May 29, 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, 2026.

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, 2026 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: 2026.05.29 10:50:22 +05'30'

Ninad Kelkar
Company Secretary

Aurionpro Solutions Limited Synergia IT Park,
Plot No. R-270, T.T.C. Industrial Estate Rabale,
Navi Mumbai -400 701 Maharashtra - INDIA

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www.aurionpro.com

CIN L99999MH1997PLC111637

Secretarial Compliance Report
of **AURIONPRO SOLUTIONS LIMITED**
for the Financial Year ended March 31, 2026.

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

We, Milind Nirkhe & Associates 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) website of the listed entity, and

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

for the financial year ended March 31, 2026 ("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) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
(c) the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(d) the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the listed entity for the period under review)**;
(e) the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
(f) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the listed entity for the period under review)**;
(g) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;
(h) the 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. 44 (3) of SEBI LODR, The listed entity shall submit to the stock exchange, within two working days of conclusion of its General Meeting, details regarding the voting results in the format specified by the Board.	Regulation 44 (3) of LODR	Non-submission of the voting results within the period provided under this regulation	The company has paid fine amount to BSE and NSE for the non-compliance under prescribed regulation.	Fine	There was an inadvertent delay on part of the Company to submit the voting results within the timeline prescribed under regulation 44(3) of LODR.	INR 11,800/- each to BSE and NSE	There was non-compliance of Regulation 44(3) LODR.	The Company assured the Exchange that necessary care shall be taken going forward to ensure strict adherence to all applicable regulatory timelines and requirement.	NIL

2.	Reg. 29 (1) (e) of SEBI LODR The listed entity shall give prior intimation of at least two working days in advance, excluding the date of the intimation and date of the meeting, to Stock Exchange about the meeting of the Board of Directors wherein the Company proposes for declaration/recommendation of dividend.	Regulation 29(1) of LODR	Non-compliance with respect to prior intimation for consideration of interim dividend	The company has paid fine amount to BSE and NSE for the non-compliance under prescribed regulation.	Fine	The Company did not comply with regulation 29(1)(e) of LODR with respect to prior intimation for consideration of interim dividend for the Board meeting held on 22 July 2025. The Company stated that the interim dividend proposal was not pre-planned and was recommended by the Audit Committee during the meeting after reviewing financials, hence no prior disclosure was made at the time of intimation on 1 July 2025.	INR 11,800/- each to BSE and NSE	There was non-compliance of Regulation 29(1) (e) LODR	The Company clarifies that the non-compliance was a bona fide case on the part of the Company. However, it acknowledges the non-compliance and ensures to adhere the prescribed timeline.	NIL
3.	Reg. 17(1C) of SEBI LODR The listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.	Regulation 17(1C) of LODR	Non-compliance with Regulation 17(1C) of SEBI (LODR) Regulations, 2015 due to delay in obtaining shareholders' approval for re-appointment of indepe	The Company has provided adequate clarification vide their email dated 29th April 2026 to the concerned stock exchange (i.e. NSE)	Clarification	The Company clarified that Mr. Hong Guan Bernard Chew was appointed as an Additional Independent Director w.e.f. 17th September, 2025 and the same was duly intimated to the Stock Exchanges. As the AGM notice had already been dispatched on 5th September 2025, shareholders' approval for his appointment	As may be levied by stock exchange Note - Fine not yet levied as on date of this report	There was non-compliance of Regulation 17(1C) LODR	The Management stated that the non-compliance was inadvertent and assured that necessary steps have been initiated to ensure compliance within prescribed timelines in future.	NIL

			ndent director within the stipulated time period.			was subsequently sought through a postal ballot.				
4.	Clause 10 Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015 in line with Company's Code of Conduct A Designated person along with his immediate relatives is prohibited from executing contra trade within the course of next 6 months.	Clause 10 Schedule B of SEBI (PIT) Regulations, 2015	Non-compliance of SEBI (PIT) Regulations and Company's Code of Conduct	The Company identified potential contra trades under the Code and issued a show cause notice.	Show cause Notice issued by the Company to the identified designated person.	Non-compliance of SEBI (PIT) Regulations, 2015 pertaining to execution of contra trade by designated person.	N.A	Non-compliance of SEBI (PIT) Regulations and Company's Code of Conduct.	During periodic review of compliance under SEBI (PIT) Regulations, 2015, the Company identified certain instances of contra-trades executed by designated person. Subsequently, on the recommendation of Audit Committee, the Company conducted a thorough assessment and rolled out an automated system to monitor and track the trades executed by designated person. Further, the Committee also advised the designated person to disgorge the profits	NIL

									earned from such contra trade with SEBI within reasonable time period.	

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

Sr no.	**Observations / Remarks of the Practicing Company Secretary in the previous reports**	**Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)**	**Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)**	**Details of violation/deviations and actions taken / penalty imposed, if any, on the listed entity**	**Remedial actions, if any, taken by the Listed entity**	**Comments of the PCS on the actions taken by the listed entity**
1.	There was non-compliances of Regulations 17 LODR.	31st March 2025	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.	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 which fine was levied by the stock exchange.	Fine amount was paid by the Company.	The appointment of Mr. Ajay Kumar Chaudhary on 11th November, 2024 restored the composition of the Board.

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.	<u>Secretarial Standards:</u> 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
6.	Preservation of Documents: 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	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
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.	N.A	None
13.	Additional non-compliances, if any: No ~~any~~ additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	N.A	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.

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 (Listing Obligation and Disclosure Requirements) 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: 2026.05.28 16:59:09 +05'30'

CS. MILIND NIRKHE
FCS NO: 4156
COP NO: 2312
Firm Unique Code No.: S1992MH790200
Peer Review Cert. No. 7759/2026
UDIN NO: F004156H000513962

Place: Mumbai.
Date: 28/05/2026