



Unleash your potential

Aptech Limited
Regd. office: Aptech House
A-65, MIDC, Marol, Andheri (E),
Mumbai - 400 093.
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May 21, 2026

To, BSE Limited 25 th Floor, P J Towers, Dalal Street, Mumbai - 400 001	To, National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051
Scrip Code: 532475 Email: corp.comm@bseindia.com	Symbol: APTECHT Email: compliance@nse.co.in

Dear Sir/ Madam,

Sub: Submission of Certified True Extract of Board Meeting Minutes - Reclassification under Regulation 31A of SEBI LODR Regulations.

Pursuant to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Certified True Extract of the Minutes of the Meeting of the Board of Directors of Aptech Limited held on May 20, 2026, wherein the Board has considered and approved the request for reclassification of Mr. Utpal Sheth from the "Promoter Group" category to the "Public" category, subject to necessary approvals.

Kindly take the same on record.

Thanking you,

For Aptech Limited

Shruti Laud
Compliance Officer
Membership No. A38705
Place: Mumbai



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CERTIFIED TRUE EXTRACT OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF APTECH LIMITED (02/BM/2026-27) HELD ON WEDNESDAY, MAY 20, 2026 AT 01.30 P.M. THROUGH VIDEO CONFERENCE / OTHER AUDIO-VISUAL MEANS AT THE DEEMED VENUE AT APTECH HOUSE, A-65, MIDC MAROL, ANDHERI (EAST), MUMBAI 400093.

Reclassification of Mr. Utpal Sheth from “Promoter/Promoter Group” Category to “Public” Category

The Company Secretary informed the Board that the Company had received a request letter dated April 29, 2026 from Mr. Utpal Sheth seeking reclassification from the “Promoter Group” category to the “Public” category under Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”). Copy of the said letter were placed before the Board for their consideration. The Board noted that after receipt of the letter from Mr. Utpal Sheth, the Company has duly intimated the same to the Stock Exchange within twenty-four hours of the receipt of the said request letter by the Company.

It was further stated that as on the date of the above referred request Letter the details of the shareholding are as follows:

Sr. No.	Name of the Promoter	No. of Shares held	Percentage of Shareholding
1.	Mr. Utpal Sheth	9,08,000	1.57%

The Board noted that Mr. Utpal Sheth holds 1.57% of the paid-up equity share capital of the Company and has confirmed, inter alia, that:

- he does not together hold more than 10% of the total voting rights in the Company
- he does not exercise control over the affairs of the Company directly or indirectly;
- he is not involved in the management of the Company in any capacity;
- he is not represented on the Board of Directors of the Company and shall not be so represented for a period of 3 years from the date of shareholder approval;
- he does not have direct or indirect influence over the decision-making of the Company
- he does not have any special rights through formal or informal arrangements with the Company or its promoters; he is not acting as a Key Managerial Personnel of the Company; and shall not be appointed as such for a period of 3 years from the date of shareholder approval
- he satisfies all conditions specified under Regulation 31A of the SEBI LODR Regulations for reclassification.
- he is not ‘wilful defaulter’ as per the Reserve Bank of India Guidelines
- he is not fugitive economic offender

The Board further noted that the rationale for such reclassification is that Mr. Utpal Sheth retired from the position of Director on September 19, 2025 and, since then, has not been involved in the day-to-day affairs, management, or decision-making processes of the Company. He does not participate in the formulation of business policies, does not hold any executive position, and does not exercise any control or significant influence over the operations or management of the



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Company. The Board also took on record that his association with the Company is presently limited to that of a shareholder, with no managerial or administrative involvement in the business activities of the Company.

The Board was further informed that in terms of Regulation 31A of the Listing Regulations, the said re-classification shall require the approval of the Board and the Stock Exchanges and or such other approval if any as may be necessary in this regard. Accordingly, on the basis of the rationale provided above and in accordance with the provisions of Regulation 31A of the Listing Regulations, the Board considered the request of the Mr. Utpal Sheth for reclassification from the 'Promoter Group' category to 'Public shareholder' category, which shall subject to the approval of the shareholders and subject to necessary approvals/permissions from the Stock Exchanges and other appropriate statutory authorities as may be necessary. The Board noted that none of the Directors of the Company are interested in this resolution. The Board discussed the matter and after analysis and discussions, passed the following resolutions:

“RESOLVED THAT pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and subject to approval of the Members of the Company, Stock Exchange(s) and such other approvals as may be required, consent of the Board be and is hereby accorded for reclassification of Mr. Utpal Sheth from the 'Promoter Group' category to the 'Public' category.

RESOLVED FURTHER THAT the draft Postal Ballot Notice will be circulated with the board for seeking approval of the Members of the Company for the aforesaid reclassification be and is hereby approved.

RESOLVED FURTHER THAT Ms. Shruti Laud, Company Secretary and Compliance Officer and/or any Director of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, including filing of necessary applications, forms and intimations with the Stock Exchange(s), SEBI and any other regulatory authority, and to execute all such documents as may be required for giving effect to this resolution.”

Certified True Copy

For Aptech Limited

Shruti Laud

Company Secretary

Membership No. A38705