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Aptech Limited  
Regd. office: Aptech House  
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Andheri (E), Mumbai -  
400 093.  
T: 91 22 2827 2300  
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**July 2, 2021**

**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: Voting results and Consolidated Report of Scrutinizer for the 21<sup>st</sup> Annual General Meeting of the Company.**

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with amendments thereto, please find enclosed herewith the voting results of the business transacted at the 21<sup>st</sup> Annual General Meeting of the Company held on Thursday, July 1, 2021 at 04.00 p.m. (IST) via Video Conference / Other Audio-Visual Means.

Further please find enclosed herewith the consolidated report of scrutinizer on remote e-voting and e-voting at the AGM issued by Mr. Jay Mehta, Practicing Company Secretary.

Kindly take the same on record.

**For Aptech Limited**

**A K Biyani**  
**Company Secretary**  
**Encl.: as above**

### VOTING RESULTS

<b>Date of the AGM/EGM</b>	01-07-2021
<b>Total number of Shareholders on Record Date</b>	64668
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	02
Public:	43

<b>Resolution required: (Ordinary)</b>	<b>1 -To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statement) of the Company for the Financial Year ended 31st March 2021, and the Reports of the Board of Directors and Auditors thereon</b>									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	19717540	19717540	100	19717540	0	100.00	0.00	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	<b>Total</b>	19717540	19717540	100	19717540	0	100.00	0.00	0	0
Public- Institutions	E-Voting	3997291	3774902	94.4365	3774902	0	100.00	0.00	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0

	<b>Total</b>	3997291	3774902	94.4365	3774902	0	100.00	0.00	0	0
Public- Non Institutions	E-Voting	17004578	8804	0.0518	8624	180	97.9555	2.0445	0	0
	Poll		581941	3.4223	581925	16	99.9973	0.0027	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	17004578	<b>590745</b>	3.4740	590549	<b>196</b>	99.9668	0.0332	0	0
<b>Total</b>		<b>40719409</b>	<b>24083187</b>	<b>59.1442</b>	<b>24082991</b>	<b>196</b>	<b>99.9992</b>	<b>0.0008</b>	<b>0</b>	<b>0</b>

<b>Resolution required: (Ordinary)</b>	<b>2- To appoint a director in place of Mr. Utpal Sheth having DIN: 00081012 who retires by rotation and is eligible for reappointment</b>									
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3997291	3774902	94.4365	3774902	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	<b>3997291</b>	3774902	94.4365	3774902	0	100.0000	0.0000	0	0

Public- Non Institutions	E-Voting	17004578	8804	0.0518	8574	230	97.3876	2.6124	0	0
	Poll		581941	3.4223	579825	2116	99.6364	0.3636	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	17004578	17004578	590745	3.4740	588399	2346	99.6029	0.3971	0	0
<b>Total</b>		<b>40719409</b>	<b>24083187</b>	<b>59.1442</b>	<b>24080841</b>	<b>2346</b>	<b>99.9903</b>	<b>0.0097</b>	<b>0</b>	<b>0</b>

<b>Resolution required: (Ordinary)</b>	<b>3-To regularise and confirm the appointment of Mr. Ronnie Talati (DIN: 08650816) as an Independent Director for a period of 5 years commencing from September 15, 2020.</b>									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)] *100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3997291	3774902	94.4365	3774902	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0

	<b>Total</b>	3997291	3774902	94.4365	3774902	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	17004578	8804	0.0518	8624	180	97.9555	2.0445	0	0
	Poll		579841	3.4099	579825	16	99.9972	0.0028	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	<b>17004578</b>	588645	3.4617	588449	196	99.9667	0.0333	0	0
<b>Total</b>		<b>40719409</b>	<b>24081087</b>	<b>59.1391</b>	<b>24080891</b>	<b>196</b>	<b>99.9992</b>	<b>0.0008</b>	<b>0</b>	<b>0</b>



<b>Resolution required: (Special)</b>	<b>4-To re-appointMr. Anil Pant(DIN: 07565631) as Managing Director and CEO for period of 5 yearscommencing from July 21, 2021</b>									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
Promoter and Promoter Group	E-Voting	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3997291	3774902	94.4365	3774902	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	3997291	3774902	94.4365	3774902	0	100.0000	0.0000	0	0

Public- Non Institutions	E-Voting	17004578	8804	0.0518	8624	180	97.9555	2.0445	0	0
	Poll		395805	2.3276	395789	16	99.9960	0.0040	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	17004578	404609	2.3794	404413	196	99.9516	0.0484	0	0
<b>Total</b>		<b>40719409</b>	<b>23897051</b>	<b>58.6871</b>	<b>23896855</b>	<b>196</b>	<b>99.9992</b>	<b>0.0008</b>	<b>0</b>	<b>0</b>

