



“25th Annual General Meeting”

26th September, 2022

10.30 A.M. IST to 10.39 A.M.

Corporate Participants:

Mr. Paresh Zaveri

Chairman and Managing Director

Mr. Amit Sheth

Co-Chairman and Director

Mr. Ashish Rai

Vice-chairman and Director

Dr. Mahendra Mehta

Independent Director

Mr. Vipul Parmar

Chief Financial Officer

Mr. Ninad Kelkar

Company Secretary

Other Representative in Attendance:

Statutory Auditors- Chokshi & Chokshi LLP, Chartered Accountants

Secretarial Auditor- M/s. Milind Nirkhe & Associates, Company Secretary

Scrutinizer for AGM- Mr. Harshvardhan Tarkas, Company Secretary



MR. NINAD KELKAR- Company Secretary

Good morning ladies and gentlemen

My Self, Ninad Kelkar, Company Secretary, Aurionpro Solutions Limited.

I welcome all the Members to this 25th Annual General Meeting of Aurionpro Solutions Limited.

The Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') has, vide their circulars, allowed companies to hold the Annual General Meeting through Video Conferencing/other Audio-Visual Means during this year without the physical presence of members at the common venue.

In accordance with the MCA circulars, SEBI regulations, the AGM of the company is being conducted through VC and OAVM.

The facility to join the meeting through VC/OAVM has been made available on platform set up by the National Securities Depository Limited.

The live webcast of the meeting is also available on NSDL website.

During the AGM if any member faces any technical issues, he/she may contact to the helpline numbers provided in the AGM Notice.

Now, I request Mr. Paresh Zaveri, Chairman & Managing Director, to commence the proceedings of the 25th Annual General Meeting of the Company.

MR. PARESH ZAVERI

Good morning ladies and gentlemen,

I Welcome you all to the 25th Annual General Meeting of Aurionpro solutions Limited.

Due to the outbreak of Covid-19 and consequent necessity to follow the social distancing norms, the 25th Annual General Meeting of the Company, is being held through VC/OAVM in accordance with circular issued by the MCA and SEBI.

The requisite quorum being present, I declare the meeting as open.

In case there is any connectivity problem for me at any point, as per decision of our Board of Directors Mr. Amit Sheth, Co-Chairman and Director and/or Mr. Ashish Rai- Vice-Chairman and Director will conduct rest of the proceedings.

Now I would like to introduce Directors and Key Executives present to this meeting.

Introduction of Directors and Executives present at the AGM

I would like to introduce

Mr. Amit Sheth – Co-Chairman and Director

Mr. Ashish Rai – Vice-chairman and Director

Dr. Mahendra Mehta – Independent Director and Chairman of Audit Committee and Nomination & Remuneration/Compensation Committee, and Member of Stakeholders Relationship/Investors Grievances & Share Transfer Committee and Corporate Social Responsibility Committee.

Mr. Vipul Parmar- Chief Financial Officer and

Mr. Ninad Kelkar – Company Secretary

As this AGM is conducted through VC/OAVM, without the physical presence of members at the common venue, the facility of the appointment of proxy by the member is not applicable.

I announce that, the Registers of Directors and Key Managerial Personnel and their Shareholding are open for inspection for the Members of the company. the Members may send request for the inspection by sending mail at investor@aurionpro.com .

The Notice of Annual General Meeting along with Annual Report for the year ended 31st March, 2022 were dispatched to the members through email and the same are also available on the website of the Company and stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited and NSDL.

The copies of the Annual Report for the year ended 31st March, 2022 may be with you & you may have spared some time out of your busy schedule to study the same.

The representative of Statutory Auditors, M/s Chokshi & Chokshi, Chartered Accountant and Secretarial Auditor of the Company have also joined this meeting.

Mr. Harshvardhan Tarkas failing him Mr. Mehul Raval Practicing Company Secretary, has been appointed as the scrutinizer for providing facility to the members of the company of scrutinizing the voting during the AGM including remote e-voting process in a fair and transparent manner.

NOTICE, DIRECTORS REPORT AND AUDITORS REPORT

With the consent of the members present, I propose the Notice convening the 25th Annual General Meeting, Directors' Report and Auditors' Report as circulated amongst members of the company may be taken as read.

The Company had given remote e-voting facility to all its shareholders to vote on the resolutions proposed at the AGM. Also, those shareholders, who were unable to use remote e-voting facility and has joined this meeting, has been provided facility of e-voting during the AGM and such e-voting facility will continue to be available for 15 minutes' post conclusion of the AGM.

For the purpose of passing of the resolutions, only the votes casted through remote e-voting and through e-voting at AGM will be considered.

As the meeting is being held through VC/OAVM, all the resolutions have put for voting of members without requirement of proposer and seconder.

As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members were asked to send their questions/queries in advance so that management could answer the same in this meeting. In addition to same, we will also

answer few questions by the shareholders, which being asked by the Members in the chat box made available by NSDL.

Company Secretary

We have received some questions from the shareholders. There is one question from Mr. Anil Mehta.

Question from Mr. Anil Mehta: He wants to know about our Capex Plan in coming Year.

Response from Chairman: At this point we do not have any signification capex commitment, most of the capex plan we have are within capex and they are not material in nature.

Company Secretary

We have no more questions. We can move ahead with the formal agenda.

Chairman:

I hope we were able to respond to your queries satisfactorily.

The shareholders may also reach out to the company by writing to us on investor@aurionpro.com. the management shall respond to all the questions and queries.

As custom, I would like to call up the agenda item of the meeting as follows.

ORDINARY BUSINESS

First agenda item is adoption of the audited accounts for the year ended 31st march, 2022 and Reports of Directors and Auditors thereon.

Second agenda item is Declaration of Dividend of INR. 2.5 per equity share of INR. 10 each.

Third agenda item is re-appointment of Mr. Ajay Sarupria who retire by rotation and is eligible for re-appointment as a director.

SPECIAL BUSINESS

Fourth agenda item is to appoint Mr. Ashish Rai as a Non- Executive director of the company.



The item no.5, 6, 7 and 8 on the agenda are related to consideration and approval of Aurionpro Solutions Limited- Employees Stock Purchase Scheme 2022 ("ASL ESPS 2022") and matters ancillary thereto.

Fifth agenda item is Approval of Aurionpro Solutions Limited- Employees Stock Purchase Scheme 2022 ("ASL ESPS 2022").

Sixth agenda item is approval for extension of Aurionpro Solutions Limited- Employees Stock Purchase Scheme 2022 ("ASL ESPS 2022") to the employees of existing and future subsidiary company(ies) of the company in India or outside India.

Seventh agenda item is Approval of Aurionpro Solutions Limited- Employees Stock Purchase scheme 2022 ("ASL ESPS 2022") through Trust route.

Eighth agenda item is Approval of provisions of money to the ESPS trust by the company for purchase its own equity shares for Aurionpro Solutions Limited – Employee Stock Purchase Scheme 2022("ASL ESPS 2022").

CONCLUSION OF THE MEETING

The members would have casted their votes with remote e-voting facility and combined results of the e-voting and remote – e-voting will be published on the web-site of the company, stock exchanges and NSDL within 48 hours from the date of the meeting.

I thank all of you for attending this meeting and announce that the meeting stands concluded.