

**f) Change in control, if any, in the Company consequent to the Preferential Issue:**

Aura Securities Private Limited, a promoter entity, Aagam Holdings Private Limited and Mr. Samveg Arvindbhai Lalbhai, promoter group entities are Promoter and Promoter Group of the Company. The existing Promoters and Promoter Group of the Company will continue to remain in control of the Company and there will be no change in the control or management of the Company consequent to the said Preferential Issue, except a corresponding change in shareholding pattern as well as voting rights.

**g) Undertaking for re-computation of Price and lock-in:**

The Company undertakes that it shall re-compute the price of the Warrants issued upon exercise of option attached thereto in terms of the provisions of the SEBI ICDR Regulations, where it is required to do so. The Company further undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in SEBI ICDR Regulations, the Warrants shall continue to be locked-in till the time such amount is paid by the allottee.

**h) Sale / Transfer of Equity Shares:**

The proposed allottees have confirmed to the Company that they have not sold / transferred any Equity Shares of the Company during the period of six months prior to the Relevant Date.

**i) Certificate from Statutory Auditors:**

A copy of the certificate of M/s. S R B C & CO LLP, Statutory Auditor certifying that the above preferential issue of warrants, being made in accordance with the requirements of SEBI ICDR Regulations, shall be placed before the EGM of the shareholders and will also be open for inspection by the Members.

**j) Lock-in:**

The Warrants and the Equity Shares allotted pursuant to exercise of entitlement attached to Warrants shall be subject to 'Lock-in' as per SEBI ICDR Regulations. Such Locked in Equity Shares may however be transferred among promoters or promoter group or to a new promoter or persons in control of the Company, provided that lock-in on such Equity Shares shall continue for the remaining period with the transferee.

**k) Nature of concern or interest of Directors / Manager / Key Managerial Personnel and their relatives or Promoters:**

Name of Allottee	Interested Persons	Interest in Company	Extent of Interest (No. of Shares held and % Shareholding of Interested Persons in Allottee)	Nature of Interest of Interested Persons in Allottee
Aura Securities Private Limited (ASPL)	Sanjaybhai Shrenikbhai Lalbhai	Promoter and Director of the Company	1,20,27,864 (99.99%)	Member in ASPL as Trustee of Sanjay Family Trust
	Jayshreeben Sanjaybhai Lalbhai	Promoter and relative of Director of the Company	993 (0.01%)	Member in ASPL and ultimate beneficiary of Sanjay Family Trust
	Punit Sanjaybhai Lalbhai	Promoter and relative of Director of the Company	3 (0.00%)	Member in ASPL and ultimate beneficiary of Sanjay Family Trust
Aagam Holdings Private Limited (AHPL)	Vimlaben S Lalbhai	Member of Promoter Group, Relative of Director and Promoters of the Company	891 (1.48%)	Member in AHPL as individual capacity
	Vimlaben S Lalbhai	Member of Promoter Group, Relative of Director and Promoters of the Company	4,288 (7.48%)	Member in AHPL as Trustee of Vimla Siddharth Trust
	Sunil Siddharth Lalbhai	Member of Promoter Group, Relative of Director and Promoters of the Company	31,078 (51.77%)	Member in AHPL as individual capacity
	Swati S Lalbhai	Member of Promoter Group, Relative of Director and Promoters of the Company	12,153 (20.24%)	Member in AHPL as individual capacity
	Taral S Lalbhai	Member of Promoter Group, Relative of Director and Promoters of the Company	6,329 (10.54%)	Member in AHPL as individual capacity
	Asthaben S Lalbhai	Relative of promoters of the Company	1,881 (3.13%)	Member in AHPL as individual capacity
	Nishthaben S Lalbhai	Relative of promoters of the Company	1,412 (2.36%)	Member in AHPL as individual capacity
	Sunil S Lalbhai	Relative of promoters and Director of the Company	20 (0.03%)	Member in AHPL as Karta of HUF
	Akshita Holdings Private Limited through its members Swati S Lalbhai and Aagam Holdings Private Limited	Relative of promoters and Director of the Company	1,870 (3.11%)	Member in AHPL
	Adhinami Holdings Private Limited through its members Swati S Lalbhai and Aagam Holdings Private Limited	Relative of promoters and Director of the Company	120 (0.20%)	Member in AHPL
Mr. Samvegbbhai Arvindbhai Lalbhai	Mr. Samvegbbhai Arvindbhai Lalbhai	Member of Promoter Group, Relative of Director and Promoters of the Company	Not Applicable	-

Except as mentioned hereinabove, none of the other Directors, managers and/or other Key Managerial person(s) of the Company and/or their relatives and/or other Promoters have any concern or interest, financial or otherwise, in the aforesaid special resolution.

