



October 03, 2023

To,
Dept. of Corporate Services- Listing
BSE 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 voting result in respect of the business conducted at the 26th Annual General Meeting held on 29th September, 2023 through Video Conference/ other audio-visual means.

Also attaching herewith copy of the consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM for the business conducted at the 26th Annual General Meeting held on 29th September, 2023 through Video Conference/ other audio-visual means.

Thanking you,

Yours faithfully,

For Aurionpro Solutions Limited

**Ninad Kelkar
Company Secretary**

Annexure - 1

Sr. No.	Description	Particulars	
1.	Date of the AGM	September 29, 2023	
2.	Book Closure Date	September 23, 2023 to September 30, 2023 (Both Days inclusive)	
3.	Total number of Shareholders on record date	As of cut-off date i.e. September 22, 2023, 11901	
4.	No. of Shareholders present in the Meeting either in person or through proxy: Not Applicable		
5.	No. of Shareholders attended the Meeting through Video Conference		
	Category of shareholders	In person (Through Video Conference)	Total
	Promoter and Promoter Group	3	3
	Public	45	45
	Total	48	48

[Home](#)[Validate](#)**Resolution (1)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Adoption of the audited Balance sheet of the company as at 31st March, 2023 Profit & Loss Account and cash flow statement for the year ended on that date together with notes & schedule annexured thereto (Standalone and Consolidated) and reports of the Directors and Auditors

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7423368	7332130	98.7709	7332130	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7423368	7332130	98.7709	7332130	0	100.0000
Public-Institutions	E-Voting	1202912	336772	27.9964	336772	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1202912	336772	27.9964	336772	0	100.0000
Public- Non Institutions	E-Voting	15473885	4750601	30.7008	4750591	10	99.9998	0.0002
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15473885	4750601	30.7008	4750591	10	99.9998
Total		24100165	12419503	51.5329	12419493	10	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To declare dividend of ₹ 2.50 per equity share of ₹ 10 each recommended for the Financial Year 2022-23.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7423368	7332130	98.7709	7332130	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7423368	7332130	98.7709	7332130	0	100.0000
Public-Institutions	E-Voting	1202912	336772	27.9964	336772	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1202912	336772	27.9964	336772	0	100.0000
Public- Non Institutions	E-Voting	15473885	4763564	30.7845	4763554	10	99.9998	0.0002
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15473885	4763564	30.7845	4763554	10	99.9998
Total		24100165	12432466	51.5866	12432456	10	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

[Home](#)[Validate](#)**Resolution (3)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To appoint a director director in place of Mr. Amit Sheth (DIN: 00122623), who retires by rotation and being eligible offers himself for re-appointment.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7423368	5723119	77.0960	5723119	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7423368	5723119	77.0960	5723119	0	100.0000
Public-Institutions	E-Voting	1202912	336772	27.9964	253247	83525	75.1984	24.8016
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1202912	336772	27.9964	253247	83525	75.1984
Public- Non Institutions	E-Voting	15473885	4763564	30.7845	4763491	73	99.9985	0.0015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15473885	4763564	30.7845	4763491	73	99.9985
Total		24100165	10823455	44.9103	10739857	83598	99.2276	0.7724
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

[Home](#)[Validate](#)**Resolution (4)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To appoint M/s CKSP, Chartered Accountants (FRIN:131228W/W100044) as the Statutory Auditors of the company in place of retiring Auditor M/s. Chokshi & Chokshi LLP, Chartered Accountants, (Firm Registration No. 101872W/W100045)

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7423368	7332130	98.7709	7332130	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7423368	7332130	98.7709	7332130	0	100.0000
Public-Institutions	E-Voting	1202912	336772	27.9964	336772	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1202912	336772	27.9964	336772	0	100.0000
Public- Non Institutions	E-Voting	15473885	4763564	30.7845	4763501	63	99.9987	0.0013
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15473885	4763564	30.7845	4763501	63	99.9987
Total		24100165	12432466	51.5866	12432403	63	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

[Home](#)[Validate](#)**Resolution (5)**

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To re-appointment Mr. Paresh Zaveri as the Managing Director of the company.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7423368	3060829	41.2323	3060829	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7423368	3060829	41.2323	3060829	0	100.0000
Public-Institutions	E-Voting	1202912	336772	27.9964	336772	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1202912	336772	27.9964	336772	0	100.0000
Public- Non Institutions	E-Voting	15473885	4763564	30.7845	4763491	73	99.9985	0.0015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15473885	4763564	30.7845	4763491	73	99.9985
Total		24100165	8161165	33.8635	8161092	73	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

[Home](#)[Validate](#)**Resolution (6)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Approval for material related Party transaction in connection with acquisition of the Interactive Communication ("Interactive DX") business of Trejhara Solutions Limited as a going concern on a slump sale basis

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7423368	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7423368	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1202912	336772	27.9964	74306	262466	22.0642	77.9358
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1202912	336772	27.9964	74306	262466	22.0642
Public- Non Institutions	E-Voting	15473885	2348342	15.1762	2335304	13038	99.4448	0.5552
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15473885	2348342	15.1762	2335304	13038	99.4448
Total		24100165	2685114	11.1415	2409610	275504	89.7396	10.2604
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

HARSHVARDHAN TARKAS

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

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SCRUTINIZER'S REPORT

To,
The Chairman,
AURIONPRO SOLUTIONS LIMITED,
Synergia IT Park, Plot No-R-270,
T.T.C.Industrial Estate,
Near Rabale Police Station,
Navi Mumbai – 400701.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting/e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 26th Annual General Meeting of Aurionpro Solutions Limited held on Friday, 29th September, 2023, at 10:30 A.M. (IST) through video conferencing ('VC')/Other Audio Visual Means ('OAVM').

