

FORM MGT-13
REPORT OF SCRUTINIZER

[Pursuant to sections 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman

43rd Annual General Meeting of the Members of Apparel Export Promotion Council, held on 1st Day of September 2022, Thursday at 11.00 A.M through Video Conferencing/Other Audio Video Means.

Dear Sir,


Subject : Scrutinizer's Report on Passing of Resolution through e-voting at 43rd AGM of Apparel Export Promotion Council held on 1st September, 2022 (Thursday) through Video Conferencing, pursuant to the provisions of para 2.91 & 2.92 of the Hand Book of Procedure of FTP 2015-2020 [which was valid up to 31st March, 2020 and extended up to 30th September, 2022 vide notification No.64/2015-20 dated 31st March, 2022 issued by Director General of Foreign Trade] and section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015.

I, M. Ramakrishnan, Under Secretary, Ministry of Textiles, Govt. of India, New Delhi has been appointed by the Executive Committee of **Apparel Export Promotion Council ("the Council")** as a Scrutinizer for the purpose of scrutinizing the e-voting in a fair and transparent manner and ascertaining the requisite majority on the below-mentioned resolution, at the 43rd Annual General Meeting of the Council held on 1st September, 2022 held through Video Conferencing/Other Audio Video Means.

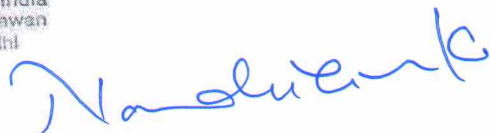
The 43rd Annual General Meeting (AGM) of the Council held on 1st September, 2022, Thursday, at 11:00 A.M through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") Facility to transact the Business, as set out in the Notice of the 43rd AGM dated 27.07.2022, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed there under read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January, 2021 and 5th May, 2022 respectively and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA Circular/s"), without the physical presence of the Members at a common venue.

The compliance with the provisions of the Companies Act, 2013 and Rules made there under relating to voting through electronic means on the resolutions proposed in the Notice dated 27.07.2022 of the 43rd AGM of the Council, read with the Notice u/s 160(2) dated 22.08.2022 of the Companies Act, 2013, published by the Council in Financial Express (All Editions) & Jansatta (Hindi) newspapers dated 23.08.2022, regarding list of nominations for contesting elections, is the responsibility of the management.

My responsibility as a scrutinizer is to ensure that the voting process through electronic means at the AGM, are conducted in a fair and transparent manner and render Scrutinizer's Report based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) (the authorized agency engaged by the Council to provide e-voting facilities for remote e-voting and also at the time of voting (through electronic means) at AGM.


एम. रामाकृष्णन/M. RAMAKRISHNAN
अवर सचिव/Under Secretary
वस्त्र मंत्रालय/Ministry of Textiles
भारत सरकार/Govt. of India
उद्योग भवन/Udyog Bhawan
नई दिल्ली/New Delhi

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Since, number of members of the council are more than 1000, therefore, pursuant to section 108 read with Rule 20 (2) of the Companies (Management & Administration) Amendment, Rules 2015 all the resolution carried at 43rd Annual General Meeting is conducted through E-Voting.

Voting on Resolutions No. 1 as proposed in the Notice dated 27.07.2022 for conducting of 43rd Annual General Meeting was dealt by Remote E-Voting and E-voting at the AGM.

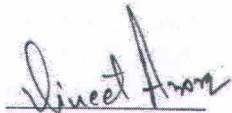
Voting on Resolutions No. 2 to 4 for Election of the Executive Committee Members from Western Region, Voting on Resolutions No. 5 to 7 for Election of the Executive Committee Members from Northern Region and Voting on Resolutions Nos. 8 to 10 for Election of the Executive Committee Members from Southern Region, as proposed in the Notice dated 27.07.2022, were otherwise required to be conducted through electronic voting, since the number of candidate contesting election from each region i.e West, North and South are equal to the number of available seats from each region i.e West, North and South, the candidates whoever applied so automatically stand elected and no voting was required/ held for the Resolutions No. 2 to 4 (for Western Region), Resolutions No. 5 to 7 (for Northern Region) and Resolution No. 8 to 10 (for Southern Region).

For Resolution no 4, Mr. Dilip Dudani, Retiring Executive Committee Member from Western region has not submitted his nomination along with deposit of Rs.1 Lakh and also not submitted his form DIR-8, to contest the election at 43rd AGM and new nomination of Mr. Samir Narayan Bhuta, M/s. Shreeji Exim Works LLP from Western region has been received. Therefore, resolution No 4 is indicated accordingly, in the placed report.

