

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U72200KA1998PTC023715

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC5890M

(ii) (a) Name of the company

APTEAN INDIA PRIVATE LIMITE

(b) Registered office address

Golden Heights, 8th Floor (Level 5)
No 1 /2,59th C cross Road, 4th M Block,Rajajinagar
Bangalore
Bangalore
Karnataka
560010

(c) *e-mail ID of the company

raghavan.ramaswamy@aptear

(d) *Telephone number with STD code

08067007064

(e) Website

(iii) Date of Incorporation

12/05/1998

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J6	Computer programming, consultancy and related activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Aptean Inc		Holding	99.9

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	950,000	373,390	373,390	373,390
Total amount of equity shares (in Rupees)	9,500,000	3,733,900	3,733,900	3,733,900

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	950,000	373,390	373,390	373,390

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	9,500,000	3,733,900	3,733,900	3,733,900

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	373,390	3,733,900	3,733,900	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0

viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<input type="text"/>				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<input type="text"/>				
At the end of the year	373,390	3,733,900	3,733,900	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<input type="text"/>				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<input type="text"/>				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		20/09/2018	
Date of registration of transfer (Date Month Year)		23/10/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	370	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	09		
Transferor's Name			Aptean Canada Corporation
	Surname	middle name	first name
Ledger Folio of Transferee	10		
Transferee's Name			Yaletown Acquiror SARL
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

1,014,664,586

(ii) Net worth of the Company

1,022,780,107

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	373,020	99.9	0	
10.	Others	0	0	0	
	Total	373,020	99.9	0	0

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	370	0.1	0	
10.	Others	0	0	0	
	Total	370	0.1	0	0

Total number of shareholders (other than promoters)

1

**Total number of shareholders (Promoters+Public/
Other than promoters)**

3

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	1	1
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	2	1	1	0	0
(i) Non-Independent	2	2	1	1	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	2	1	1	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

2

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAGHAVAN RAMASWAMI	06391482	Director	0	
VEENA RAMANNA	08152254	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
BHASKAR VENKATASUBRAMANIAM	00033835	Director	18/03/2019	Resignation
SIVAKUMAR THANGAVELU	07942889	Director	10/05/2018	Resignation
KIM LESLEE EATON	01433335	Director	05/03/2019	Resignation
VEENA RAMANNA	08152254	Additional director	20/08/2018	Appointment
VEENA RAMANNA	08152254	Director	20/09/2018	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	20/09/2018	3	3	100

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	02/05/2018	4	3	75
2	04/06/2018	3	3	100
3	20/08/2018	3	3	100
4	27/08/2018	4	2	50
5	30/08/2018	4	2	50
6	23/10/2018	4	2	50
7	21/01/2019	4	4	100
8	28/03/2019	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

1

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR Committee	28/03/2019	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	25/09/2019
								(Y/N/NA)
1	RAGHAVAN F	8	8	100	1	1	100	Yes
2	VEENA RAMA	5	5	100	1	1	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BHASKAR VENKAT	Director	30,013,835	0	0	0	30,013,835
2	RAGHAVAN RAMA	Director	6,321,009	0	0	0	6,321,009
3	SIVAKUMAR THAN	Director	2,573,224	0	0	0	2,573,224
4	VEENA RAMANNA	Director	8,406,585	0	0	0	8,406,585
	Total		47,314,653	0	0	0	47,314,653

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Rafeeulla Shariff

Whether associate or fellow

Associate Fellow

Certificate of practice number

11103

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

RAGHAVAN
Digitally signed by RAGHAVAN
Date: 2019.11.19 17:20:26 +05'30'

DIN of the director

To be digitally signed by

RAFEEULLA SHARIFF A SHARIFF
Digitally signed by RAFEEULLA SHARIFF A SHARIFF
Date: 2019.11.19 17:48:01 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

List of Shareholders FY 2018 19.pdf
MGT-8 for the FY 2018-19.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

LIST OF SHARE HOLDERS AS ON 31ST MARCH, 2019:

