



Aptech Limited  
Regd. office: Aptech House  
A-65, MIDC, Marol, Andheri (E),  
Mumbai - 400 093.  
T: 91 22 6828 2300 / 6646 2300  
F: 91 22 6828 2399  
www.aptech-worldwide.com

**July 08, 2022**

**To,**  
**BSE Limited**  
25<sup>th</sup> Floor, P J Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 532475**

**To,**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra- Kurla Complex  
Bandra (E), Mumbai - 400 051.  
**Symbol: APTECHT**

Dear Sir/Madam,

**Sub: Notice of the 22<sup>nd</sup> Annual General Meeting of the Company.**

Pursuant to Regulation 30 read with Para A, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice and the Explanatory Statement of the 22<sup>nd</sup> Annual General Meeting of the Company to be held on Friday, August 05, 2022 at 04.00 p.m. (IST) via Video Conference / Other Audio-Visual Means (VC / OAVM) facility.

The said Notice forms part of the Annual Report for the Financial Year 2021-22.

Kindly take the same on record.

**For Aptech Limited**

A handwritten signature in blue ink, appearing to read "A K Biyani".

**A K Biyani**  
**Company Secretary**  
**Membership No: F8378**  
**Encl.: as above**

## NOTICE

**NOTICE** is hereby given that the Twenty Second (22<sup>nd</sup>) Annual General Meeting ("AGM") of Aptech Limited will be held on Friday, August 05, 2022 at 04.00 p.m. through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") Facility to transact following business:

### ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements (including Audited Standalone and Consolidated Financial Statement) of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon;
- To appoint a Director in place of Mr. Rajiv Agarwal (DIN: 00379990) who retires by rotation and being eligible offers himself for re-appointment. To consider and if thought fit, to pass with or without modification, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Rajiv Agarwal (DIN: 00379990), who retires by rotation and who has offered himself for re-appointment, be and is hereby re-appointed as a Director"

### SPECIAL BUSINESS:

- To consider and if thought fit, to pass with or without modification, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, ("the Act") and any statutory modification thereto or re-enactment thereof, and subject to the approval of the Central Government, if any, consent be accorded by the Members wherein, Mr. Anuj Kacker, be and is hereby re-appointed as Whole-Time Director of the Company for a period of 2 years with effect from November 01, 2022 on same terms including the remuneration as specified below:

- The Company to employ and Mr. Kacker to serve the Company as its Whole-Time Director for 2 years with effect from November 01, 2022 and the Company to enter into an employment agreement (the 'Agreement') with him.
- Mr. Kacker to discharge such functions, exercise such powers and perform such duties as the Board shall from time to time determine and entrust to him, subject to such restrictions and/or limitations as the Board may in its discretion determine.
- Mr. Kacker to undertake such travel as may be needed in the interests of the Company's business or as directed by the Board from time to time.
- The Company to pay to Mr. Kacker the following:

Remuneration: CTC 1,41,87,464/- p.a. In addition Mr. Kacker will be provided the following:

- A chauffeur driven Company maintained Car
- Mediclaime for ₹ 10,00,000/- for self and 3 dependents as per company rule. The premium will be borne by the Company

- Official Mobile Bills (Rent + Usage) at actual will be paid by the Company
- Group Term Life Insurance Coverage of five times of CTC subject to limit of 5 Crores.

**"RESOLVED FURTHER THAT** where in any financial year during the tenure of the Whole-Time Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Supplementary Allowances, Medical expenses, Performance linked annual discretionary bonus, Benefits and Perquisites subject to further approvals as required under Schedule V of the Companies Act, 2013, or any modification(s) thereto"

**"RESOLVED FURTHER THAT** Mr. Anil Pant, Managing Director and Mr. Akshar Biyani, Company Secretary be and are hereby severally authorized to make, sign, file and/or upload the necessary agreement(s), application(s), document(s), return(s), form(s) on the website of Ministry of Corporate Affairs and that they be further authorized severally to do all such acts, deeds, matters and things as may be necessary for the purpose of giving full effect to the aforesaid resolution."

