



Aptech Limited  
Regd. office: Aptech House  
A-65, MIDC, Moroi, Andheri (E),  
Mumbai - 400 093.  
T: 91 22 2827 2300  
F: 91 22 2827 2399  
www aptech-worldwide com

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**July 2, 2021**

<b>To,</b> <b>BSE Limited</b> 25 <sup>th</sup> Floor, P J Towers, Dalal Street, Mumbai - 400 001	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051.
<b>Scrip Code: 532475</b>	<b>Symbol: APTECHT</b>

Dear Sir(s)/Madam,

**Subject: Proceedings of the 21<sup>st</sup> Annual General Meeting held on July 1, 2021**

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a summary of proceedings of 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.

You are requested to take the same on record.

Thanking you,

**For Aptech Limited**

**A K Biyani**  
**Company Secretary**  
**Encl: As above**



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### **SUMMARY OF THE PROCEEDINGS OF 21<sup>ST</sup> ANNUAL GENERAL MEETING (“AGM”)**

The 21<sup>st</sup> Annual General Meeting of the Members of the Company was held on Thursday, July 1, 2021 at 04.00 p.m. (IST) via Video Conference / Other Audio Visual Means.

The details of members present in the meeting are as follows:

<b>Category</b>	<b>Promoter and Promoter Group</b>	<b>Public</b>	<b>Total</b>
In Person	N.A	N.A	N.A
Video Conference	2	43	45
<b>Total</b>	<b>2</b>	<b>43</b>	<b>45</b>

At the request of the Directors present, Mr. Vijay Aggarwal occupied the Chair. The Chairman acknowledged presence of our Statutory Auditor, Secretarial Auditor and Scrutinizer in this meeting.

**Mr. Vijay Aggarwal** commenced the meeting as requisite quorum was present. He welcomed the Shareholders and the Directors who were present at the meeting. He wished for all the Members and their family’s safety during this difficult and challenging times and requested to take care of themselves and their family.

Mr. Aggarwal then informed that due to the outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs and SEBI has permitted to hold AGM through video conference/ other audio-visual means without the physical presence of members at a common venue.

He further informed that digital copy of the Register of Directors, KMP and their shareholding, Register of Contracts in which Directors are interested, Auditors certificate on ESOP implementation and other eligible documents can be viewed electronically. He mentioned that since the meeting is held through video conferencing, requirement of appointment of Proxy is not applicable and accordingly Register of proxy is not maintained.

With permission of the Members, the Notice of the 21<sup>st</sup> AGM along with the Explanatory Statement, Annual Report containing the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and the Auditors thereon were taken as read.

The Chairman informed that as per the provisions of the Companies Act, 2013, Ministry of Corporate Affairs circulars and SEBI circulars, the Company had provided remote e-voting facility to the Members on the portal of KFin Technologies Private Limited from 27<sup>th</sup> June, 2021 to 30<sup>th</sup> June, 2021. The Members present in the Meeting who have not been able to cast their votes on KFin portal during the voting period, can cast their votes during the AGM through e-



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voting system provided by following the instructions given in the notice of AGM. In case of any technical issues, the Members may call on Toll Free number provided in the Notice of 21<sup>st</sup> AGM.

Thereafter, the following Resolutions as set out in the Notice convening the 21<sup>st</sup> Annual General Meeting were taken as read and moved by Mr. Aggarwal.

Sr. No.	*Resolutions Description (short resolution only for upload purpose)
<b>Ordinary Business:</b>	
1	<b>Ordinary Resolution:</b> 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.
2	<b>Ordinary Resolution:</b> To appoint a director in place of Mr. Utpal Sheth having DIN: 00081012 who retires by rotation and is eligible for reappointment.
<b>Special Business:</b>	
3	<b>Ordinary Resolution:</b> 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.
4	<b>Special Resolution:</b> To re-appoint Mr. Anil Pant (DIN: 07565631) as Managing Director and CEO for period of 5 years commencing from July 21, 2021.
5	<b>Special Resolution:</b> Approval of ESOP scheme of "Aptech Limited Employee Stock Option Plan 2021.

Mr. Aggarwal then requested the members present who have not cast their vote through remote e-voting to cast their vote electronically by clicking on the voting button visible on the screen.

The Chairman informed that Mr. Jay Mehta, Practicing Company Secretary has been appointed as Scrutinizer for scrutinizing voting process. The result of e-voting will be announced within prescribed time limit.

Mr. Aggarwal provided the below Snapshot of financial results:

Consolidated revenue from operations – Rs. 89 Crore as compared to Rs. 158 Crore last year

Consolidated PBT – Rs. 8.77 Crore as compared to Rs. 17.17 Crore last year

Consolidated PAT – Rs. 12.26 Crore as compared to Rs. 13.51 Crore last year

Net Debt on the balance sheet continues to be NIL from FY 2011 onwards.



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The Chairman stated that the COVID-19 pandemic has created a significant disruption in the normal functioning of businesses due to social distancing norms and lockdowns in place to prevent the spread of the disease. The impact on the Company's business and operations was seen due to closure of in-class educational and training centres across India, cancellation/deferment of Grade 10<sup>th</sup> and 12<sup>th</sup> exams affecting enrolment pattern in domestic market and economic slowdown that resulted in lower recruitment numbers, an uncertain job market and reduced paying capacity. The Company's estimate of the financial impact during FY 2020-21 due to the pandemic was Rs. 8803 Lakhs in terms of operating revenue.

Mr. Aggarwal informed that the Company adapted to the situation by completely shifting all the value chain activities in the Retail business to digital format under 'Digital Pivot' model. It also significantly scaled back its fixed costs and optimized variable costs to ensure sustained profitability levels. There were other digital upgrades in the systems used by the Company to meet the new requirements.

Mr. Aggarwal then stated that queries, if any that were posted digitally through the Karisma portal (Kfin) were duly replied through the same portal by the Company. Thereafter since there were no further questions to be answered, Mr. Aggarwal declared the Annual General Meeting as closed at 4.23 P. M.

**For Aptech Limited**

**A K Biyani**  
**Company Secretary**  
**Encl: As above**