As it is proposed to issue and allot the aforesaid Warrants on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Section 62 of the Companies Act, 2013, other applicable provisions of Companies Act, 2013 and in terms of the provisions of the SEBI ICDR Regulations and the Uniform listing agreements entered into by the Company with the stock exchanges, where the Company's existing Equity Shares are listed.

Your directors recommend the above Special Resolution for your approval.

#### Item No 2

The present authorized share capital of the company is Rs. 35,00,00,000/- (Rupees Thirty Five Crores only) divided into 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares of Rs. 10/- each (Rupees Ten only). The company is proposing to issue Warrants to be converted into equivalent No. of Equity Shares to a promoter and promoter group entities on preferential basis. Considering the same, the Board has approved, subject to the shareholders' approval, an increase in the authorized share capital to Rs. 50,00,00,000/- (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 10/- each (Rupees Ten only) pursuant to the provisions of Sections 13 and 61 of the Companies Act, 2013, an increase in authorized share capital and consequent amendments in the capital clause of the Memorandum of Association of the Company requires approval of the members.

A copy of the Memorandum of Association shall be placed before the EGM of the members.

Except as Promoter and Promoter Group entities subscribing to the preferential issue, none of the other Directors and/or other Key Managerial person(s) of the Company and/or their relatives have any concern or interest, financial or otherwise, in the aforesaid ordinary resolution.

Approval of the members is, therefore, sought in terms of the said sections.

Your directors recommend the above **Ordinary Resolution** for your approval.

