

14<sup>th</sup> June, 2021

To,  
Deptt. of Corporate Services- Listing  
National Stock Exchange of India Limited  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051.

**Sub: Voting Results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (LODR) Regulation, 2015.**

**Ref: Postal Ballot Notice dated 6<sup>th</sup> May 2021**

Dear Sir/Madam,

This is in connection with Postal Ballot Notice through which the Company has sought approval of Members on the matters mentioned in the Postal Ballot Notice, dispatched to the shareholders on 13<sup>th</sup> May, 2021 through electronic mode and also filed with the stock exchanges vide our submission dated 14<sup>th</sup> May, 2021.

With reference to the above subject, we enclose herewith results of Postal Ballot (e-Voting) along with the Scrutinizer's Report dated 14<sup>th</sup> June, 2021.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For Aurionpro Solutions Limited**

  
Ninad Kelkar  
Company Secretary



# HARSHVARDHAN TARKAS

Practicing Company Secretary

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

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

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To,  
The Chairman  
Aurionpro Solutions Limited  
(CIN:L99999MH1997PLC111637)  
Synergia IT Park, Plot No-R-270, T.T.C. Industrial  
Estate, Near Rabale Police Station,  
Navi Mumbai – 400701.

Dear Sir,

## **Sub.: Aurionpro Solutions Limited - Scrutinizer's Report on Postal Ballot (e-voting) Results**

The Board of Directors of Aurionpro Solutions Limited (hereinafter referred to as "the Company") at their meeting held on 06th May, 2021, has appointed me as the Scrutinizer for scrutinizing the postal ballot voting process in a fair and transparent manner in the matter of the Special Resolution proposed in the postal ballot notice dated 06th May, 2021.

In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time and the Secretarial Standard on the General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, the Company has provided remote e-voting facility to its Members for voting on the resolution contained in the Postal Ballot Notice.

The Company has made an arrangement with National Securities Depository Ltd ("NSDL") for facilitating e-voting for the Members to enable them to cast their votes electronically.

Considering the current threat posed by COVID-19 pandemic situation, and as per Ministry of Corporate affairs ('MCA') general circular no.39/2020 dated 31st December,2020, no.33/2020 dated 28th September, 2020 no. 20/2020 dated 05th May, 2020 read with circular nos. 17/2020 dated 13th April, 2020 and 14/2020 dated 08th April, 2020 (collectively referred to as 'MCA Circulars') the Company has sent the Postal Ballot Notice only in electronic form to all its members who have registered their e-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants. Hard copy of the Postal Ballot Notice along with Postal Ballot form and pre-paid business reply envelop has not been sent to the Members. The communication of the assent or dissent of the Members were sought through the remote e-voting system.

The Company has also extended the facility to register the email addresses of the members (please refer to the Notes to the Notice) who have not yet registered the same with the Company/ Depository Participants/the Registrar & Transfer Agents (RTA), in order to enable the members to cast their votes through remote e-voting facility.

The Notice of the Postal Ballot was uploaded on the Company's website [www.aurionpro.com](http://www.aurionpro.com) under 'Investors Section' and on the website of Stock Exchanges [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on website of NSDL, i.e. [www.evoting.nsd.com](http://www.evoting.nsd.com).



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The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the Members through postal ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by NSDL.

The item for which approval of the Members of the Company was sought as stated in the Notice is mentioned hereunder: -

Sr. No	Type of Resolution	Description of the Resolution
1	To approve exit from the Cyber Security business by divesting entire stake in the USA based subsidiary.	Special Resolution

**In connection with the above referred matter, I hereby submit my report as under:**

- 1) Due to current pandemic of COVID-19 and relaxations provided by MCA in terms of aforesaid MCA Circulars, the Members of the Company holding shares as on Friday, 07<sup>th</sup> May, 2021 ("cut- off date") had an option to vote through the e-voting facility only as per MCA Circulars. The Company has also provided option for e-voting to those shareholders, who held shares in Physical form.
- 2) The Company has completed the dispatch of Postal Ballot Notice by email on 13<sup>th</sup> May, 2021, to all the shareholders, whose names appear in the Register of Members/ Statements of beneficial ownership maintained by the Depositories, i.e., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the close of business hours on Friday, 7<sup>th</sup> May 2021 ("cut- off date").
- 3) The Company has published an advertisement on Friday, 14<sup>th</sup> May, 2021, regarding completion of dispatch of Postal Ballot Notice to eligible members in "Navshakti", Marathi News Paper (Regional Language) and The Free Press Journal, English newspaper.
- 4) The voting period for remote e-voting on Postal Ballot commenced on Friday, 14<sup>th</sup> May, 2021 at 09:00 a.m. (IST) and ended on Saturday, 12<sup>th</sup> June, 2021 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.



# HARSHVARDHAN TARKAS

Practicing Company Secretary

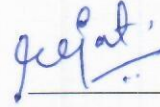
Office: 161, 2<sup>nd</sup> floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

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- 5) The remote e-voting has been unblocked on Saturday, 12<sup>th</sup> June, 2021 after 05:00 P.M. in the presence of two witnesses Mr. Mehul Raval and Mr. Rajat Bohra (who are not in employment of the Company).



Mehul Raval



Rajat Bohra

- 6) The particulars of remote e-voting report generated from electronic registry of NSDL e-voting system have been entered in a separate Register maintained for this purpose.
- 7) E-votes cast up to the close of working hour i.e. 05:00 P.M. on Saturday, 12<sup>th</sup> June, 2021 i.e. the last date and time fixed by the Company for postal ballot process, has been considered for the purpose of this report.
- 8) As on Friday, 07<sup>th</sup> May, 2021 ("cut- off date") the paid-up capital of the Company was Rs. 22,80,01,650/- (Rupees Twenty Two Crore Eighty Lacs One Thousand Six Fifty Only) divided in to 2,28,00,165 equity shares of Rs.10/- each.
- 9) The result of the remote e-voting is as under:

## ITEM NO. 1- SPECIAL RESOLUTION:

### TO APPROVE EXIT FROM THE CYBER SECURITY BUSINESS BY DIVESTING ENTIRE STAKE IN THE USA BASED SUBSIDIARY.

- (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
124	9982541	99.98

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
19	2003	0.02

- (iii) Invalid votes

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



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- 10) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.
- 11) Votes cast in favour or against is calculated based on the valid votes casted through e-voting.
- 12) Based on the aforesaid results, I report that the resolution mentioned in the Postal Ballot Notice stands passed with the requisite majority on Monday, 14<sup>th</sup> June, 2021. I request the Company, to announce the voting result of Postal Ballot.

Thanking you,

*H. N. Tarkas*

Harshvardhan Tarkas

Practicing Company Secretary/Scrutinizer For Aurionpro Solutions Limited

ACS: 30701

COP: 24169

UDIN: A030701C000455719

Place: Mumbai

Date: 14<sup>th</sup> June, 2021



*N. P. K.*



Counter signed by the Company Secretary