I, **Harshvardhan Tarkas**, Practicing Company Secretary, at Office No. 161, 2nd floor, Raghuleela Mega Mall, Kandivali West, Mumbai – 400 067 was appointed as Scrutinizer by the Board of Directors of **Aurionpro Solutions Limited** (the Company) for the purpose of scrutinizing e-Voting process (remote e-Voting pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 26th Annual General Meeting of the Equity Shareholders of the Company held on Friday, 29th September, 2023 at 10:30 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:

In view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs ('MCA') vide its various circulars issued from time to time have permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM till 30th September 2024.

The venue for the AGM was deemed to be held at the Registered office of the Company at Synergia IT Park, Plot No-R-270, T.T.C.Industrial Estate, Near Rabale Police Station, Navi Mumbai – 400701.

HARSHVARDHAN TARKAS

Practicing Company Secretary

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1. Dispatch of Notice convening the Meeting.

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2022-23 was sent on 06th September, 2023 by e-mail to Shareholders who had registered their email- id's with Depositories/the Company. The Notice and Annual Report is also available on company's website www.aurionpro.com, on the website of Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and on the website of NSDL at www.evoting.nsdl.com.

2. Cut-off Date

The Voting rights were reckoned as on **Friday, September 22, 2023** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.

3. e-Voting

i. Agency:

The Company has appointed National Securities Depository Limited ('NSDL') as the Agency for providing the e-Voting platform.

ii. Remote-Voting:

The remote e-Voting platform was open from 09:00 A.M. on Tuesday, 26th September, 2023 upto 5:00 p.m. on Thursday, 28th September, 2023 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the e-Voting platform provided by NSDL.

4. Counting Process:

- i. The vote cast under remote e-Voting facility was thereafter unblocked. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the NSDL e-Voting system.
- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted "**For**" or "**Against**" were downloaded from the e-Voting website of NSDL ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com)).
- iii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to

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remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the AGM.

- iv. My responsibility as scrutinizer for the remote e-Voting and the voting conducted through electronic voting (remote) at the meeting is restricted to make Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- v. The combined result of remote E-voting and E-voting is as under:

Resolution No. 1 - Ordinary Resolution

Adoption of Audited Standalone & Consolidated Financial Statements for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

- (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
116	12419493	99.99

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
1	10	0.01

- (iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

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Resolution No. 2 - Ordinary Resolution

To declare Dividend on Equity Shares for the Financial Year ended March 31, 2023.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
117	12432456	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
1	10	0.01

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

Resolution No.3 - Ordinary Resolution

To appoint a Director in place of Mr. Amit Sheth (DIN:00122623) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
108	10739857	99.23

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(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
8	83598	0.77

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

Resolution No.4 - Ordinary Resolution

To appoint M/s CKSP, Chartered Accountants as Statutory Auditors of the company in place of retiring Auditor and to fix their remuneration.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
115	12432403	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
3	63	0.01

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

HARSHVARDHAN TARKAS

Practicing Company Secretary

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Resolution No.5 - Special Resolution

To approve re-appoint Mr. Paresh Zaveri as the Managing Director of the Company.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
113	8161092	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
3	73	0.01

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

Resolution No.6 - Ordinary Resolution

To approve Material Related Party transaction in connection with acquisition of the Interactive Communication ("Interactive DX") business of Trejhara Solutions Limited as a going concern on a slump sale basis

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
80	2409610	89.73

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Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

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(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
28	275504	10.27

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

The final analysis of the e-voting is annexed herewith as Annexure 'A'. All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

HARSHVAR Digitally signed
by
DHAN HARSHVARDHA
NIKHIL N NIKHIL TARKAS
TARKAS Date: 2023.09.29
17:51:59 +05'30'

Harshvardhan Tarkas
Practicing Company Secretary/Scrutinizer
ACS: 30701
COP: 24169
PRN: 2158/2022
UDIN: A030701E001115840
Place: Mumbai
Date: 29th September, 2023

For Aurionpro Solutions Limited

Counter signed by the
Chairman/Company Secretary

HARSHVARDHAN TARKAS

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com

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Annexure A

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider, approve & adopt audited (Standalone & Consolidated) Financial Statements of the Company for the financial year ended 31 st March, 2023, along with the report of the Board of Directors & Auditors thereon.	Ordinary Resolution	99.99	0.01
2.	To declare dividend for the financial year ended March 31, 2023.	Ordinary Resolution	99.99	0.01
3.	To appoint a Director in place of Mr. Amit Sheth (DIN:00122623) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	99.23	0.77
4.	To appoint M/s CKSP, Chartered Accountants as Statutory Auditors of the company in place of retiring Auditor and to fix their remuneration.	Ordinary Resolution	99.99	0.01
5.	To approve re-appoint Mr. Paresh Zaveri as the Managing Director of the Company.	Special Resolution	99.99	0.01
6.	To approve Material Related Party transaction in connection with acquisition of the Interactive Communication ("Interactive DX") business of Trejhara Solutions Limited as a going concern on a slump sale basis	Ordinary Resolution	89.73	10.27