NOTICE

Notice is hereby given that the 47th Annual General Meeting of the Council will be held on 9th September 2026, Wednesday at 11.00 A.M, through Video Conferencing/Other Audio Video Means ("VC/OAVM") Facility to transact the following business:-

1. To consider and adopt the Audited Balance Sheet and Income & Expenditure Account of the Council for the year ended 31st March, 2026, along with the report of the Auditors and the Executive Committee of the Council.
2. To elect & so appoint a Member to the Executive Committee, in place of Shri Sudhir Sekhri from Northern Region, who is retiring by rotation.
3. To elect & so appoint a Member to the Executive Committee, in place of Shri Lalit Thukral from Northern Region, who is retiring by rotation.
4. To elect & so appoint a Member to the Executive Committee, in place of Shri Anil Peshawari from Northern Region, who is retiring by rotation.
5. To elect & so appoint a Member to the Executive Committee, in place of Shri Pravin Agarwal from Western Region, who is retiring by rotation.
6. To elect & so appoint a Member to the Executive Committee, in place of Shri Narender Goenka from Western Region, who is retiring by rotation.
7. To elect & so appoint a Member to the Executive Committee, in place of Shri Ravi Poddar from Western Region, who is retiring by rotation.
8. To elect & so appoint a Member to the Executive Committee, in place of Dr. A Sakthivel from Southern Region, who is retires by rotation and is eligible for re- election.
9. To elect & so appoint a Member to the Executive Committee, in place of Shri PPK Paramasivam from Southern Region, who is retiring by rotation.
10. To elect & so appoint a Member to the Executive Committee, in place of Shri Ajay Agarwal from Southern Region, who is retiring by rotation.
11. To elect & so appoint a Member to the Executive Committee, in place of Shri Anil Buchasia from Eastern Region, who is retiring by rotation.
12. To elect & so appoint Members to the Executive Committee from the following reserved categories:-

i) Women entrepreneurs- (*number of seats reserved are two*)
ii) Start-ups entrepreneurs (*number of seats reserved is one*)
iii) Young entrepreneurs (*number of seats reserved is one*)
iv) North East/Hill Region (*number of seats reserved is one*)

Special Business:-

To consider and if thought fit, to pass, the following resolution as Ordinary Resolution:

13. "Resolved that to meet requirement of Section 161(4) of Companies Act 2013 or any other applicable provisions and Rules, if any, appointment of Mr. Ashok G. Rajani of M/s. Texport

International Pvt Ltd., (Membership no 69546), made by 297th Executive Committee Meeting held on 21.07.2026, against casual vacancy created in the office of Executive Committee Member from Western Region, with tenure up to 48th AGM, is hereby approved"

By order of the Executive Committee

Sumit Gupta
(Company Secretary)

Place: Ayodhya, U.P
Date: 21.07.2026

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

Explanatory Statement pursuant to Section 102 (2) of the Companies Act, 2013

Item no 13

Mr. Ashok G. Rajani was elected as an Executive Committee Member of the Council from the Western Region at the 45th Annual General Meeting, representing M/s. Creative Lifestyle Pvt. Ltd.

Article 52(g) of the Articles of Association of the Council provides that the office of an Executive Committee Member shall ipso facto become vacant if the member ceases to have any connection or association with the firm or company which he represents, unless he is associated with another firm or company that is a member of the Council.

Vide email dated 3 July 2026, Mr. Ashok G. Rajani informed the Council that he is no longer associated with M/s. Creative Lifestyle Pvt. Ltd. and has ceased to represent the said company. He further informed that he is presently a Director of M/s. Texport International Pvt. Ltd. (RCMC No. 69546), which is a registered member-exporter of the Council. Accordingly, he requested that his company representation in the Executive Committee be changed from M/s. Creative Lifestyle Pvt. Ltd. to M/s. Texport International Pvt. Ltd.

Consequent upon his cessation of association with M/s. Creative Lifestyle Pvt. Ltd., a casual vacancy arose in the office of Executive Committee Member from the Western Region in terms of Article 52(g) of the Articles of Association.

Section 161(4) of the Companies Act, 2013 provides that where the office of a director appointed by the company in a general meeting is vacated before the expiry of his term of office in the normal course, the resulting casual vacancy may be filled by the Board of Directors at its meeting, subject to the provisions of the Articles of Association. The appointment so made is required to be approved by the members at the immediately following general meeting. The person so appointed shall hold office only up to the date on which the original director would have held office had the vacancy not occurred.

Accordingly, the Executive Committee, at its 297th Meeting held on 21 July 2026, appointed Mr. Ashok G. Rajani, representing M/s. Texport International Pvt. Ltd. (RCMC No. 69546), as an Executive Committee Member from the Western Region against the casual vacancy, to hold office for the remainder of the term of the vacating member, subject to the approval of the members at the ensuing Annual General Meeting.

