

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]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

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

L99999MH1997PLC111637

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACV7297H

(ii) (a) Name of the company

AURIONPRO SOLUTIONS LIMIT

(b) Registered office address

SYNERGIA IT PARK,PLOT NO-R-270,T.T.C.INDUTRIAL
ESTATE,NEAR RABALE POLICE STATION,NAVI MUMBAI
NAVIMUMBAI
Thane
Maharashtra
400701

(c) *e-mail ID of the company

ninad.kelkar@aurionpro.com

(d) *Telephone number with STD code

02240407070

(e) Website

www.aurionpro.com

(iii) Date of Incorporation

31/10/1997

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public 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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1
2	NATIONAL STOCK EXCHANGE LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

26/09/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

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	60.31
2	J	Information and communication	J8	Other information & communication service activities	39.69

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

*No. of Companies for which information is to be given 27

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AurofidelOutsourcing Ltd.	U72900MH2008PLC179836	Subsidiary	100

2	Intellvisions Solutions Private L	U72900MH2011PTC222917	Subsidiary	100
3	Aurionpro Payment Solutions	U72900MH2021PTC364601	Subsidiary	100
4	SC Soft Technologies Pvt. Limit	U72200KL2010PTC025477	Subsidiary	51
5	Integro Technologies (Vietnam		Subsidiary	100
6	Shenzhen SC Trading Co. Ltd		Subsidiary	100
7	Neo.BNK Pte Ltd		Subsidiary	100
8	Aurionpro Holdings Pte.Ltd		Subsidiary	100
9	AURIONPRO TRANSIT SOLUTIC	U72900MH2021PTC371685	Subsidiary	86
10	Aurionpro Foundation(Section	U85300MH2022NPL377876	Subsidiary	100
11	PT Aurionpro Solutions., Indon		Subsidiary	80
12	Aurionpro Solutions Pte. Ltd., S		Subsidiary	100
13	Aurionpro Payment Solutions		Subsidiary	100
14	Spike INC		Subsidiary	100
15	Aurionpro Solutions PLC., Unit		Subsidiary	100
16	Aurionpro Solutions PTY Ltd., A		Subsidiary	100
17	Integro Technologies Pte. Ltd.,		Subsidiary	100
18	Aurionpro Market Systems Pte		Subsidiary	100
19	Integrosys Corporation Philipp		Subsidiary	100
20	SC Soft Pte. Ltd., Singapore		Subsidiary	51
21	ExtraBox Pte Ltd., Singapore		Subsidiary	100
22	Aurionpro Solutions (Africa) Lt		Subsidiary	50
23	Aurionpro Fintech Inc		Subsidiary	100
24	Intellvisions Software LLC., UAI		Associate	49
25	Integro Technologies SDN. BHL		Subsidiary	100
26	Integro Technologies Co. Ltd.,		Subsidiary	100

27	SC Soft SDN BHD, Malaysia		Subsidiary	100
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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	66,150,000	22,800,165	22,800,165	22,800,165
Total amount of equity shares (in Rupees)	661,500,000	228,001,650	228,001,650	228,001,650

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	66,150,000	22,800,165	22,800,165	22,800,165
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	661,500,000	228,001,650	228,001,650	228,001,650

(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)	0	0		

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	644,961	22,155,204	22800165	228,001,650	228,001,650	
Increase during the year	0	600,000	600000	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	600,000	600000			
Converted Physical Shares into Demat						
Decrease during the year	600,000	0	600000	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	600,000	0	600000	0	0	
Converted physical shares into Demat						
At the end of the year	44,961	22,755,204	22800165	228,001,650	228,001,650	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(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	<input type="text"/>
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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

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) *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
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

2,898,771,927

(ii) Net worth of the Company

4,602,000,549

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,800,249	7.9	0	
	(ii) Non-resident Indian (NRI)	4,271,301	18.73	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)	1,451,818	6.37	0	
10.	Others	0	0	0	
	Total	7,523,368	33	0	0

Total number of shareholders (promoters)

11

(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	7,684,079	33.7	0	
	(ii) Non-resident Indian (NRI)	2,896,367	12.7	0	
	(iii) Foreign national (other than NRI)	4,000	0.02	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	76,528	0.34	0	
6.	Foreign institutional investors	172,457	0.76	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,458,735	10.78	0	
10.	Others 0	1,984,631	8.7	0	
	Total	15,276,797	67	0	0

