



ARORA FIBRES LIMITED

MANUFACTURERS OF POLYESTER STAPLE FIBRE

CIN NO.: L17119DN1993PLC000054

Corporate Office :
Arora House, 16, Golf Link,
Union Park, Khar (West),
Mumbai - 400 052. India.
Tel. : 2604 1313 (3 Lines)
4290 5000 (10 Lines)
Fax : 91 - 22 - 2649 4657
Email: info@arorafibres.com

To,
The Deputy General Manager,
Department of Corporate Services (DCS),
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai – 400 001.

December 29, 2015

Kind Attn: Mr. Bhushan Mokashi

Dear Sir,

Subject: Results of Postal Ballot of Arora Fibres Limited (The "Company")

Ref: Scrip Code 521174; Security ID: ARORAFIB

With reference to above captioned subject, we wish to inform you that pursuant to provisions of Section 110 and all other applicable provisions of the Companies Act, 2013 ("Act"), read with Companies (Management and Administration) Rules, 2014, approval of members of the Company was sought as a Special Resolution by way of Postal Ballot for approving the delisting of equity shares of the Company from BSE Limited in accordance with SEBI (Delisting of Equity Shares) Regulations, 2009 as specified in the Notice dated 20th November, 2015, read with the explanatory statement attached thereto.

In terms of Listing Agreement, we wish to inform that based on Scrutinizer's Report, issued by CS Sanam Umbargikar, Partner of DSM & Associates, Company Secretaries, the resolution for delisting of equity shares from BSE Limited, in accordance with the SEBI (Delisting of Equity Shares) Regulations, 2009, has been passed with requisite majority as a Special Resolution.

Based on Scrutinizer Report dated 29th December, 2015, the result of Postal Ballot is as follows:

Special Resolution: Postal Ballot (including e-voting) for Delisting of equity shares of the Company from BSE Limited:

Particulars (Consolidated e-Voting and voting through Postal Ballot Forms)	Public Shareholders		Total	
	No. Of Postal Ballot Forms/ e-voting	No. Of shares	No. Of Postal Ballot Forms/ e-voting	No. Of shares



ARORA FIBRES LIMITED

MANUFACTURERS OF POLYESTER STAPLE FIBRE

CIN NO.: L57113DN1993PLC000054

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Total Number of Postal Ballot Forms/ e-voting received	110	90,80,280	110	90,80,280
Less: Invalid Postal Ballot Forms/ e-voting	23	59,69,777	23	59,69,777
Total Number of valid Postal Ballot Form/ e-Voting receive	87	31,10,503	87	31,10,503
Postal Ballot Forms/ e-voting with assent to the Resolution	61	31,09,543	61	31,09,543
Postal Ballot Forms/ e-voting with dissent to the Resolution	26	960	26	960
Percentage of votes with assent to the Resolution	70.11%	99.97%	70.11%	99.97%
Percentage of votes with dissent to the Resolution	29.89%	0.03%	29.89%	0.03%

Acquirers: Mr. Rupinder Singh Arora (hereinafter referred to as the "Acquirer"), Mr. Dilawar Singh Arora and M/s. Par Solar Private Limited (hereinafter referred to as the "Persons Acting in Concert"), conveying their intention to delist equity shares of the Company from BSE Limited but did not participated in the Postal Ballot in compliance with the Delisting Regulations.

Result: As the votes casted by public shareholders in favour of the resolution are more than three times the votes casted against the resolution, the Special Resolution contained in the Postal Ballot Notice dated 20th November, 2015, may be treated as duly passed with requisite majority as required under the provisions of Section 114 of the Companies Act, 2013 and the regulation 8(1)(b) of the Delisting Regulations.

Kindly take the same on your records and do the needful.

Thanking You.

For Arora Fibres Limited

Wilma Lobo

Whole Time Director

DIN: 07112198.

Private & Confidential

To,
Ms. Wilma Lobo,
Whole Time Director
Arora Fibres Limited

Regd. Office: Corporate Office:
Survey No.213, Piparia Industrial Estate, "Arora House", 16, Golf Link,
Silvassa - 396 230, Dadra & Nagar Haveli. Union Park, Khar (West), Mumbai - 400 052.