The remote e-voting period commenced on 29th August, 2022, Monday at 9.00 AM (IST) and ended on Wednesday, 31st August, 2022 at 5.00 PM (IST). At the AGM also, it was facilitated to the members present in the meeting, who could not participate in the remote e-voting, to cast their votes through electronic voting system.

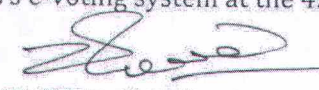
The members of the Council, whose name was entered in the Register of Members as on 25th August, 2022 i.e. Cut-off, were entitled to vote on the proposed resolutions.

The E-Voting results were unblocked by me on 1st September, 2022 after the closure of Voting at the AGM, in the presence of two witnesses, Mr. Vineet Arora, Dy. Director, Federation of Indian Export Organisations and Ms. Megha Mathur, Dy. Director, Apparel Made-Up and Home Furnishing Sector Skill Council, who are not in the employment of the Council. They have signed below in the Confirmation of the votes being unblocked in their presence.

Signatures 
(Mr. Vineet Arora)
Mobile: 9873868315

Signatures 
(Ms. Megha Mathur)
Mobile: 8800655502


I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the NSDL's e-voting system at the 43rd Annual General Meeting.

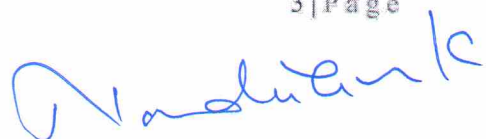

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I now hereby submit my Scrutinizer Report as under on the result of e-voting (Remote e-voting and e-voting at AGM) in respect of the Resolutions considered at the AGM:

| Resolu tion No. | Subject matter of the Resolution | Particular of Business | Total No of Votes casted | Assent/ Favour | | Dissent/ Against | | Invalid Votes Nos. |
|-----------------------|---|------------------------|--------------------------|-------------------|------------|---------------------|------------|--------------------------|
| | | | | No of Votes | % of votes | No of Votes | % of votes | |
| 1. | To approve the audited annual accounts of the council for the financial year 2021-22. | E-Voting | 162 | 162 | 100 | NIL | NIL | NA |
| 2. | To elect & so Appoint Mr. Vijay Kumar Agarwal, (Western Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 3. | To elect & so Appoint Mr. Premal H Udani, (Western Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 4. | **To elect & so Appoint Mr. Samir Narayan Bhuta, (Western Region) fresh nomination submitted U/s (160)(1) of Companies Act 2013, from Western Region. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 5. | To elect & so Appoint Mr. Rakesh Vaid, (Northern Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 6. | To elect & so Appoint Mr. H K L Magu, (Northern Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 7. | To elect & so Appoint Mr. Gautam Nair, (Northern Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 8. | To elect & so Appoint Mr. B. Shanmugasundaram, (Southern Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
| 9. | To elect & so Appoint Mr. K M Subramanian, (Southern Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |


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|-----|--|-----------|----|----|----|----|----|----|
| 10. | To elect & so Appoint Mr. R Ramu, (Southern Region) who retires by rotation. | *E-Voting | NA | NA | NA | NA | NA | NA |
|-----|--|-----------|----|----|----|----|----|----|

* Note :- Resolutions No. 2 to 4 for Western region, Resolution No. 5 to 7 for Northern Region and Resolutions No. 8 to 10 for Southern Region, Since the number of candidate contesting election are equal to the number of available seats, the candidates whoever applied so automatically stand elected and no voting was required/ held for the Resolutions No. 2 to 4 (for Western region), Resolution No. 5 to 7 (for Northern region) and Resolutions No. 8 to 10 (for Southern Region), otherwise it was mandatorily required to be conducted through electronic voting only.

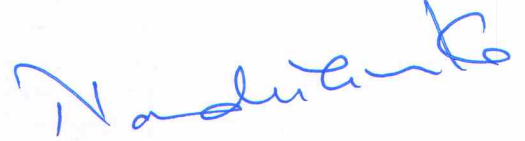
** Note :- Resolution No. 4 from Western Region it is to be noted that Mr. Dilip Dudani, Retiring Executive Committee Member from Western region has not submitted their nomination along with deposit of Rs.1 Lakh and also not submitted his form DIR-8, to contest the election at 43rd AGM and new nomination of Mr. Samir Narayan Bhuta from Western region has been received, therefore at resolution 4, name of Mr. Samir Narayan Bhuta is indicated from Western region, who has filed his nomination U/s (160)(1) of Companies Act 2013, after the issuance of AGM notice dated 27.07.2022.

This scrutinizer's report is handed over (Through Email) to Chairman, AEPC for declaration of result thereof.

Thanking you,
Yours faithfully,



M. Ramakrishnan, (Scrutinizer)
Under Secretary, Ministry of Textiles,
Govt. of India, New Delhi



Place: Gurugram

Dated: 1st September, 20

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