Total number of shareholders (other than promoters)

13,264

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

13,275

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
POLICEMENS ANNUIT	'CITIBANK N.A. CUSTODY SERVICES			9,940	0.04
SEI TRUST COMPANY,	'HSBC SECURITIES SERVICES'NESCO			3,330	0.01
FLORIDA RETIREMENT	'DEUTSCHE BANK AG'POST BOX N			14,205	0.06
ACADIAN EMERGING I	'DEUTSCHE BANK AG 'POST BOX N			14,082	0.06
OPTIMUM FUND TRUS	'DEUTSCHE BANK AG'DEUTSCHE B			13,221	0.06
ACADIAN EMERGING I	'DEUTSCHE BANK AG'DEUTSCHE B			15,024	0.07
ACADIAN EMERGING I	'DEUTSCHE BANK AG'DEUTSCHE B			13,962	0.06
ACADIAN EMERGING I	'DEUTSCHE BANK AG'DEUTSCHE B			13,421	0.06
ACADIAN EMERGING I	'DEUTSCHE BANK AG'DEUTSCHE B			29,366	0.13
TEACHERS RETIREMEN	'JPMORGAN CHASE BANK N.A.,'PA			10,773	0.04
QUADRATURE CAPITA	'JPMORGAN CHASE BANK N.A.,'PA			28,654	0.13
BENJAMIN JOHN PAUL	'17 PURSER COVE 'MURDOCH 'AUS			6,479	

**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	10	11
Members (other than promoters)	9,264	13,264
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	1	1	1	1	18.73	7.5
B. Non-Promoter	0	4	0	4	0	6.22
(i) Non-Independent	0	1	0	1	0	5.12
(ii) Independent	0	3	0	3	0	1.1
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	1	5	1	5	18.73	13.72

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

8

(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)
Mr. Paresh Zaveri	01240552	Managing Director	4,271,301	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Amit Sheth	00122623	Director	1,709,011	
Mr. Mahendra Mehta	00376396	Director	252,838	
Mr. Ajay Sarupria	00233245	Director	1,168,094	
Mr. Frank Osusky	06986838	Director	0	
Mrs. Sudha Bhushan	01749008	Director	70	
Mr. Ninad Kelkar	ANGPK2054D	Company Secretary	1,500	
Mr. Vipul Parmar	AHBPP2573K	CFO	24,099	

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

0

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)

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
Annual General Meeting	24/09/2021	11,508	58	47.28

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/05/2021	6	6	100
2	28/05/2021	6	6	100
3	23/07/2021	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	25/10/2021	6	6	100
5	27/01/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	Audit committee	06/05/2021	3	3	100
2	Audit committee	28/05/2021	3	3	100
3	Audit committee	23/07/2021	3	3	100
4	Audit committee	25/10/2021	3	3	100
5	Audit committee	27/01/2022	3	3	100
6	CSR Committee	28/05/2021	3	3	100
7	CSR Committee	27/01/2022	3	3	100
8	NRC	28/05/2021	3	3	100
9	Stakeholder committee	28/05/2021	3	3	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	
1	Mr. Paresh Zangade	5	5	100	0	0	0	Yes
2	Mr. Amit Sheth	5	5	100	8	8	100	Yes
3	Mr. Mahendra	5	5	100	9	9	100	Yes
4	Mr. Ajay Sarupia	5	5	100	0	0	0	No
5	Mr. Frank Osu	5	5	100	8	8	100	No

6	Mrs. Sudha Bf	5	5	100	3	3	100	No
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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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Vipul parmar	CFO	4,709,420	0	0	0	4,709,420
2	Mr. Ninad Kelkar	Company Secre	4,122,908	0	0	0	4,122,908
	Total		8,832,328	0	0	0	8,832,328

Number of other directors whose remuneration details to be entered

0

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

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

Mr. Milind Nirkhe

Whether associate or fellow

Associate Fellow

Certificate of practice number

2312

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.

Declaration

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

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dated

30/05/2014

(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

AMIT RAMESH
CHANDRA
SHETH

DIN of the director

00122623

To be digitally signed by

NINAD
PRABHAKA
R KELKAR

- 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

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List of attachments

ASL_List of Shareholders 2021-22_.pdf
FORM MGT_8_AS_L 2021-22.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