- To consider and if thought fit, to pass with or without modification, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time ("Act"), M/s. Bansi S. Mehta & Co., Chartered Accountants, Firm Registration No. -100991W be and are hereby appointed by the Members as the Statutory Auditors of the Company for a second term of 5 (five) years to hold office from the conclusion of this (22<sup>nd</sup>) Annual General Meeting until the conclusion of the 27<sup>th</sup> Annual General Meeting of the Company.

**"RESOLVED FURTHER THAT** based on the recommendation of the Audit Committee and the Board, the Members of the Company hereby approves the fees of ₹ 43,75,250 p.a. payable to M/s Bansi S. Mehta & Co., Statutory Auditors of the Company for the Financial year 2022-23, 2023-24 and 2024-25 for conducting statutory audit, tax audit, transfer pricing audit and other advisory services of the Company and MEL Training & Assessments Limited (Formerly Maya Entertainment Limited).

**RESOLVED FURTHER THAT** any Director and/or Chief Financial Officer be and are hereby severally authorized to finalise such other terms and conditions and perform such other functions to bring effect to this resolution."

Any person who becomes a Member of the Company after sending the Notice of the meeting but on or before the cut-off date viz. July 29, 2022 may obtain the USER ID and Password in the manner as mentioned below or may write an email on [Einward.ris@kfintech.com](mailto:Einward.ris@kfintech.com).

### A. Instruction for remote E-Voting through physical / electronic means:

- In case of Physical Shareholders and Non-Individual (Physical / Demat):**

If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member

may send SMS: MYEPWD <space> E-Voting Event number+ Folio No. (in case of physical shareholders) or DP ID Client ID (in case of Dematted shareholders) to 9212993399.

|                      |                                 |
|----------------------|---------------------------------|
| Example for NSDL     | MYEPWD <SPACE> IN12345612345678 |
| Example for CDSL     | MYEPWD <SPACE> 1402345612345678 |
| Example for Physical | MYEPWD <SPACE> XXX1234567890    |

- a. If e-mail address or mobile number of the Member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click “forgot password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- b. Member may call KFin toll free number 1-800-3094-001 for all e-voting related matters.
- c. Member may send an e-mail request to [Einward.ris@kfintech.com](mailto:Einward.ris@kfintech.com) for all e-voting related matters
- d. If the member is already registered with Kfin e-voting platform, then he can use his existing User ID and password for casting the vote through remote e-voting.

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting: From 10.00 a.m. (IST) on Monday, August 01, 2022.

End of remote e-voting: At 5.00 p.m. (IST) on Thursday, August 04, 2022.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled/blocked by Kfin upon expiry of aforesaid period. Once the vote on a resolution is cast by the Member(s), they shall not be allowed to change it subsequently or cast the vote again.

- **In case you are an individual shareholder, having shares in electronic / Demat mode then please refer to the e-voting procedure according to SEBI circular dated December 9, 2020.**

**Login method for e-Voting :**

As per the SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in **Demat mode** are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

| NSDL  | CDSL   |
|---|--|
| <p><b>1. User already registered for IDeAS facility: **</b></p> <ol style="list-style-type: none"> <li>I. URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></li> <li>II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</li> <li>III. On the new page, enter existing User ID and Password. Post successful authentication, click on “Access to e-Voting”</li> <li>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</li> </ol> <p><b>2. User not registered for IDeAS e-Services</b></p> <ol style="list-style-type: none"> <li>I. To register click on link: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> (Select “Register Online for IDeAS”)</li> <li style="text-align: center;"><b>or</b></li> <li><a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>II. Proceed with completing the required fields.</li> </ol> <p>** (Post registration is completed, follow the process as stated in point no.1 above)</p> <p><b>3. First time users can visit the e-Voting website directly and follow the process below:</b></p> <ol style="list-style-type: none"> <li>I. URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a></li> <li>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> </ol> | <p><b>1. Existing user who have opted for Easi / Easiest **</b></p> <ol style="list-style-type: none"> <li>I. URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a><br/>or<br/>URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Click on New System My Easi</li> <li>III. Login with user id and password.</li> <li>IV. Option will be made available to reach e-Voting page without any further authentication.</li> <li>V. Click on e-Voting service provider name to cast your vote.</li> </ol> <p><b>2. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>I. Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>II. Proceed with completing the required fields.</li> </ol> <p>** (Post registration is completed, follow the process as stated in point no.1 above)</p> <p><b>3. First time users can visit the e-Voting website directly and follow the process below:</b></p> <ol style="list-style-type: none"> <li>I. URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Provide demat Account Number and PAN No.</li> <li>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</li> <li>IV. After successful authentication, user will be provided links for the respective ESP where the e- Voting is in progress.</li> </ol> |

| NSDL   | CDSL  |
|--|---|
| <p>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> | <p>Click on company name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> |

