

24th Janaury, 2018

To,
Deptt. of Corporate Services- Listing
Bombay Stock Exchange Limited
1st Floor, Rotunda Building,
Dalal Street,
Mumbai – 400 001

**Sub: Submission of Voting Results under Regulation 44(3) of SEBI (LODR)
Regulation, 2015.**

Dear Sir,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results in respect of the resolutions passed at the NCLT Convened Meeting held on 23rd January, 2018.

Also enclosing herewith a copy of the consolidated Scrutinizer's Report on e-voting and ballot for the resolutions passed at the NCLT Convened Meeting held on 23rd January, 2018.

Thanking you,

Yours faithfully,

For Aurionpro Solutions Limited


Ninad Kelkar
Company Secretary



AURIONPRO SOLUTIONS LIMITED

Date of the AGM/EGM	23/01/2018
Total number of shareholders on record date	8770
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and promoter Group:	2
Public:	56
No. of shareholders attended the meeting through Video Conferencing:	NOT APPLICABLE
Promoters and promoter Group:	
Public:	

Resolution 1 : To Approve the Scheme of Arrangement for the Demerger between Aurionpro Solutions Limited and Trejhara Solutions Limited and their respective Shareholders.

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	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	6958446	0.00	0.00	0.00	0.00	0.00	0.00
	POLL	6958446	6520698.00	93.71	6520698.00	0.00	100.00	0.00
	POSTAL BALLOT	0	0.00	0.00	0.00	0.00	0.00	0.00
	TOTAL	6958446	6520698.00	93.71	6520698.00	0.00	100.00	0.00
Public - Institutions	E-VOTING	503478	0.00	0.00	0.00	0.00	0.00	0.00
	POLL	503478	0.00	0.00	0.00	0.00	0.00	0.00
	POSTAL BALLOT	0	0.00	0.00	0.00	0.00	0.00	0.00
	TOTAL	503478	0.00	0.00	0.00	0.00	0.00	0.00
Public-Non Institutions	E-VOTING	14638377	1509.00	0.01	1508.00	1.00	99.93	0.07
	POLL	14638377	4162106.00	28.43	4162104.00	2.00	100.00	0.00
	POSTAL BALLOT	0	0.00	0.00	0.00	0.00	0.00	0.00
	TOTAL	14638377	4163615.00	28.44	4163612.00	3.00	100.00	0.00
	POSTAL BALLOT	0	0.00	0.00	0.00	0.00	0.00	0.00
	TOTAL	22100301	10684313.00	48.34	10684310.00	3.00	100.00	0.00





Rakesh SANGHANI

Practising Company Secretary

Trade Mark Agent

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In Movie Gem, (Rajshree Talkies) Bldg.,
R. T. Road, Dahisar (East), Mumbai - 400 068.
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REPORT OF SCRUTINIZER – CONSOLIDATED

Name of the Company	AURIONPRO SOLUTIONS LIMITED
Meeting	Meeting of the Equity Shareholders in pursuance of directions of Mumbai Bench of Hon'ble National Company Law Tribunal, Mumbai Bench vide its Order dated: December 8, 2017 passed in connection with Company Scheme Application No. 1012 of 2017 ('NCLT Convened Meeting')
Date and Time	Tuesday, January 23, 2018 at 11.00 a.m.
Venue	Hotel Ramada, 156, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710, Maharashtra.

1. APPOINTMENT AS SCRUTINIZERS:

I, Rakesh Sanghani, Practising Company Secretary was appointed as the Scrutinizer for the remote e-voting as well as the Poll Voting conducted at the NCLT Convened Meeting of **AURIONPRO SOLUTIONS LIMITED** held on Tuesday, January 23, 2018 at 11.00 a.m. at Hotel Ramada, 156, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710.

2. NOTICE CONVENING THE MEETING:

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the NCLT Convened Meeting as under:-

- On December 20, 2017 by e-mail to 5,899 (Five Thousand Eight Hundred and Ninety Nine) members who had registered their email IDs with the Company / Depositories.



- On December 20, 2017 by Registered Post to 75 (Seventy Five) members in physical form and on December 20, 2017 by Courier to 2,324 (Two Thousand Three Hundred and Twenty Four) members in physical form.
- The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper “The Free Press Journal” and in a Vernacular newspaper “Navshakti” having wide circulation, in their respective editions dated: December 21, 2017.

3. CUT-OFF DATE:

The Voting rights were reckoned as on Tuesday, January 16, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

4. REMOTE E-VOTING:

- (i) The Company had appointed **National Securities Depository Limited (“NSDL”)** as the agency for providing the remote e-Voting platform.
- (ii) Remote e-Voting platform was open from Saturday, January 20, 2018 (9.00 a.m.) to Monday, January 22, 2018 (5.00 p.m.) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolution, on the e-Voting platform provided by NSDL.

5. VOTING AT THE NCLT CONVENED MEETING:

- i). The Company had provided the facility for voting through Poll at the NCLT Convened Meeting and members, who have not cast their vote by remote e-voting were allowed to exercise their right to vote at the meeting.
- ii). The Polling papers in Form MGT-12 as per Section 109(5) of the Act and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders casted their votes in the ballot box kept at convenient place in the venue.



6. COUNTING PROCESS

- i). The shareholder cast their votes in the ballot box kept at convenient place in the venue. The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
- ii). The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.
- iii). I unblocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Mr. Rajendra Sankpal and Mr. Marmik Patel (who are not in the employment with the Company) and downloaded the e-Voting results. They have signed below in conformation of the votes being unblocked in their presence:



Mr. Rajendra Sankpal



Mr. Marmik Patel

7. RESULTS:

- i). We observed that
 - a) Eighty Nine (89) folios had cast their votes at the meeting out of which votes of Five (5) folios were declared as invalid.
 - b) Six (6) members had cast their votes through remote e-Voting out of which votes of One (1) folio was declared as invalid.
- ii). The Consolidated Results with respect to item on the agenda as set out in the Notice dated: December 8, 2017 for NCLT Convened Meeting is enclosed.



- iii). Based on the aforesaid results, I report that Resolution as contained in the Notice dated: December 8, 2017 for NCLT Convened Meeting, have been passed with requisite majority.

Yours faithfully,



RAKESH SANGHANI
Scrutinizer
Practicing Company Secretary
FCS: 7647
C.P. No.: 6302

Place: Navi Mumbai
Dated: January 23, 2018

RAKESH SANGHANI
COMPANY SECRETARY
FCS: 7647 CP No. 6302



Counter signed by the Chairman of NCLT Convened Meeting

CONSOLIDATED RESULTS

RESOLUTION: TO CONSIDER AND APPROVE THE SCHEME OF ARRANGEMENT FOR DEMERGER BETWEEN AURIONPRO SOLUTIONS LIMITED (THE TRANSFEROR COMPANY) AND TREHARA SOLUTIONS LIMITED (THE TRANSFEREE COMPANY):

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	5	4	1,508	99.93%	1	1	0.07%	4,000	-
Voting through Poll at the Venue	84	83	10,682,802	100.00%	1	2	0.00%	1,511	-
Total	89	87	10,684,310	99.99%	2	3	0.01%	5,511	-