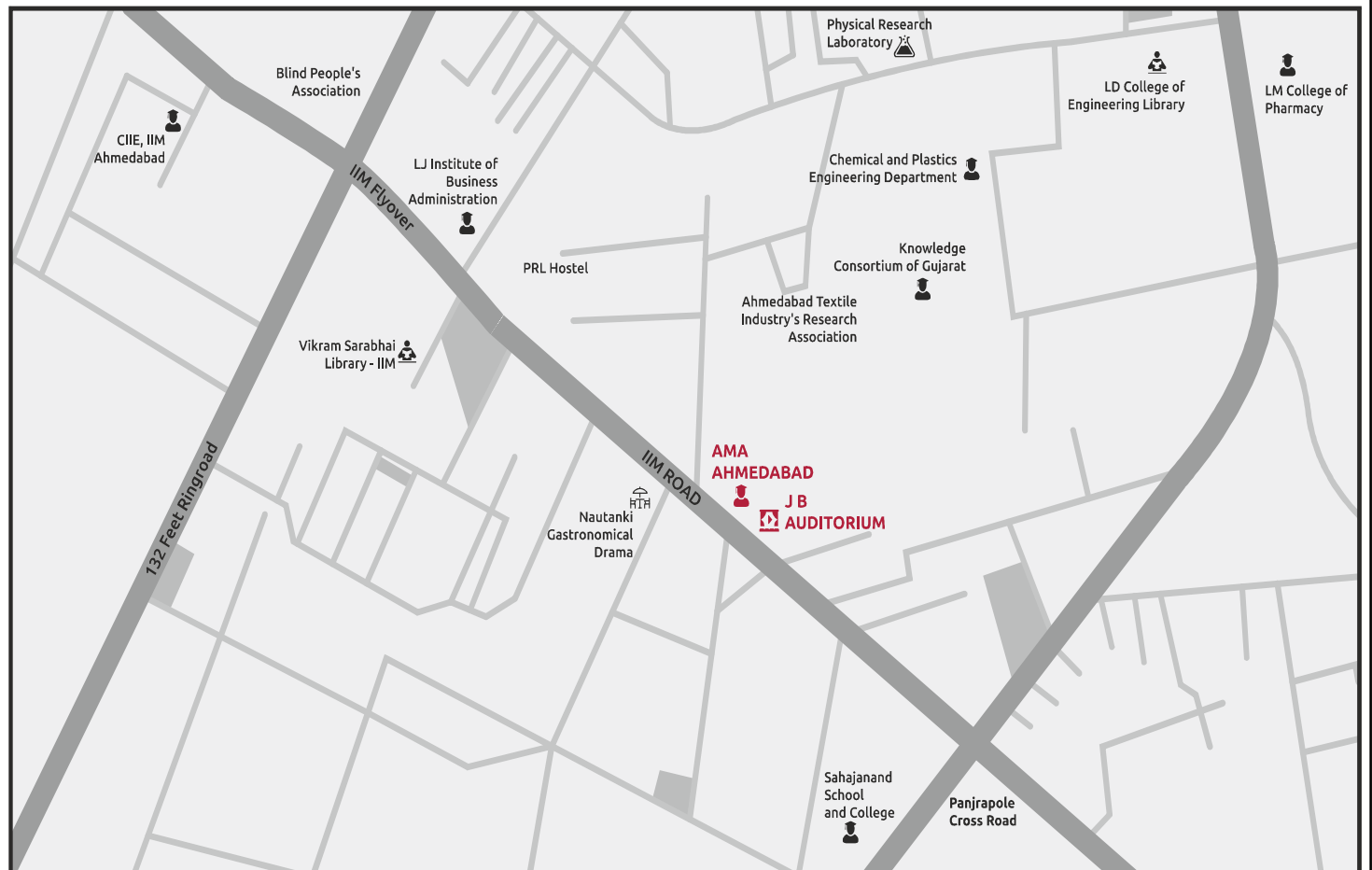
By Order of the Board of Directors

Prakash Makwana  
(Company Secretary)

Place: Ahmedabad

Date: 26<sup>th</sup> December, 2017

## ROUTE MAP





**ARVIND SMARTSPACES LIMITED****ATTENDANCE SLIP**

(CIN: L45201GJ2008PLC055771)

Regd. Office: 24, Government Servant's Society, Near Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad - 380009  
 Phone: 079-30137000, Fax: 079-30137021, Email: [investor@arvindinfra.com](mailto:investor@arvindinfra.com), Website: [www.arvindsmartspaces.com](http://www.arvindsmartspaces.com)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.  
 Joint shareholders may obtain additional Slip at the venue of the meeting.

DP Id*		Folio No.	
Client Id*		No. of Shares	

**NAME AND ADDRESS OF THE SHAREHOLDER**

I hereby record my presence at the **Extra Ordinary General Meeting** of the Company held on **Thursday, the 25<sup>th</sup> January, 2018 at 09:30 a.m.** at **J B Auditorium, Ahmedabad Management Association, Opp. Apang Manav Mandal, IIM Road, Dr. V S Marg, Ahmedabad 380 015.**

\* Applicable for investors holding shares in electronic form.

Signature of Shareholder / proxy

**ARVIND SMARTSPACES LIMITED****PROXY FORM**

(CIN: L45201GJ2008PLC055771)

Regd. Office: 24, Government Servant's Society, Near Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad - 380009  
 Phone: 079-30137000, Fax: 079-30137021 Email: [investor@arvindinfra.com](mailto:investor@arvindinfra.com), Website: [www.arvindsmartspaces.com](http://www.arvindsmartspaces.com)

Name of the member(s)	
Registered address	
E-mail Id	
Folio No/ Client Id	
DP ID	

I/We, being the member (s) of \_\_\_\_\_ shares of the above named company, hereby appoint

- Name \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him;
- Name \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him;
- Name \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Extra Ordinary General Meeting** of the Company, to be held on **Thursday, the 25<sup>th</sup> January, 2018 at 09:30 a.m.** at **J B Auditorium, Ahmedabad Management Association, Opp. Apang Manav Mandal, IIM Road, Dr. V S Marg, Ahmedabad 380015** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS	Optional *	
		For	Against
1	<b>Special Resolution</b> for allotment of warrants, convertible into equity shares to the promoters/ promoter group entities of the Company (allottees) on preferential basis.		
2	<b>Ordinary Resolution</b> for increase in the authorised share capital of the Company.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2018

Signature of shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp

**Note:**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extra Ordinary General Meeting.
- It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.