- In case you are Individual Shareholders (holding securities in demat mode) login through their depository participants.**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful

authentication. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Important note:**

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

| Members facing any technical issue – NSDL  | Members facing any technical issue - CDSL   |
|--|---|
| Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30 | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 22-23058542-43. |

## B. Instructions for Members for Attending the e-AGM:

- Members will be able to attend the e-AGM through VC/OAVM provided by KFin at <https://emeetings.kfintech.com> by clicking on the tab 'video conference' and using their remote e-voting login credentials. The link for e-AGM will be available in Member's login where the EVENT and the name of the Company can be selected. Member's who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions mentioned hereinabove.
- Members are encouraged to join the meeting through Laptops with Google Chrome for better experience.
- Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance/glitch/garbling etc. during the meeting.
- While all efforts would be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker by visiting the URL <https://emeetings.kfintech.com> and clicking on the tab 'Speaker Registration' and mentioning their registered e-mail id, mobile number and city, during the period starting from July 31, 2022 (9.00 a.m. IST) up to August 02, 2022 (5.00 p.m. IST). Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM and the maximum time per speaker will be restricted to 3 minutes.

Members who want to get their pre-recorded video uploaded for display during the AGM of the Company,

can also upload the same by visiting <https://emeetings.kfintech.com> and uploading their video in the 'Speaker Registration' tab, during July 31, 2022 to August 02, 2022, subject to the condition that size of such video should be less than 50 MB. However, the members having queries/questions on the Annual report are suggested to raise it on Kfin Portal before August 02, 2022, which will be duly addressed by the company

The Company reserves the right to restrict the number of speakers and display of videos uploaded by the Members depending on the availability of time for the e-AGM. Please note that questions of only those Members will be entertained/considered who are holding shares of Company as on the cut-off date viz July 29, 2022.

- A video guide assisting the members attending e-AGM either as a speaker or participant is available for quick reference at URL <https://cruat04.kfintech.com/emeetings/video/howitworks.aspx>
- Members who need technical or other assistance before or during the e-AGM can contact KFin by sending email at [emeetings@kfintech.com](mailto:emeetings@kfintech.com) or Helpline: 1800 309 4001 (toll free).
- Due to limitations of transmission and coordination during the Q&A session, the Company may dispense with the speaker registration during the e-AGM conference.

## C. Voting at e-AGM

- Only those members/shareholders, who will be present in the e-AGM through video conference facility and have not casted their vote earlier through remote e-voting are eligible to vote through e-voting during the e-AGM.
- Members who have voted through remote e-voting will be eligible to attend the e-AGM.

- c. Members attending the e-AGM shall be counted for the purpose of reckoning the quorum of AGM under Section 103 of the Companies Act, 2013.
  - d. Upon declaration by the Chairperson about the commencement of e-voting at e-AGM, Members shall click on the “Vote” sign on the left-hand bottom corner of their video screen for voting at the e-AGM, which will take them to the ‘Instapoll’ page.
  - e. Members to click on the “Instapoll” icon to reach the resolution page and follow the instructions to vote on the resolutions.
  - f. The Company has opted to provide the same electronic voting system at the Annual General Meeting, as used during remote e-voting and the said facility shall be operational till all the resolutions proposed in the AGM notice are considered and voted upon at the meeting but not exceeding 30 minutes from the commencement of e-voting as declared by the Chairman at e-AGM and can be used for voting only by those Members who hold shares as on the cut off date viz. July 29, 2022 and who are attending the meeting and who have not already cast their vote(s) through remote e-voting.
- b. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unlock the votes cast through remote e-voting and make a consolidated Scrutiniser’s report of the total votes cast in favour or against, if any, and submit the report to the Chairperson of the Company or any person authorized in that respect, who shall countersign the same and thereafter results of the voting. The results declared along with the scrutiniser’s report shall be placed on the Company’s website at <https://www.aptech-worldwide.com/> and on the website of R&T Agent KFin viz. <https://evoting.kfintech.com> shall also be communicated to the stock exchanges viz BSE Limited & National Stock Exchange of India Ltd. where the shares of the Company are listed. The resolutions shall be deemed to be passed at the AGM of the Company subject to obtaining requisite votes thereto.

