



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

2nd August, 2017

The Secretary/Listing Department/Corporate Relations
Bombay Stock Exchange, Mumbai
P. J. Towers, 25th Floor,
Dalal Street, Mumbai - 400 001.
Fax No. 022-22723121/3719/2037/2039/2041/2061

The Manager – Listing Department / Corporate Relations
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E) , Mumbai - 400 051.
Fax No.022-26598237/38

Dear Sirs,

Scrip Code : 532475
ISIN No. : INE266F01018

Sub. : Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting at the AGM venue. The above is uploaded on the Company's website.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully

For Aptech Limited

Ketan H. Shah
Company Secretary
Encl.: As Above

VOTING RESULTS

Date of the AGM/EGM	July 31, 2017
Total number of shareholders on record date	77526
No. of Shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	2
Public:	75
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	NIL
Public:	

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Ketan H. Shah
Company Secretary

Agenda 1-Adoption of Audited Standalone and Consolidated Accounts, Report of Board of Directors and Auditors for year ended 31st March, 2017.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	0
	PeH / E-voting at the AGM Venue	19667540	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		19667540	100	19667540	-	100	0
Public- Institutions	E-Voting		50000	13.7527	50000	-	100	0
	PeH / E-voting at the AGM Venue	363564	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
Public- Non Institutions	E-Voting		1005410	5.0619	1005410	0	100	-
	PeH / E-voting at the AGM Venue	19862456	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011815	5.0941	1011813	2	99.9998	0.0002
Total		39893560	20729355	51.9617	20729353	2	100	0

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Ketan H. Shah
Company Secretary

Agenda 2- Re-appointment of Mr. Utpal Sheth as Director retiring by rotation.:

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes.						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	0
	PeH / E-voting at the AGM Venue	19667540	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		19667540	100	19667540	-	100	0
Public-Institutors	E-Voting		50000	13.7527	50000	0	100	0
	PeH / E-voting at the AGM Venue	363564	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
Public-Non Institutors	E-Voting		1005410	5.0619	1005410	0	100	0.0
	PeH / E-voting at the AGM Venue	1986245	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot(if applicable)	6	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011815	5.0941	1011813	2	99.9998	0.0002
Total		39893560	20729355	51.9617	20729353	2	100	0

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Ketan H. Shah
Company Secretary

Agenda 3- Appointment of M/s. Bansi Mehta as Statutory Auditor in place of M/s. Khimji Kunverji & Co., Chartered Accountants and to fix their remuneration:

Resolution required: (Ordinary/Special)		Ordinary Resolution						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	0
	PeH / E-voting at the AGM							
	Venue	19667540	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public- Institutions	Total		19667540	100	19667540	-	100	0
	E-Voting		50000	13.7527	50000	0	100	0
	PeH / E-voting at the AGM							
	Venue	363564	0	0	00	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
	E-Voting		1005398	5.0618	1005398	0	100	0
	PeH / E-voting at the AGM							
Public- Non Institutions	Venue	1986245	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot(if applicable)	6	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011803	5.094	1011801	2	99.9998	0.0002
	Total		39893560	51.9616	20729341	2	100.0000	0.0000


 Company Secretary

Agenda 4- Appointment of Mr. Ninad karpe as a Non Executive Director:

Resolution required: (Ordinary/Special)		Ordinary Resolution						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	0
	PeH / E-voting at the AGM							
	Venue	19667540	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Institutiions	Total		19667540	100	19667540	-	100	0
	E-Voting		50000	13.7527	50000	0	100	0
	PeH / E-voting at the AGM							
	Venue	363564	0	0	00	0	0	0.0000
Public-Non Institutiions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
	E-Voting		1005410	5.0619	1000260	5150	99.4877	0.5122
	PeH / E-voting at the AGM							
Public-Non Institutiions	Venue	1986245	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot (if applicable)	6	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011815	5.0941	1006663	5152	99.4908	0.5092
	Total		20729355	51.9617	20724203	5152	99.9751	0.0249

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Ketan H. Shaft
Company Secretary

Agenda 5- Appointment of Mr. Anuj Kacker as Wholetime Director upto 31st October, 2022:

Resolution required: (Ordinary/Special)		Special Resolution						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	0
	PeH / E-voting at the AGM Venue		0	0	0	0	0	0
	Postal Ballot (if applicable)	19667540	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		19667540	100	19667540	-	100	0
Public- Institutions	E-Voting		50000	13.7527	50000	0	100	0
	PeH / E-voting at the AGM Venue	363564	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
Public- Non Institutions	E-Voting		1005410	5.0619	1000260	5150	99.4877	0.5122
	PeH / E-voting at the AGM Venue	1986245	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot (if applicable)	6	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011815	5.0941	1006663	5152	99.4908	0.5092
Total		39893560	20729355	51.9617	20724203	5152	99.9751	0.0249

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Ketan H. Shah
Company Secretary

Agenda 6- Waiver of excess remuneration paid to Mr. Ninad Karpe for the financial year 31st March, 2015 and 31st March, 2016:

Resolution required: (Ordinary/Special)		Special Resolution						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	0
	PeH / E-voting at the AGM Venue		0	0	0	0	0	0
	Postal Ballot (if applicable)	19667540	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		19667540	100	19667540	-	100	0
Public-Instituti	E-Voting		50000	13.7527	50000	0	100	0
	PeH / E-voting at the AGM Venue	363564	0	0.0000	00	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
Public-Non Instituti	E-Voting		1005410	5.0619	999788	5622	99.4408	0.5591
	PeH / E-voting at the AGM Venue	1986245	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot (if applicable)	6	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011815	5.0941	1006191	5624	99.4442	0.5558
Total		39893560	20729355	51.9617	20723731	5624	99.9729	0.0271

