

Date: May 30, 2024

To,

**Listing Department  
BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai-400 001

**Listing Department**

**National Stock Exchange of India Limited**

Bandra Kurla Complex  
Bandra East  
Mumbai – 400 051

**BSE Scrip Code: 539289**

**NSE Symbol: AURUM**

**Sub: Compliance under Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular bearing number CIR/CFD/CMD1/27/2019 dated February 8, 2019, we are enclosing herewith Annual Secretarial Compliance Report of Aurum PropTech Limited for the financial year ended on March 31, 2024, issued by M/s. Ainesh Jethwa & Associates, Practicing Company Secretary.

You are requested to take the same on record.

Thanking you.

For **Aurum PropTech Limited**

**Sonia Jain**  
**Company Secretary &**  
**Compliance Officer**

**Secretarial Compliance Report**  
(Under regulation 24A of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015)

To,  
**Aurum PropTech Limited**  
**(formerly known as Majesco Limited)**  
Aurum Q1, Aurum Q Parc,  
Thane Belapur Road, Navi Mumbai,  
Thane 400710

**Subject : Secretarial Compliance Report of Aurum PropTech Limited for the financial year ended 31<sup>st</sup> March, 2024.**

I Aineshkumar Jethwa have examined:

1. all the documents and records made available to us and explanation provided by Aurum PropTech Limited (formerly known as 'Majesco Limited') ("the listed entity"),
2. the filings/ submissions made by the listed entity to the Stock Exchanges,
3. Website of the listed entity,
4. any other document/ filing, as may be relevant, which has been relied upon to make this Certification,

for the year ended **31<sup>st</sup> March, 2024** ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable during the review period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the review period**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable during the review period.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participant Regulation), 2018;
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines issued thereunder;
- (k) Other regulations as applicable and circulars guidelines issued thereunder and based on the above examination;

and circulars/ guidelines issued thereunder;

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars  | Compliance Status (Yes/No/NA) | Observations/Remarks by PCS* |
|---------|--|-------------------------------|------------------------------|
| 1       | <b>Secretarial Standards</b><br>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.  | Yes                           | NIL                          |
| 2       | <b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI</li> </ul> | Yes                           |                              |

|   |   |     |  |
|---|---|-----|--|
| 3 | <b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>Listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website</li> </ul> | Yes | NIL  |
| 4 | <b>Disqualification of Director:</b> <ul style="list-style-type: none"> <li>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</li> </ul>  | Yes | NIL  |
| 5 | <b>To examine details related to Subsidiaries of listed entities:</b> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>  | Yes | Please refer our comment in Table (a) below  |
| 6 | <b>Preservation of Documents:</b><br>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015   | Yes | NIL  |
| 7 | <b>Performance Evaluation:</b><br>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/ during the financial year as prescribed in SEBI Regulations.  | Yes | NIL  |
| 8 | <b>Related Party Transactions:</b> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons, along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee, in case no prior approval has been obtained</p>   | Yes | NIL  |
| 9 | <b>Disclosure of events or information:</b><br>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.   | Yes | Please refer our comment in Table (a) below. |

|    |  |     |   |
|----|--|-----|---|
| 10 | <b>Prohibition of Insider Trading:</b><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015   | Yes | NIL   |
| 11 | <b>Actions taken by SEBI or Stock Exchange(s), if any:</b><br>No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder. | NA  | No such action taken by SEBI or by Stock Exchanges  |
| 12 | <b>Additional Non-compliances, if any:</b><br>No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.  | NA  | No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc. except as mentioned separately below. |

**Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:**

| Sr. No. | Particulars   | Compliance Status (Yes/No/NA) | Observations/Remarks by PCS*  |
|---------|---|-------------------------------|---|
| 1       | <b>Compliances with the following conditions while appointing/re-appointing an auditor</b>  |                               |   |
|         | i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or  | NA                            | Not Applicable as there was no reportable event in the previous reports |
|         | ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or  | NA                            |   |
|         | iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year. | NA                            |   |
| 2.      | <b>Other conditions relating to resignation of statutory auditor</b>  |                               |   |
|         | i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee:  |                               | Not Applicable as there was no  |

|    |  |   |   |
|----|--|---|---|
|    | <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:<br/>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p> | <p>NA</p> <p>NA</p> <p>NA</p> <p>NA</p> | <p>reportable event in the previous reports</p>                         |
| 3. | The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.   | NA                                      | Not Applicable as there was no reportable event in the previous reports |

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

| Sr. No | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)          | Deviations                                  | Action taken by         | Type of Action  | Details of Violation   | Fine Amount                 | Observations/ Remarks of the Practicing Company Secretary   | Management response   | Remark |
|--------|--|---|-------------------------|---|--|-----------------------------|---|---|--------|
| 1      | Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 | Dealy in reporting of Material Information. | No Action taken by SEBI | No Advisory/ fine/ Clarification/ Show Cause Notice or warning issued by the SEBI | Pursuant to the Reg. 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 it is require t give disclosures within twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity | No Fine imposed by Exchange | Information pertaining to Incorporating a Subsidiary Company was given to Exchange by two days of delay | Shall be more vigilant henceforth   | -      |
| 2      | Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 | Dealy in reporting of Material Information. | No Action taken by SEBI | No Advisory/ fine/ Clarification/ Show Cause Notice or warning issued by the SEBI | Pursuant to the Reg. 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 it  | No Fine imposed by Exchange | Information pertaining to Incorporating a Wholly Owned Subsidiary in Dubai given to                     | As it is an incorporation of a foreign subsidiary and external consultants were |        |

|  |  |  |  |  |  |  |                                 |  |  |
|--|--|--|--|--|--|--|---------------------------------|--|--|
|  |  |  |  |  | is require t give disclosures within twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity |  | Exchange by seven days of delay | involved in the process, the Company has intimated to the stock exchange immediately on the confirmation received from consultants regarding incorporation |  |
|--|--|--|--|--|--|--|---------------------------------|--|--|

(b) The listed entity has taken the following actions to comply with the observations made in previous reports

| Sr. No | Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | Deviations  | Action taken by         | Type of Action  | Details of Violation  | Fine Amount       | Observations/ Remarks of the Practicing Company Secretary   | Management Response               | Remarks |
|--------|--|---|-------------------------|---|---|-------------------|---|-----------------------------------|---------|
| 1      | Regulation 47: Advertisement in Newspaper  | Advertisement for Board meeting dated 28.07.2022 given in Regional Newspaper was in English language instead for regional language. | No Action taken by SEBI | No Advisory/ fine/ Clarification/ Show Cause Notice or warning issued by the SEBI | Advertisement for Board meeting dated 28.07.2022 given in Regional Newspaper was in English language instead for regional language. | Fine not imposed. | Newspaper advertisement given in regional newspaper was given in English language instead of Regional language for the Board Meeting 28.07.2022 | Shall be more vigilant henceforth | -       |



- (c) The listed entities have maintained proper books of records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.

**For Ainesh Jethwa & Associates**

*Company Secretaries*

*Peer Review No 1727/2022*

**Aineshkumar Jethwa**

(Proprietor)

**M No. ACS 27990 | COP No. 19650**

**UDIN : A027990F000452931**

**Date:** 27-05-2024

**Place:** Mumbai