Sl. No	Name	Class of Share	No of Shares held	Nominal Value per Share	Amount	Shareholding %
1	Aptean Inc (formerly Known as Consona Corporation) (Holding Company)	Equity	373,019	10	3,730,190	99.9006
2	CSI – 2 Inc	Equity	1	10	10	0.0003
3	Yale town Acquiror Sarl	Equity	370	10	3,700	0.0991
Total			373,390		3,733,900	100

For and on Behalf of the Board of Directors of
Aptean India Private Limited



Raghavan Ramaswamy

Director

DIN: 06391482



Veena Ramanna

Director

DIN: 08152254

Date: August 19, 2019

Place: Bengaluru





Rafeulla Shariff BBM, MBA, FCS
Practising Company Secretary

No. 41, Patalamma Temple Street,
Basavanagudi, Near South End Circle,
Bangalore - 560 004, Karnataka, India
Mobile : +91 7259700201
E-Mail : csshariff2011@gmail.com

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I, **Rafeulla Shariff**, Practising Company Secretary have examined the registers, records, books and papers of **Aptean India Private Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2019. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act; Active.
 2. Maintenance of registers/records & making entries therein within the time prescribed therefor.
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies or other applicable authorities within the prescribed time.

However, no forms were filed with the Regional Director, Central Government, Court, the Tribunal or other authorities during the year.

Following are the Forms filed with the Ministry of Corporate Affairs by the Company during the Financial Year 2018-19.



E-Form	Purpose of the Form	Event Date	Date of Filing	SRN	Filed with Additional/Normal Fees
DIR-12	Resignation of Sivakumar Thangavel Meenachi Sundaram	10.05.2018	07.06.2018	G88926480	Normal fees
DIR-12	Appointment of Veena Ramanna as the Additional Director of the company	20.08.2018	12.09.2018	H11001286	Normal Fees
ADT-1	Re-Appointment of Price Waterhouse Chartered Accountants LLP, Bangalore as the Statutory Auditors for 4 Financial years i.e. from 2018-19 to 2021-22	20.09.2018	27.09.2018	H16288110	Normal Fees
DIR-12	Regularization of Veena Ramanna as director	20.09.2018	28.09.2018	H16532590	Normal fees
MGT-7	Filing of Annual Return for the FY 2017-18	20.09.2018	28.09.2018	H16500217	Normal fees
AOC-4(XBRL)	Filing of Financial Statements for the FY 2017-18	20.09.2018	11.10.2018	H20539003	Normal fees
DIR-12	Resignation of Kim Leslee Eaton & Bhaskar A V	28.03.2019	02.04.2019*	H49291396	Normal fees

*Please note that even though the date of filing form DIR-12 relating to resignation of Kim Leslee Eaton & Bhaskar A V falls during the financial year 2019-20, we have mentioned these details since the effective date for resignation falls under the financial year 2018-19 and since the date of filing was before my certification of form MGT-8.

4. Calling / convening / holding meetings of Board of Directors and the meetings of members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been recorded in the Minute Book and the registers maintained for the purpose and the same have been signed.

Further no circular resolutions were passed by the Company and the Company was not required to pass any resolution by postal ballot during the year.



Following are the details of the Board meeting and general meeting held by the Company during the Financial Year 2018-19.

Board Meetings held during the financial year 2018-19:

Sl. No.	Quarter	Board Meetings
1	1 st (April - June)	02.05.2018
2		04.06.2018
3	2 nd (July - September)	20.08.2018
4		27.08.2018
5		30.08.2018
6	3 rd (October-December)	23.10.2018
7	4 th (January-March)	21.01.2019
8		28.03.2019

General Meetings of the company held during the financial year 2018-19:

Sl. No.	Particulars
1.	Annual General Meeting for the Financial Year 2017-18 was held on 20.09.2018
2.	Extra-Ordinary General Meeting dated 30.08.2018
3.	Extra-Ordinary General Meeting dated 25.10.2018

Committee Meetings held during the financial year 2018-19:

Corporate Social Responsibility (CSR) Committee	
Sl. No.	Date of meeting
1.	28.03.2019

5. The Company was not required to close its Register of Members.
6. During the period under review, the Company has not given advances to its Directors referred in Section 185 of the Act.
7. During the year, the Company had not entered into any contract or arrangement or transaction with related parties under Section 188 of the Companies Act, 2013 which is not at arm's length basis.