Except Mr. Ashok G. Rajani, none of the Executive Committee Members of the Council or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Executive Committee recommends the resolution for approval by the members.

INSPECTION

All material and documents of the above-mentioned resolutions, except for resolution no 1, are available for inspection at the Registered Office of the Council between 11:00 a.m. to 01:00 p.m. on all working days and can also be inspected electronically by sending a request at sumit.gupta@aepcindia.com. All material and documents of the resolution no 1 is available for inspection at the Head Office of the Council between 11:00 a.m. to 01:00 p.m. on all working days and can also be inspected electronically by sending a request at sumit.gupta@aepcindia.com

NOTES:

[a] "A MEMBER ENTITLED TO VOTE IN THE GENERAL MEETING OF AEPC WOULD BE CASTING VOTE ELECTRONICALLY BY WAY OF REMOTE E-VOTING/ E-VOTING THROUGH AN ELECTRONIC VOTING SYSTEM.

IN THE PROCESS OF E-VOTING/REMOTE-E VOTING A MEMBER IS NOT REQUIRED TO APPOINT ANY PROXY TO ATTEND THE MEETING AND VOTE BECAUSE PURSUANT TO THE CIRCULAR NO. 14/2020 DATED APRIL 08, 2020, ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS, THE FACILITY TO APPOINT PROXY TO ATTEND AND CAST VOTE FOR THE MEMBERS IS NOT AVAILABLE FOR THIS AGM. HOWEVER, THE BODY CORPORATES ARE ENTITLED TO APPOINT AUTHORIZED REPRESENTATIVES TO ATTEND THE AGM THROUGH VC/OAVM AND PARTICIPATE THERE AND CAST THEIR VOTES THROUGH E-VOTING.

[b] The Department of Commerce, vide communication dated 25.07.2024, has instructed EPCs/FIEO to adopt the Model Articles of Association/Bye-laws. Article 24.6(d) of the Model Bye-laws provides for a mandatory cooling-off period of two years after two consecutive terms for elected members of the CoA, effective from 01.04.2025. Further clause 7(a) of the Election rules for the election of the Executive Committee Member of the Council provides that the cooling-off provision shall not apply to the Vice Chairman or Chairman, if their continuation as Executive Committee members would otherwise be affected by such provision.

Accordingly, all the above-mentioned members retiring at the 47th Annual General Meeting have completed two consecutive terms and shall be subject to the aforesaid cooling-off provision. However, Dr. A. Sakthivel, being the Chairman of AEPC with a tenure up to 31 December 2027, shall be eligible to contest the election for the Executive Committee in accordance with the Election Rules, so as to ensure continuity in the office of the Chairman, AEPC.

[c] AEPC member exporters who want to contest the election including from the above referred reserved categories, can submit their nomination papers physically at the Registered

office of the Council, for contesting election to the Office of Executive Committee after depositing Rs. 1,00,000/- (Rupees one lac only), up to the closing of business hours on 26.08.2026 or may submit nomination papers through E-mail at sumit.gupta@aepcindia.com along with electronic deposit/ details of Rs. 1,00,000/- (Rupees one lac only) by closing of business hours on 26.08.2026. This deposit shall be refunded only to such member who either succeeds in getting elected as a Member of the Executive Committee or gets more than 25% of the total valid votes cast by E-Voting.

[d] 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 with the same signature made on nomination Form. Such withdrawal should reach registered office/regional office of the council up to close of business hours on 29.08.2026. i.e within three days from the last date of receipt of nomination or may submit Form-II for withdrawal of nomination papers through E-mail at sumit.gupta@aepcindia.com by closing of business hours on 29.08.2026. In the event of withdrawal of nomination within the stipulated time period provided here in above, the money deposited for submitting nomination shall be refunded.

[e] The Register of Members of the Council will be closed from 03.09.2026 to 09.09.2026 (both days inclusive)

By order of the Executive Committee

Sumit Gupta
Company Secretary

Place: Ayodhya, U.P
Date: 21.07.2026
Registered Office:
A-223, Okhla Industrial Area, Phase-1
New Delhi-110020

IMPORTANT NOTES:-

1. **General instructions for accessing and participating in the 47th AGM through VC/OAVM Facility and voting through electronic means for all resolutions including remote e-Voting:-**

a) In view of the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No. 9/2023 date September 25, 2023, Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs followed by Circular No. 3/2025 dated September 22, 2025 and other applicable circulars issued by Ministry of Corporate Affairs, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

b) Members may join the **47th AGM** through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from **10.45 A.M.** IST i.e. 15 minutes before the time scheduled to start the **47th AGM** and the Council will close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the **47th AGM** i.e **11.15 A.M.**

c) Members may note that the VC/OAVM Facility, provided by NSDL, allows participation of at least 1,000 Members on a first-come-first-served basis. The Executive Committee Members, Statutory Auditors, Key Managerial Personnel, the Chairpersons of the Sub-Committees can attend the **47th** AGM without any restriction on account of first-come-first-served principle.

d) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

e) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05th, 2022, September 25th, 2023, September 19th, 2024 and September 22nd, 2025 and other applicable circulars issued by Ministry of Corporate Affairs, the Company is providing facility of remote e-voting/ e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM i.e evoting will be provided by NSDL.

f) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the notice calling the AGM along with Executive Committee Report **2025-26** and the Financial Statements for the year **2025-26** is being sent by electronic mode only to those Members whose e-mail addresses are registered with the Council and the same has been uploaded on the website of the Council at www.aepcindia.com and website of NSDL (agency for providing the Remote e-Voting/ e-Voting facility) i.e.www.evoting.nsdl.com.

g) If any member wants to register or update their E-mail ID with the Council, they can write an E-mail at aepc.agm.2026@aepcindia.com.

h) AGM is being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No.02/2021 dated January 13, 2021, MCA Circular No. 2/2022 dated May 05, 2022, MCA Circular No. 09/2023 dated September 25, 2023, MCA Circular No. 09/2024 dated September 19, 2024, MCA Circular No. 03/2025 dated September 22, 2025 and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA Circular/s").

2. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

a) The remote e-voting period begins on **06.09.2026** at **09.00 A.M** and ends on 08.09.2026. at 05.00 .P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

b) The details of the process and manner for remote e-Voting are explained herein below
Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:-

How to Log-in to NSDL e-Voting website?

On receipt of an e-mail from NSDL (National Securities Depository Limited) an Agency appointed by Council, as per Rule 20 of the Companies (Management & Administration) Amendment Rules 2015) by member relating to e-voting on all resolution, please take the following action:-

i. Open e-mail and also open PDF viz. "Apparel Export Promotion Council.pdf" with your Membership ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting.
ii. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
iii. Open the internet browser by typing the following URL: https://www.evoting.nsdl.com
iv. Click on "Shareholder/Member – Login".
v. After you click on the "Login" button, Home page of e-Voting will open
vi. Please enter the user ID and password provided in the PDF file attached with the e-mail.

Details on Step 2 is given below:-

i. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
ii. After click on Active Voting Cycles, you will be able to see "EVEN" (E-Voting Event Number) of Apparel Export Promotion Council.
iii. Select "EVEN" (E-Voting Event Number) of Apparel Export Promotion Council. Now you are ready for remote e-voting as Cast Vote page opens.
iv. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted. Upon confirmation, the message "Vote cast successfully" will be displayed.
v. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
vi. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

3. GENERAL GUIDELINES FOR MEMBERS

i. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
ii. The voting rights of members shall be one person one vote as on cut-off date i.e **02.09.2026, (Wednesday**). A person, whose name is recorded in the register of members on the cut-off date,

and registered exporters who fulfill the criteria provided in the model Bye Laws issued by the Department of Commerce on 25.07.2024, only shall be entitled to avail the facility of remote e-voting/ e-voting or any other means.

iii. Mr. Sachin Agarwal, Practicing Company Secretary has been appointed as Scrutinizer to scrutinize the E-voting and remote e-voting process in a fair and transparent manner.

iv. Any person, who becomes member of the Council after dispatch of the Notice as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.nsdl.com or call NSDL toll free no.- 1800-222-990.

v. The Scrutinizer shall, immediately after the conclusion of E-voting at the general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Council and shall make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

vi. The results declared along with the Scrutinizer's Report shall be placed on the Council's website www.aepcindia.com and on the website of NSDL after the declaration of result by the chairman or person authorized by him in writing.

vii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders/Members and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in. or contact Mr. Amit Vishal, Senior Manager or Ms. Pallavi Mhatre, Manager, National Securities Depository Ltd., Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013, at the designated email IDs: evoting@nsdl.co.in or AmitV@nsdl.co.in or pallavid@nsdl.co.in or at telephone nos. : +91-22-2499 4360 or +91 22 2499 4545, who will also address the grievances connected with the voting by electronic means.

4. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

ii. Only those Members, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

iii. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

iv. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

5. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:-

i. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

ii. Members are encouraged to join the Meeting through Laptops for better experience.

iii. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. Member who would like to express their views/ask questions during the meeting may register themselves as a speaker and may send their request mentioning their name, membership No, email id, mobile number at sumit.gupta@aepcindia.com at least 48 hours in advance before the start of the 47th AGM i.e. by 07.09.2025 by 11.00 A.M.

vi. Members who would like to express their views/have questions relating to proposed resolutions, may send their questions in advance mentioning their name Company Name, membership Number, email id, mobile number at sumit.gupta@aepcindia.com. The same will be replied by the Council suitably.

vii. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

By order of the Executive Committee

Place : **21.07.2026**
Date : **Ayodhya, U.P**

Sumit Gupta
Company Secretary

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