**ARVIND SMARTSPACES LIMITED**

(Incorporated Under The Companies Act, 1956)

CIN: L45201GJ2008PLC055771

**Registered Office: 24, Government Servant's Society, Near Municipal Market,  
Off. C.G.Road, Navrangpura, Ahmedabad - 380 009. Gujarat, India.**

Phone: +91 - 79 - 3013 7000 Fax: +91 - 79 - 3013 7021 email id : [investor@arvindinfra.com](mailto:investor@arvindinfra.com)

Sr. No.

Name of sole / first named Member	
Address	
Joint Holder(S) Name	
Registered Folio no. / DP ID no./Client ID no.	
No. of shares held	

Dear Member,

**Subject: Process and manner for availing e-Voting facility**

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (SEBI LODR), the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the Extra Ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The e-voting facility is available at the link <https://www.evoting.nsdl.com/>

**The electronic voting particulars are set out below:**

<b>EVEN (Remote e-voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD</b>
<b>108102</b>		

**The remote e-voting facility will be available during the following voting period:**

<b>Commencement of e-voting</b>	<b>From 9.00 A.M. IST on 22<sup>nd</sup> January, 2018</b>
<b>End of e-voting</b>	<b>Up to 5.00 P.M. IST on 24<sup>th</sup> January, 2018</b>

The remote e-voting shall not be allowed beyond 5:00 P.M. on 24<sup>th</sup> January, 2018. During the e-voting period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date may cast their votes electronically. The Cut-off date for the purpose of remote e-voting is 18<sup>th</sup> January, 2018.

Please read the instructions printed overleaf before exercising your vote.

These details and instructions form integral part of the Notice for the Extra Ordinary General Meeting to be held on 25<sup>th</sup> January, 2018.

## INSTRUCTIONS FOR E-VOTING

Members are requested to follow the below instructions to cast their vote through e-voting:

1. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
  - (i) Open email and also open PDF file viz; “**ASL remote e-voting.pdf**” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

Note: Shareholders already registered with NSDL for e-voting will not receive the pdf file “**ASL remote e-voting.pdf**”.

- (ii) Launch internet browser by typing the URL: <https://www.evoting.nsdl.com/>
  - (iii) Click on **Shareholder – Login**.
  - (iv) Put your user ID and password. Click Login.
  - (v) After successful login, you can change the password with new password of your choice.
  - (vi) Home page of remote e-voting will open. **Click on remote e-voting: Active Voting Cycles**.
  - (vii) Select “**EVEN**” (E-voting Event Number) of “Arvind SmartSpaces Limited”.
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on “**Submit**” and also “**Confirm**” when prompted.
  - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/ are authorized to vote, to the Scrutinizer through e-mail to [pcs.buchassociates@gmail.com](mailto:pcs.buchassociates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
2. In case a Member receives physical copy of the Notice of EGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy] :
  - (i) Initial password is provided as below/at the front of this letter.
  - (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the 'Downloads' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: **1800-222-990**.
4. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. NOTE: Shareholders who forgot the User Details/Password can use “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)  
In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+Client ID).  
In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even+Folio No)
5. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
6. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of 18<sup>th</sup> January, 2018**.
7. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 18<sup>th</sup> January, 2018, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)
8. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 18<sup>th</sup> January, 2018 only shall be entitled to avail the facility of remote e-voting or voting at the meeting through electronic voting system or ballot paper.
9. The facility for voting, either through electronic voting system or ballot paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through electronic voting system or ballot paper.
10. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
11. The remote e-voting period commences on **22<sup>nd</sup> January, 2018 (9:00 a.m.) and ends on 24<sup>th</sup> January, 2018 (5:00 p.m.)**. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 18<sup>th</sup> January, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
12. Mr. Hitesh Buch, Practicing Company Secretary (Membership No. FCS 3145/ COP 8195) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
13. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “electronic voting system” or “Ballot Paper” or “Poling Paper” for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
14. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
15. The Results declared along with the report of the Scrutinizer shall be posted on the website of the Company [www.arvindsmartspace.com](http://www.arvindsmartspace.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Ltd., where the existing equity shares of the Company are listed.

Registered Office:  
24, Government Servant's Society,  
Near Municipal Market,  
Off C.G. Road, Navrangpura,  
Ahmedabad - 380009

By the Order of the Board

**Prakash Makwana**  
Company Secretary