

23rd September, 2015

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

Dear Sirs,

Sub: Proceedings of the 18th Annual General Meeting – Compliance with Clause 31(d) of the Listing Agreement.

The following are the proceedings of the 18th Annual General Meeting of the Company held at Hotel Suncity Residency, 16th Road, MIDC, Marol, Andheri (East), Mumbai – 400 093 on Tuesday, 22nd September, 2015 at 11.00 A.M.: -

The following resolutions were passed by the members of the company:

ORDINARY BUSINESS

1. The audited Balance Sheet of the Company as at 31st March 2015, Profit & Loss Account and Cash Flow Statement for the year ended on that date together with notes and Schedules annexed thereto (Standalone and Consolidated) and reports of the Directors and Auditors were approved and adopted.
2. Dividend @ Rs.3.00/- per share on fully paid-up equity shares of Rs.10/- was declared for the year ended 31st March 2015.
3. Mr. Samir Shah was re-appointed as Directors of the Company.
4. M/S. B S R & Co., LLP Chartered Accountants (LLP Registration No. AAB-8181), were appointed as Auditors of the Company, to hold office for a period of three years from the conclusion of this Annual General Meeting till the conclusion of the third consecutive Annual General Meeting (subject to ratification of the appointment by the members at every AGM held after this AGM) of the Company at such remuneration as shall be fixed by the Board of Directors of the Company

SPECIAL BUSINESS

Ordinary Resolutions:

5. The members approved appointment of Ms. Carol Realini as an "Independent Director" of the Company for a term of 5 (five) consecutive years, not liable to retire by rotation.

6. The members approved appointment of Mr. Frank Osusky as an "Independent Director" of the Company for a term of 5 (five) consecutive years, not liable to retire by rotation.
7. The members approved appointment of Mr. Sambhashiva Hariharan (Hari Murthy) as a "Director" of the Company whose office is liable to retire by rotation.

Special Resolutions:

8. The members approved appointment and remuneration of Mr. Amit Sheth as Co-Chairman & Managing Director of the Company for a period of five years with effect from 01st April, 2015.
9. The members approved the adoption of new set of Articles of Association of the Company.
10. The members approved the issue of securities on preferential basis.

Kindly take note of the above proceedings.

Thanking you,

Yours faithfully,

For **Aurionpro Solutions Limited**


Mehul Raval
Company Secretary