

Matter placed on Council's website as per provision of Section 168 of Companies Act 2013 and Rule 15 of Companies (Appointment and Qualification of Directors) Rules, 2014

Subject: Resignation of Executive Committee member

Shri Kishor K Shah, Executive Committee Member from Western Region has submitted his resignation vide Communication dated 10th September, 2014 from the Executive Committee of Council with effect from the conclusion of the next Managing Committee Meeting.

As required under section 168 (1) and rule 15 of Companies (Appointment and Qualification of Directors) Rules, 2014, intimation has been filed with the Office of Registrar of Companies in form No. DIR -12.

Copy of mail dated 10/09/2014, received from Shri Kishor K Shah is reproduced below:

Kishor <kishor@crystalinemail.com>

Wed, Sep 10, 2014 at 2:52 PM

To: Chairman AEPC <chairman@aepcindia.com>

Cc: Ashok G Rajani <agr@midastouchapparel.com>, S Malhotra <smalhotra@aepcindia.com>

Chairman
Apparel Export Promotion Council
Apparel House,
Sector 44, Institutional Area,
Gurgaon 122 003 (HARYANA)

Dear Chairman,

Sub: Resignation

In further to my email dated 3/09/2014 (Copy attached) I would like to resign as Executive Committee member/Director of Apparel Export Promotion Council with effect from the conclusion of the next Managing Committee Meeting.

I believe that the young generation and women must have an active participation in AEPC to take the exports of the country to a greater height. Out of Box marketing strategies will have to be put in place to increase India's share in the international Trade in apparels and accessories. Young generation is best suited to provide this to AEPC and the country. The changes proposed at judicious intervals will be a sound governance practice and will allow A.E.P.C. to refresh itself.

I have tried my best to contribute in whatever best possible way to the best of my ability during last 27 years or so. I have served on the Executive Committee for a very long time. Love affection and guidance from all past presidents, executive committee members and permanent invitees will always be cherished by me. I leave the Managing Committee with a Hindi film song which is Philosophy of my life " Aadmi musafir hai aata hai aur jaata hai, aate jaate, raste pe apnee yaadein chhod jaata hai." I sincerely hope I will be able to achieve it in my life.

I feel very privileged and am grateful for the opportunities this great Council has provided me to contribute in my humble way. For me it has been an honor to be on board of A.E.P.C. for more than

25 years. I thank each member of the Managing Committee, permanent and special invitees and the chairmen for their intellectually stimulating interactions and wise advice from time to time. I have no doubt that friendship and warmth of members the Managing Committee will endure forever.

Thank-you,

Warm Regards,

Truly Yours,

Kishor Shah

From: Kishor [mailto:kishor@crystalinemail.com]

Sent: 03 September 2014 PM 04:20

To: 'virender@richaglobal.com'; 'Ashok Rajani'; 'Ranjit Shah'; 'admin'; 'premal'; 'Premal Mumbai'; 'Vijay Agarwal'; 'Amit Goyal'; 'raju Goenka'; 'Choudhary Kamal AEPC EC member'; 'pravin agarwal'; 'Nariender Goenka'; 'Hosg Deptt'

Subject: Reorganisation

Dear Virendra,

You will recollect my proposal in the last Executive Committee meeting on making A.E.P.C more dynamic and with fresh ideas for years to come. Role of trade organization has changed and is changing rapidly. A.E.P.C must reflect on its role in future, changed international marketing scenario, new corporate laws of 2013/14. And changing expectations of its members . Considering and keeping all these in mind, I had suggested to bring in few changes, either as code of conduct or by changing the constitution.

A. **RETIREMENT AGE** : There should be a retirement age after which a member should not contest. To start with AEPC may set the retirement age between 65 years and 70 years as most members deem fit. I am neither demeaning the great contributions made by senior members for years nor am I suggesting that they don't have new ideas. I strongly believe that **experience does not have any expiry date ! !** However experience can be used by inviting these seniors in whatever name and form as deemed fit by its members.

As mentioned during the managing committee, though I have not yet matured to 65 years of age, I would like to retire soonest to enable A.E.P.C. to induct a young dynamic member from Western Region.

B. **DURATIONS:** A.E.P.C. managing committee should provide enough space to Leaders of future. I believe that if a member has served for 3 terms or 9 years then the member should not be eligible to contest the next election. Again such retired member may be an advisor as permanent invitee, if so required.

C. **WOMEN'S RESERVATION** : There are many women Leaders who have excelled in corporate governance as well as in business. To prepare the organization for gender diversity, varied & new thoughts, I believe from each region 1 seat may be reserved for a Lady member. Merchandisers, designers, teachers, female executives in marketing, media, Directors and CEOs are all excelling in their fields and can provide a new perspective to AEPC. How many buyers & product managers are females internationally ? ! ! It is easy to say that no one comes forward but unless it is tried with reservation and widely publicized, they will not look into this. Once they are convinced, there will be more and more women on board.

Certain organizations like Texprocil, FIEO etc have already made the beginning in one way or the other to review reconstitution of their boards. It think time has come when A.E.P.C. should also change with changing times. I sincerely hope A.E.P.C. executive committee members will do introspection and rise above self-interest in long-term interest of the organization to take a matured decision on above issues.

I repeat that I propose to retire/resign, very soon to enable A.E.P.C. to start the process, at least, from Western Region !!!

Warm Regards,
Kishor Shah
