

27-09-2017 (both days inclusive) for the purpose of the Annual General Meeting.

By order of the Board

Date : 01/09/2017

For Veejay Lakshmi Engineering Works Limited

Place : Coimbatore

V.J. Jayaraman

Chairman and Managing Director



APPAREL EXPORT PROMOTION COUNCIL

Regd. Office: A-223, Okhla Industrial Area, Phase-1, New Delhi-110020

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NOTICE

The 38th Annual General Meeting (AGM) of the Council will be held on Thursday, 28th September 2017, at 12:00 Noon at Niryat Bhawan (FIEO Office Building), Rao Tula Ram Marg, Opp. Army Hospital Research & Referral, New Delhi-110057, to transact the business as set out in the notice of the AGM dated 29.07.2017. The notice of 38th AGM and instructions for remote e-voting along with attendance slip and Annual Report for the financial year 2016-2017 has been sent through electronic mode to all members whose email IDs are registered with the Council. Physical copies of the aforesaid documents have also been sent to all members at their registered address through speed post.

Members may note that 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 to be carried at 38th Annual General Meeting shall be concluded through E-Voting. Accordingly, it is requested to refer to "Rules of E-Voting for the resolutions other than the election of Executive Committee members" and "Rules for Election of Executive Committee Members", from Council's website i.e., www.aepcindia.com.

It may also be noted that in the process of E-Voting/Remote-E Voting a member cannot appoint any proxy to attend the meeting and vote because voting can be done by remote e-voting from any place other than the venue of a general meeting by using the unique "user name" and "password" that will be provided separately to each of the voting members by the agency conducting the voting electronically.

In terms of Rule 11 of Election Rules for Election of Executive Committee Members & as per order dated 12.04.2017 of the Hon'ble Delhi High Court, in LPA No. 368 /2016 & CM. No 31009/2016 titled Affordable Exports Vs Apparel Export Promotion Council & Ors, AEPC members can submit their nomination for contesting election to the Office of Executive Committee after depositing ₹ 1,00,000/- (Rupees one lac only), before close of office hours on 14.09.2017. This deposit shall be refunded only to such member who either succeeds in getting elected as a Member to the Executive Committee or gets more than 25% of the total valid votes cast by E-Voting.

Further, pursuant to Rule 14 of Election Rules for Election of Executive Committee Members, a candidate can withdraw his/her nomination from contesting election to Executive Committee Member in Form-II either in person/speed post/ Registered Post/Courier with the same signature made on nomination Form. Such withdrawal should reach registered office/regional office of the council up to 17.09.2017 i.e within three days from the last date of receipt of nomination. In the event of withdrawal of nomination within the stipulated time period provided hereinabove, the money deposited for submitting nomination shall be refunded.

Members contesting the election may kindly refer and download Election Rules framed by the Council for the election of Executive Committee Members, from Council's website i.e., www.aepcindia.com, containing nomination form and other details for elections.

As per the provisions of the paragraph 2.91 & 2.92 of the Hand Book of Procedure [1st April, 2015-31st March, 2020] and provision of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (the "Rules"), the council is pleased to provide e-voting facility to its members enabling them to cast their vote at the 38th AGM by electronic means, on all the resolutions as set out in the notice of AGM.

The facility of casting the votes by the members using an electronic voting system from place other than AGM ("remote e-voting") will be provided by the National Securities Depository Limited ("NSDL").

The details pursuant to the provisions of the Act and Rule 20 of the Rules are given hereunder:

- All resolutions, including election of executive Committee members, as set out in the notice of AGM, shall be transacted by electronic means only.
- The remote e-voting shall begin on Monday, 25th September, 2017 at 09:00 AM and ends on Wednesday, 27th September, 2017 at 05:00 p.m. The remote e-voting shall not be allowed beyond 05:00 P.M. on 27th September, 2017.
- The cut-off date for determining the eligibility to vote by remote e-voting as well as voting at the AGM is Thursday, 21st September 2017, and members whose name is recorded in the register maintained by the Council as on the Cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- The persons who become member of the Council after dispatch of Notice, as of cut-off date i.e. Thursday, 21st September 2017, may obtain LOGIN ID AND PASSWORD by sending a request at evoting@nsdl.co.in
- The Members are requested to read carefully the detailed instructions for e-voting given out at note of the Notice of the 38th AGM before casting their vote.
- Notice of Annual General Meeting is available on the website of the Council i.e. www.aepcindia.com and at website of the NSDL i.e. www.evoting.nsdl.com.
- 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 download sections of www.evoting.nsdl.com or call NSDL toll free no. - 1800-222-990. You may also send your queries/grievances relating to e-voting to evoting@nsdl.co.in
- The facility for voting through electronic voting system shall also be available at the AGM and Members who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the AGM. However, members participating in the AGM after exercising their right to vote through remote e-voting shall not be allowed to vote again for any resolution at the AGM.

Further in terms of Section 91 of the Companies Act 2013, the Register of Members shall remain closed from 22.09.2017 to 28.09.2017 (both days inclusive) for the purpose of AGM.

Date: 31/08/2017

Place: New Delhi

For Apparel Export Promotion Council

(Sanjiv Malhotra)

Dy. Secretary General & Secretary