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Ketan H. Shah
Company Secretary

Agenda 7- Waiver of excess remuneration paid to Mr. Anuj Kacker for the financial year 31st March, , 2016:

Resolution required: (Ordinary/Special)		Special Resolution						
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
Promoter and Promoter Group	E-Voting		19667540	100	19667540	-	100	-
	PeH / E-voting at the AGM							
	Venue	19667540	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Institutions	Total		19667540	100	19667540	-	100	0
	E-Voting		50000	13.7527	50000	0	100	0
	PeH / E-voting at the AGM							
	Venue	363564	0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		50000	13.7527	50000	0	100	0
	E-Voting		1005410	5.0619	999788	5622	99.4408	0.5591
	PeH / E-voting at the AGM							
Public-Non Institutions	Venue	1986245	6405	0.0322	6403	2	99.9687	0.0312
	Postal Ballot(if applicable)	6	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1011815	5.0941	1006191	5624	99.4442	0.5558
	Total	39893560	20729355	51.9617	20723731	5624	99.9729	0.0271



Ketan H. Shah
Company Secretary

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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 Seventeenth Annual General Meeting of Aptech Limited, held on Monday, July 31, 2017, at 4:00 P.M. at M. C. Ghia Hall, Suryodaya Banquets, 18/20, 4th Floor, Bhogilal Hargovindas Building, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001.

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 Seventeenth Annual General Meeting (AGM) of Aptech Limited (the Company) held on Monday, July 31, 2017, at 4:00 P.M. at M. C. Ghia Hall, Suryodaya Banquets, 18/20, 4th Floor, Bhogilal Hargovindas Building, K. Dubhash Marg, Kalaghoda, Fort, Mumbai - 400 001.

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 Karvy Computershare Private Limited (Karvy).

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. Monday, July 24, 2017, 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 Friday, July 28, 2017 at 9:00 A.M. and ended on Sunday, July 30, 2017 at 5:00 P.M. and the Karvy e-voting platform was blocked thereafter.



After the conclusion of voting at the AGM, the votes cast at the AGM were diligently counted. Thereafter, the votes cast under remote e-voting were unblocked in presence of two witness, Ms. Heenal Shah, I-1302, Agarwal Nimmit Tower, Danukarwadi, Kandivali (West), Mumbai - 400067 and Ms. Nishigandha Waradkar, Nirmal CHS Plot no. 259, Room No. 19, Sector-2, Charkop, Knadivali (West) Mumbai - 400067, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Heenal Shah

Heenal Shah

Nishigandha Waradkar

Nishigandha Waradkar

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 -**

Adoption of Audited Standalone and Consolidated Accounts, Report of Board of Directors and Auditors for year ended 31st March, 2017:

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

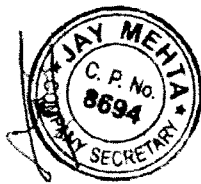
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
122	2,07,29,353	100% (Rounded-off)

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

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	2	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



b) Resolution No. 2 -

Re-appointment of Mr. Utpal Sheth as Director retiring by rotation:

(i) Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
122	2,07,29,353	100% (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
1	2	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



c) Resolution No. 3 –

Appointment of M/s. Bansi Mehta as Statutory Auditor in place of M/s. Khimji Kunverji & Co., Chartered Accountants and to fix their remuneration:

(i) Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
121	2,07,29,341	100% (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
1	2	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



d) Resolution No. 4 -

Appointment of Mr. Ninad Karpe as a Non-Executive Director:

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

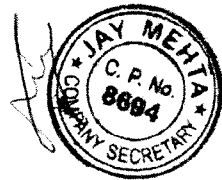
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
119	2,07,24,203	99.98% (Rounded-off)

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

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
4	5,152	0.02% (Rounded-off)

(iii) **Invalid** votes:

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



e) Resolution No. 5 -

Appointment of Mr. Anuj Kacker as Whole-time Director upto 31st October, 2022:

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

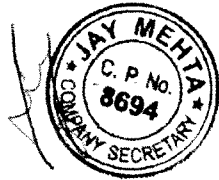
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
119	2,07,24,203	99.98% (Rounded-off)

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

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
4	5,152	0.02% (Rounded-off)

(iii) **Invalid** votes:

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



f) Resolution No. 6 -

Waiver of excess remuneration paid to Mr. Ninad Karpe for the financial year 31st March, 2015 and 31st March, 2016:

(i) Voted in favour of the resolution:

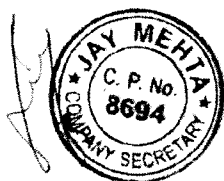
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
116	2,07,23,731	99.97% (Rounded-off)

(ii) Voted against of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
7	5,624	0.03% (Rounded-off)

(iii) Invalid votes:

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



g) Resolution No. 7 -

Waiver of excess remuneration paid to Mr. Anuj Kacker for the financial year 31st March, 2016:

(i) Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
116	2,07,23,731	99.97% (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
7	5,624	0.03% (Rounded-off)

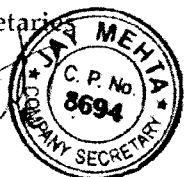
(iii) Invalid votes:

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

Jay Mehta
Proprietor



Counter Signed:

A handwritten signature in black ink.

Ketan H. Shah
Company Secretary

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

Date: 01/08/2017
Place: Mumbai