**D. General Instructions:**

- a. The Chairperson shall formally propose to the Members participating through VC/OAVM facility to vote on the resolutions as set out in this Notice of 22<sup>nd</sup> AGM (e-AGM) and shall also announce the start of the casting of vote at AGM through the e-voting platform of KFin Technologies Ltd and thereafter the e-voting at AGM will commence.
- c. The Notice of the AGM along with Annual Report of 2021-2022 is being sent by electronic mode only to those Members whose email addresses are registered with the Company/ Depositories/R&T Agent. Members may note that the AGM Notice and the Annual Report for financial year 2021-2022 will also be available on the Company’s website <https://www.aptech-worldwide.com/> inter alia others as stated hereinabove.
- d. Process for registration of email id for obtaining Annual Report (if not received by the Member) and/or obtaining user id/password for e-voting and process for updation of bank account mandate for receipt of dividend are stated as hereunder:

|                  |   |
|------------------|---|
| Physical Holding | <p>Submit a request to KFin at <a href="https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx">https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx</a> providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) for registering email address before July 29, 2022.</p> <p>For updation of dividend mandate, please send following details to <a href="mailto:Einward.ris@kfintech.com">Einward.ris@kfintech.com</a>.</p> <ul style="list-style-type: none"> <li>a) Name and Branch of the Bank in which you wish to receive the dividend,</li> <li>b) the Bank Account type,</li> <li>c) Bank Account Number allotted by their banks after implementation of Core Banking Solutions,</li> <li>d) 9 digit MICR Code Number,</li> <li>e) 11 digit IFSC Code and</li> <li>f) a scanned copy of the cancelled cheque bearing the name of the first shareholder.</li> </ul> |
| Demat Holding    | Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.  |

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013.**

**Item No. 03**

The tenure of Mr. Anuj Kacker, Whole time Director will expire on November 01, 2022. It is proposed to re-appoint him for a further period of 2 years with effect from November 1, 2022 subject to the approval of the Shareholders of the Company. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has on May 4, 2022, approved re-appointment of Mr. Anuj Kacker, as Wholetime Director of the Company, It is proposed to appoint and approve his remuneration as Whole-time Director. A brief profile of Mr. Anuj Kacker in terms of

the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Notice. The proposed remuneration and terms and conditions of appointment of Mr. Anuj Kacker, Whole-time Director is as given below:

1. The Company to employ and Mr. Kacker to serve the Company as its Whole-Time Director for 2 years from November 01, 2022 and the Company to enter into an employment agreement (the ‘Agreement’) with him.
2. Mr. Kacker to discharge such functions, exercise such powers and perform such duties as the Board shall from time to time determine and entrust to him, subject to such restrictions and/or limitations as the Board may in its discretion determine.



3. Mr. Kacker to undertake such travel as may be needed in the interests of the Company's business or as directed by the Board from time to time.
4. The Company to pay to Mr. Kacker the following:
- Remuneration: CTC 1,41,87,464/- p.a. In addition Mr. Kacker will be provided the following:
- A chauffeur driven Company maintained Car
  - Mediclaim for ₹ 10,00,000/- for self and 3 dependents as per company rule. The premium will be borne by the Company
  - Official Mobile Bills (Rent + Usage) at actual will be paid by the Company
  - Group Term Life Insurance Coverage of five times of CTC subject to limit of 5 Crores.

**Item no.04**

M/s. Bansil S. Mehta & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company at the 17th Annual General Meeting ('AGM') for a period of 5 years, up to the conclusion of 22<sup>nd</sup> AGM. M/s. B S R & Co. LLP are eligible for re-appointment for a further period of 5 years. M/s. Bansil S. Mehta & Co. have given their consent for their re-appointment as Statutory Auditors of the Company and has issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder.

