May 23, 2025

To, National Stock Exchange of India Limited Exchange Plaza'. C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. **NSE SYMBOL: AURIONPRO**	To, The BSE Limited, 25th Floor, P. J. Towers, Fort, Mumbai: 400 001. **SCRIP CODE: 532668**

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2025.

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2025 issued by M/s Milind Nirkhe & Associates – Practicing Company Secretary.

Request you to take the same on your records.

Thanking You,

Yours faithfully,

For Aurionpro Solutions Limited

Ninad Prabhakar Kelkar
Digitally signed by Ninad Prabhakar Kelkar
Date: 2025.05.23 15:28:56 +05'30'

Ninad Kelkar
Company Secretary

Secretarial Compliance Report
of **AURIONPRO SOLUTIONS LIMITED**
for the Financial Year ended March 31, 2025.

To,

Aurionpro Solutions Limited
Synergia IT park, Plot No-R-270,
T.T.C. Industrial Estate,
Near Rabale Police Station,
Navi Mumbai – 400701

We have examined:

(a) all the documents and records made available to us and explanation provided by **AURIONPRO SOLUTIONS LIMITED** ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) the website of the listed entity, and

(d) any other document/ filing, as may be relevant, which has been relied upon to make this Report.

for the Financial Year ended March 31, 2025 ("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 there under; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the regulations, circulars, guidelines issued thereunder by the ("SEBI");

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

(a) Securities and Exchange Board of India (LODR) 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 to the company for the period under review)**;

(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 Non-Convertible Securities) Regulations, 2021; **(Not applicable to the company for the period under review)**;

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;

(h) Securities and Exchange Board of India (Depositories and Participant) Regulations,2018;

and based on the above examination, we hereby report that, during the Review Period:

(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)	Regulation /Circular No	Deviation	Action taken by	Type of Action (Advisory/clarification / fine/ show cause notice/ warning, etc)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management response	Remarks
1.	Reg. 17 (1) (b) of SEBI LODR, Where the chairman of board of director is executive director, at least half of the board of director shall comprise of independent directors.	Regulations 17 (1) (b) of LODR	The independent directors were not half of the composition of Board of Directors	The company have appointed Mr. Ajay Kumar Choudhary as independent Director on 11th November, 2024	The company had paid fine amount to BSE & NSE for the quarter ended September 2024 & December 2024.	On 29th September, 2024 Dr. Mahendra Mehta retired as Non-Executive Independent Director. Due to such retirement, the composition of Board of Directors was not in compliance with the SEBI LODR Regulations, 2015 during the review period.	For September quarter: INR 17,700/- each to BSE and NSE for December quarter: INR 3,48,100/- each to BSE and NSE	There was non-compliances of Regulations 17 LODR.	Post appointment of Mr. Ajay Kumar Choudhary on 11th November,2024 the composition of the Board is now in compliance with the requirement.	NIL

(b) The listed entity has taken the following actions to comply with the observations made in previous reports - **Not Applicable.**

We hereby report that, during the review period, the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/ NA)	Observations/ Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	None
2.	Adoption and timely Updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time as per the regulations/circulars/guidelines issued by SEBI	Yes	None
3.	Maintenance and disclosures on Website: • The listed entity is maintaining a functional website. • Timely dissemination of the documents/ information under a separate section on the website. • 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.	Yes	None
4.	Disqualification of Director: None of the Director of the Listed entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries.	Yes	None

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Cell No.: + 91 98193 32823 / + 91 93222 81001 | Tele Fax: 022 2422 1007
milind_nirkhe@yahoo.com / milindsoffice@gmail.com | Website: milindnirkheandassociates.com

Sr. No.	Particulars	Compliancestatus (Yes/No/ NA)	Observations/ Remarks by PCS*
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribedunder SEBI Regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7.	Performance Evaluation: 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	None
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committeefor all Related party transactions or (b) In case no prior approval obtained, the listed entity shall providedetailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by theAudit committee	Yes N.A	None
9.	Disclosure of events or information: 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	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI(Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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	Yes	Refer Report

Sr. No.	Particulars	Compliancestatus (Yes/No/ NA)	Observations/ Remarks by PCS*
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Not Applicable	None
13.	Additional non-compliances, if any: No ~~any~~ additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	None

We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations- The Board of Directors & Shareholders of the Company have passed the relevant Resolution(s) in this regard. The Scheme is now pending with both the Stock Exchanges for their respective in-principle approval.

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For MILIND NIRKHE & ASSOCIATES,
COMPANY SECRETARIES,

MILIND VASANT NIRKHE

Digitally signed by MILIND VASANT NIRKHE
Date: 2025.05.22 17:29:26 +05'30'

CS. MILIND NIRKHE
FCS NO: 4156
COP NO: 2312
Firm Unique Code No.: S1992MH790200
Peer Review Cert. No. 1141/2021
UDIN NO: F004156G000412795

Place: Mumbai.
Date: 22nd May, 2025