However, there are certain transactions with related parties during the financial year 2018-19 as mentioned below. The disclosure of transactions with related party for the year, as per Accounting Standard -18 "Related Party Disclosures" is also given in Note to the Balance Sheet as on 31st March 2019.



Sl. No.	Name of the Related Party	Nature of Relationship	Nature of transactions	Amount In Rupees
1	Aptean Inc.	Holding Company	Income from Software development services	1,01,46,64,586
			Reimbursement of expenses	1,76,93,446
2	APMSE Software Services Private Limited	Fellow Subsidiaries	Reimbursement of expenses received	38,26,709
			Sale Consideration received	1,84,38,188
			Employee Liability Transfer	51,79,199
			Assets Transferred	98,80,142
			Purchase of Fixed Asset	29,36,080
3	APSAP Software Services Private Limited	Fellow Subsidiaries	Sale Consideration received	4,63,46,400
			Reimbursement of expenses received	1,40,50,463
			Assets transferred	1,66,40,640
4	Bhaskar AV	Director	Remuneration	3,00,13,835
5	Raghavan Ramaswamy	Director	Remuneration	63,21,009
6	Sivakumar TM	KMP	Remuneration	25,73,224
7	Veena Ramanna	Director	Remuneration	84,06,585
8	Vista Equity Partners, LLC	Ultimate holding company	Reimbursement of expense received	3,00,13,835

8. During the period under review, there were no transmission or buy back of securities / redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities.

However, during the financial year, there is transfer of 370 equity shares from Aptean Canada Corporation to Yaletown Acquiror SARL on 23.10.2018.

9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares.

10. The Company has not declared any dividend during the year. However, the Company was not required to transfer any unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act.

11. The Company has complied with regard to signing of audited financial statement as per the provisions of Section 134 of the Companies Act, 2013 and report of directors is as per sub - sections (3), (4) and (5).



12. During the year, there were no re-appointments / retirement/ filling up casual vacancies.

However, during the year the following Appointment and Resignation has been made and the details relating to the same are given below:

Sl. No	Name	Designation	Appointment / Change in Designation/ Cessation	Date
1.	Sivakumar Thangavel Meenachi Sundaram	Director	Resignation	10.05.2018
2.	Veena Ramanna	Additional Director	Appointment	20.08.2018
3.	Veena Ramanna	Director	Change in Designation	20.09.2018
4.	Kim Leslee Eaton	Director	Resignation	05.03.2019
5.	Bhaskar Venkatasubramanian Appacudal	Director	Resignation	18.03.2019

The Directors of the Company have disclosed their interest from time to time in form DIR-8 and MBP-1 respectively.

13. During the financial year, the Company has appointed M/s. Price Waterhouse Chartered Accountants LLP, (Firm Registration No. 012754N/N500016) Bangalore, as the Statutory Auditor of the company as per the provisions of Section 139 of the Companies Act, 2013, at its Annual General Meeting held on 20th August, 2018 for a tenure of four financial years i.e. the appointment is valid till the conclusion of Annual General Meeting for the financial year 2021-22.

14. During the year, the Company was not required to obtain any approval from the Central Government, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

15. The Company has not accepted, renewed and repaid any deposits during the year.

16. The Company has not borrowed any amount from its directors, members, public financial institutions, banks and others neither have made any creation/ modification/ satisfaction of charges during the year under review.

17. During the year the Company has not provided Loans/investments or guarantees or provided any of securities to other bodies corporate or persons falling under the provisions of section 186 of the Companies Act, 2013. Hence this section is not applicable to this Company.



18. During the year, the Company has not altered the provisions of Memorandum and Articles of Association of the Company.

Rafeeulla Shariff
C.P. No. 11103
Rafeeulla Shariff
Practicing Company Secretary

FCS No.: 9367

C.P. No.: 11103

Date: 19.08.2019

Place: Bangalore