Resolution required: (Special)	5-Approval of ESOP scheme of 'Aptech Limited Employee Stock Option Plan 2021'									
Whether promoter/promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	19717540	19717540	100.0000	19717540	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3997291	3774902	94.4365	3732326	42576	98.8721	1.1279	0	0
	Poll		0	0.0000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	3997291	3774902	94.4365	3732326	42576	98.8721	1.1279	0	0

Public- Non Institutions	E-Voting	17004578	8804	0.0518	8574	230	97.3876	2.6124	0	0
	Poll		581941	3.4223	581925	16	99.9973	0.0027	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	<b>Total</b>	17004578	590745	3.4740	590499	246	99.9584	0.0416	0	0
<b>Total</b>		40719409	24083187	59.1442	24040365	42822	99.8222	0.1778	<b>0</b>	<b>0</b>

**Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.  
All the Resolutions were passed with requisite majority.**

To,

**The Chairman,**

**Aptech Limited,**

Aptech House, A-65, M.I.D.C.,

Marol, Andheri (East),

Mumbai - 400 093

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted 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 from time to time, and voting at the Twenty First Annual General Meeting of Aptech Limited, held on Thursday July 1, 2021, at 4:00 P.M. via Video Conference / Other Audio Visual Means (VC / OAVM)**

I, Jay Dilipkumar Mehta, proprietor of M/s Jay Mehta & Associates, Company Secretaries, appointed as Scrutinizer, by the Board of Directors of the Company, for the purpose of scrutinizing the remote e-voting as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and voting at the Twenty First Annual General Meeting (AGM) of Aptech Limited (the Company) held on Thursday, July 1, 2021, at 4:00 P.M. via Video Conference / Other Audio Visual Means (VC / OAVM).

The Company had provide the members facility to cast their vote by electronic means, for all the items of business as set out in the Notice convening AGM, through remote e-voting services provided by **KFin Technologies Private Limited** (KFin).

The Company had also provided the facility for voting through e-voting system at the AGM for all those members who were present at the AGM but have not casted their votes by availing the remote e-voting facility.

The members, holding shares in physical form or in dematerialized form, as on cut-off date i.e. Thursday June 24, 2021, were entitled to vote on all the items of business as set out in the Notice convening AGM.

The remote e-voting period commenced on Sunday, June 27, 2021 at 10:00 A.M. and ended on Wednesday, June 30, 2021 at 5:00 P.M. and the KFin e-voting platform was blocked thereafter.

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MEHTA

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I have duly scrutinized and reviewed the remote e-voting and votes tendered through e-voting at the AGM and submit my consolidated Report, on the resolution(s) as mentioned below:

a) **Resolution No. 1 -**

**To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statement) of the Company for the Financial Year ended 31<sup>st</sup> March 2021 and the Reports of the Board of Directors and Auditors thereon:**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
84	24082991	100.00% (rounded-off)

(ii) Voted **against** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
3	196	0.00% (rounded-off)

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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b) **Resolution No. 2 -**

**To appoint a director in place of Mr. Utpal Sheth having DIN: 00081012 who retires by rotation and is eligible for reappointment:**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
82	24080841	99.99%(rounded-off)

(ii) Voted **against** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
5	2346	0.01%(rounded-off)

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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c) **Resolution No. 3 -**

**To regularise and confirm the appointment of Mr. Ronnie Talati (DIN: 08650816) as an Independent Director for a period of 5 years commencing from September 15, 2020:**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
83	24080891	100.00% (rounded-off)

(ii) Voted **against** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
3	196	0.00% (rounded-off)

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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d) **Resolution No. 4 -**

**To re-appoint Mr. Anil Pant (DIN: 07565631) as the Managing Director and CEO for a period of 5 years commencing from July 21, 2021:**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
83	23896855	100.00% (rounded-off)

(ii) Voted **against** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
3	196	0.00% (rounded-off)

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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e) **Resolution No. 5 -**

**Approval of ESOP scheme of "Aptech Limited Employee Stock Option Plan 2021":**

(iv) Voted **in favour** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
81	24040365	99.82%(rounded-off)

(v) Voted **against** of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
6	42822	0.18%(rounded-off)

(vi) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking you,  
Yours faithfully,

**For Jay Mehta & Associates  
Company Secretaries**

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**Jay Mehta  
Proprietor**

F.C.S. No.: 8672  
C.P. No.: 8694  
UDIN: F008672C000567626

Date: July 2, 2021  
Place: Mumbai

Counter Signed:

AKSHAR  
K BIYANI

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AKSHAR K BIYANI  
Date: 2021.07.02  
13:34:24 +05'30'

**Akshar Biyani  
Company Secretary**