M/s. Bansil S. Mehta & Co. have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations

made thereunder. As confirmed to Audit Committee and stated in their report on financial statements, the Auditors have reported their independence from the Company and its subsidiary according to the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the ethical requirements relevant to audit. Based on the recommendations of the Audit Committee and the Board of Directors, it is hereby proposed to re-appoint M/s. Bansil S. Mehta & Co., Chartered Accountants, having registration No. 100991W, as the Statutory Auditors of the Company for the second and final term of five consecutive years, who shall hold office from the conclusion of this 22<sup>nd</sup> AGM till the conclusion of the 27<sup>th</sup> AGM of the Company.

The Board of Directors has approved a remuneration of ₹ 43,75,250 p.a. for conducting the audit for the financial year 2020-21, excluding applicable taxes and reimbursement of out-of-pocket expenses on actuals. The remuneration proposed to be paid to the Statutory Auditors during their second and final term would be in line with the existing remuneration and shall be commensurate with the services to be rendered by them during the said tenure. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The firm holds the 'Peer Review' certificate as issued by 'ICAI'. The Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution

**II. Details of the directors seeking appointment/re-appointment required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the ICSI:**

| Sr. No. | Name of Directors            | Rajiv Agarwal  | Anuj Kacker   |
|---------|------------------------------|--|---|
| 1       | DIN                          | 00379990   | 00653997  |
| 2       | Date of Birth                | 28-03-1971   | 08-10-1961  |
| 3       | Date of first appointment    | 29-10-2006   | 31-10-2012  |
| 4       | Qualification                | Engineering  | Engineering   |
| 5       | Brief resume of the Director | <p>Mr. Rajiv Agarwal graduated in Chemical Engineering from the Institute of Technology, Benares Hindu University in 1993. Presently he is associated with Rare Enterprises, an asset management firm promoted by Mr. Rakesh Jhunjhunwala and is focused on growing Rare Enterprises' strategic investments in diverse sectors - Media and Entertainment, Gaming, Pharma-ceuticals, Financial services, and Oil Drilling. He is also responsible for providing strategic inputs to various investee companies for Rare Enterprises. He is a Director on the Board of Nazara Technologies, Hungama Digital Entertainment, Alchemy Capital, Equirus Capital, Concord Biotech and Fullife Healthcare.</p> <p>Prior to December 2005, Mr. Agarwal was with Accenture, a global management and technology consulting firm, for over 12 years and was responsible for sales and delivery of Strategy and Operations consulting work. As part of the Growth and Strategy team, he was responsible for growth of Accenture's Delivery Centre network for IT services in India. He has also worked with other Companies in India, UK, UAE and Indonesia. His rich industry exposure includes - Oil and Gas, IT, BPO, Chemicals, Pharmaceuticals, Agrochemicals, Biotechnology, Iron and Steel, Textiles, Engineering and Construction, Railways and Airlines.</p> | <p>Mr. Anuj Kacker is an engineering graduate from IIT- Kanpur, with post-graduation in Management from IIM - Calcutta, having over 35 years' experience of which nearly 20 years are in the field of training and education His earlier experience is in diverse fields including Pharmaceuticals, Paints and Consumer Durables.</p> <p>He is currently the Whole Time Director of Aptech Ltd and looking at domestic and international retail business.</p> <p>With Mr. Kacker's diverse and indepth knowledge, he has spearheaded a number of initiatives which has helped build Aptech into a organisation focused on fulfilling student aspirations.</p> |

| Sr. No. | Name of Directors  | Rajiv Agarwal  | Anuj Kacker    |
|---------|--|--|----------------|
| 6       | Nature of Expertise / Experience in specific functional areas                                |  |                |
| 7       | Shareholding, if any in the Company as on March 31, 2022                                     | 58,100   | 15,820         |
| 8       | Relationship with other Directors, Manager and other Key Managerial Personnel of the Company | NIL  | NIL            |
| 9       | Directorship in listed Indian Companies  | Aptech Limited<br>Nazara Technologies Limited  | Aptech Limited |
| 10      | Chairman/Member of any committee of the board of directors of Listed Indian Companies        | <b>Aptech Limited</b><br>Strategy Committee<br>CSR Committee<br>Risk Management Committee<br><b>Nazara Technologies Limited</b><br>Strategic Committee |                |

By Order of the Board of Directors  
Sd/-

**A.K Biyani**  
Company Secretary  
F8378  
Place: Mumbai  
Date: June 15, 2022