

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
39th Annual General Meeting of the Members of
Apparel Export Promotion Council, held on 28th Day of September 2018, Friday at
12.00 Noon, at Niryat Bhawan (FIEO Office Building), Rao Tula Ram Marg, Opp. Army
Hospital Research & Referral, New Delhi-110057.

Dear Sir,

Subject : Scrutinizer's Report on Passing of Resolution through e-voting at 39th AGM of Apparel Export Promotion Council held on 28th September 2018 (Friday), pursuant to the provisions of para 2.91 & 2.92 of the Hand Book of Procedure of FTP 2015-2020 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, R.K.Singh, 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(s), at the 39th Annual General Meeting of the Council held on 28th September 2018.

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 08.08.2018 of the 39th AGM of the Council, read with the Notice u/s 160(2) dated 19.09.2018 of the Companies Act, 2013, published by the Council in Financial Express (All Editions) & Hindustan (Hindi) dated 20.09.2018, 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.

Since, number of members of the council has increased 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 39th Annual General Meeting is conducted through E-Voting.

R.K. Singh
28/09/2018

राकेश कुमार सिंह / RAKESH KUMAR SINGH
अवर सचिव / Under Secretary
वस्त्र मंत्रालय / Ministry of Textiles
भारत सरकार / Govt. of India
उद्योग भवन / Udyog Bhawan

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[Signature]
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Voting on Resolutions No. 1 & 2 proposed in the Notice dated 08.08.2018 for conducting of 39th Annual General Meeting was dealt by Remote E-Voting and e-voting at the AGM.

Voting on Resolutions No. 3 to 5 for Election of the Executive Committee Members from Western Region, Voting on Resolutions No. 6 to 8 for Election of the Executive Committee Members from Northern Region and Voting on Resolutions Nos. 9 to 11 for Election of the Executive Committee Members from Southern Region, as proposed in the Notice dated 08.08.2018, were otherwise required to be conducted through electronic voting, since the number of candidate contesting election from each region i.e West, North & South are equal to the number of available seats from each region i.e West, North & South, the candidates whoever applied so automatically stand elected and no voting was required/ held for the Resolutions No. 3 to 5 (for Western Region, Resolutions No. 6 to 8 (for Northern Region) and Resolution No. 9 to 11(for Southern Region).

For Resolution no 11, Mr.N.Chandran, Retiring Executive Committee Member from southern region has expressed his unwillingness to get being reappointed/re-elected at this 39th AGM and new nominations of Mr.P.Balasubramaniam, from Southern region has been received. Therefore, resolution No 11 is indicated accordingly, in the placed report.

The remote e-voting period commenced on 25th September, 2018 Tuesday at 9 AM (IST) and ended on Thursday, 27th September, 2018 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.

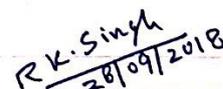
The members of the Council, whose name was entered in the Register of Members as on 21.09.2018 i.e. Cut-off, were entitled to vote on the proposed resolutions.

The E-Voting results were unblocked by me on 28th September 2018, after the closure of Voting at the AGM, in the presence of two witnesses Mr. Sushil Kumar, Joint Director, FIEO, New Delhi and Mr.Vikas Mittal, Dy. Director, FIEO, New Delhi 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.Vikas Mittal)
Mobile: 9811845556

Signatures 
(Mr.Sushil Kumar)
Mobile:7503247843

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 39th Annual General Meeting.


राकेश कुमार सिंह / RAKESH KUMAR SINGH
अवर सचिव / Under Secretary
वस्त्र मंत्रालय / Ministry of Textiles
भारत सरकार / Govt. of India
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नई दिल्ली / New Delhi

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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:

Resol ution No.	Subject matter of the Resolution	Particula r of Business	Total No of Votes casted	Assent/ Favour		Dissent/ Against		Inval id Vote s Nos.
				No of Votes	% of vote s	No of Votes	% of votes	
1.	Adoption of Financial Statement for the financial year ended 31.03.2018.	E-Voting	77	77	100	Nil	Nil	Nil
2.	Appointment of Statutory Auditors.	E-Voting	77	77	100	Nil	Nil	Nil
3.	To elect & so Appoint Mr. R.B.Goenka, (Western Region) who retires by rotation.	*E-Voting	NA	NA	NA	NA	NA	NA
4.	To elect & so Appoint Mr. Ashok G Rajani, (Western Region) who retires by rotation.	*E-Voting	NA	NA	NA	NA	NA	NA
5.	To elect & so Appoint of Mr. Rishi K Rajani, (Western Region) who retires by rotation.	*E-Voting	NA	NA	NA	NA	NA	NA
6	To elect & so Appoint Mr. Virender Uppal, (Northern Region) who retires by rotation.	*E-Voting	NA	NA	NA	NA	NA	NA
7	To elect & so Appoint Mr. Harish Ahuja, (Northern Region) who retires by rotation.	*E-Voting	NA	NA	NA	NA	NA	NA
8	To elect & so Appoint Mr. Lalit Gulati, who is retiring otherwise and submitted nomination U/s (160)(1) of Companies Act 2013.	*E-Voting	NA	NA	NA	NA	NA	NA
9	To elect & so Appoint Mr. V.Elangovan, (Southern Region) who retires by	*E-Voting	NA	NA	NA	NA	NA	NA

Rk.Singh
28/09/2018
राकेश कुमार सिंह / RAKESH KUMAR SINGH
अवर सचिव / Under Secretary
पत्र मंत्रालय / Ministry of Textiles
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	rotation.							
10.	To elect & so Appoint Mr. Rajeev S Goenka, (Southern Region) who retires by rotation.	*E-Voting	NA	NA	NA	NA	NA	NA
11.	**To elect & so Appoint Mr. P.Balasubramaniam, fresh nomination submitted U/s (160)(1) of Companies Act 2013, from Southern Region	*E-Voting	NA	NA	NA	NA	NA	NA

* Note :- i) Resolutions No. 3 to 5 for Western region, Resolution No. 6 to 8 for Northern Region and Resolutions No. 9 to 11 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. 3 to 5 (for Western region), Resolution No. 6 to 8 (for Northern region) and Resolutions No. 9 to 11 (for Southern Region), otherwise it was mandatorily required to be conducted through electronic voting only.

** Note i) Resolution No. 11 from Southern Region it is to be noted that Mr. N.Chandran, retiring Executive Committee Members from Southern Region, has expressed his unwillingness for getting being reappointed as Executive Committee Member, therefore at resolution 11, Mr. P.Balasubramaniam is indicated from Southern region who has filed his nomination U/s (160)(1) of Companies Act 2013, after the issuance of AGM notice dated 08.08.2018.

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

Thanking you,
Yours faithfully,

R.K. Singh
28/09/2018

R.K.Singh, (Scrutinizer)
Under Secretary, Ministry of Textiles,
Govt. of India, New Delhi
Rakesh Kumar Singh
अवर सचिव / Under Secretary
युवा मंत्रालय / Ministry of Textiles
भारत सरकार / Govt. of India
Place : New Delhi
Dated : 28th September, 2018
उद्योग भवन / Udyog Bhawan
नई दिल्ली / New Delhi


28/09/18