Respected Madam,

Report on Postal Ballot

This has reference to my appointment as Scrutinizer by the Board of Directors at their meeting held on 20th November, 2015, in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management And Administration) Rules, 2014 and the SEBI (Delisting of Equity Shares) Regulations, 2009, for voting by Postal Ballot(including e Voting) received in respect of the Notice dated 20th November, 2015, issued by Arora Fibres Limited (hereinafter the "Company") to all shareholders of the Company for passing of following resolutions:

1. Special Resolution for according the consent of Members of the Company to voluntarily delist the Equity Shares of the Company from BSE Limited, being the only Stock Exchange where the equity shares of the Company are listed and traded.

In this connection, I hereby submit my report as under:

1. The Company has sent Postal Ballot Forms along with Notice, pursuant to Section 110 of the Companies Act, 2013, read with rules made there under, in self-addressed pre-paid postage Business Reply Envelope, to the members of the Company whose names appeared in the Register of Members/ statements of Beneficial Ownership, maintained by the Depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday the 20th November, 2015 and completed the dispatch of Notice on 24th November, 2015 by the Registrar & Transfer Agent of the Company.





DSM & Associates
Company Secretaries

Particulars	Resolution No.1		
	No. of Votes	No. of Shares	% of Total Valid Votes Caste
Total Postal Ballot Forms received	90	20,852	0.67%
Less: Invalid Postal Ballot Forms	20	4,590	0.15%
Net Valid Postal Ballot Forms (A)	70	16,262	0.52%
Total Electronic Votes received	20	90,59,428	N.A.
Less: Invalid Electronic Votes *	3	59,65,187	N.A.
Net Valid Electronic Votes (B)	17	30,94,241	99.48%
Total Votes - Postal Ballot & Electronic (A + B)	87	31,10,503	100.00%
Postal Ballot Forms & Electronic with Assent for the Resolution	61	31,09,543	99.97%
Postal Ballot Forms & Electronic with Dissent for the Resolution	26	960	0.03%
Result	Carried with requisite majority		

* Votes cast by Acquirer and Person acting in concert i.e. Promoters and Promoter Group; Acquirers: Mr. Rupinder Singh Arora (hereinafter referred to as the "Acquirer"), Mr. Dilawar Singh Arora and M/s. Par Solar Private Limited (hereinafter referred to as the "Persons Acting in Concert"), conveying their intention to delist equity shares of the Company from BSE Limited but did not participated in the Postal Ballot in compliance with the Delisting Regulations.

You may accordingly declare the result of the Shareholders' voting by Postal Ballot, in respect of the Resolutions given in Notice dated 20th November, 2015 issued under section 110 of the Companies Act, 2013 and Rules made there under.

Yours Sincerely,

**For DSM & Associates,
Company Secretaries**

**CS Sanam Umbargikar
Partner**

M. No.26141.

COP No.9394.

Date: 28th December, 2015.

Place: Mumbai.





2. The Postal Ballot Forms received back from the members were kept under safe custody in sealed and tamper proof box. All the envelopes received were serially numbered (along with details of date of receipt in separate record) before being put into the sealed ballot box.
3. We have considered, for the purpose of our Report, all the Postal Ballot Forms received up to closing of working hours i.e. 05.00 p.m. on 26th December, 2015 and votes cast through electronic mode up to 05.00 p.m. on 26th December, 2015, the last date and time fixed by the Company for receipt of the Postal Ballot Forms and voting by Electronic means respectively.
4. During the process of Voting by electronic means we have been assigned by and have relied upon the secured system provided by the Central Depository Services (India) Limited (CDSL) for validation of voting by electronic means. Report for e-Voting for the resolution is generated from the website of CDSL, by unblocking the data after 5.00 p.m. on 26th December, 2015 in presence of two witnesses. The voting by electronic means was made validated with software controls.
5. All the Postal Ballot Forms received up to the close of working hours i.e. 5.00 p.m. on 26th December, 2015, the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were scrutinized and the signatures were verified with the specimen signatures furnished by NSDL/CDSL to the Company and the particulars thereof were entered into the Register of Postal Ballot.
6. Till the time of submitting this Report, no further Postal Ballots Forms have been received after the last date fixed for receiving such forms.
7. The Postal Ballot Form and all other related papers are kept under my safe custody. I shall return them in due course by separate letter for safe preservation till the resolution is given effect to.
8. I now submit my Report as under on the result of the voting by Postal Ballot in physical and electronic mode in respect of above resolutions:

