

CORPORATE GOVERNANCE REPORT

1. Name of the Listed Entity: M/s Aurum PropTech Limited  
2. Quarter ending: March 31, 2023 of Financial Year 2022-2023

I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	PAN <sup>\$</sup>	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of Birth	Initial Date of Appointment <sup>^</sup>	Date of Re-Appointment	Date of cessation	Tenure* (In months)	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Director in Listed entities including this listed entity Regulation 17A(1)	No. of Memberships in Audit/ Stakeholder Committee (s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in Listed Entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Whether the director is disqualified?	Current status
Mr.	Ajit Joshi		08108620	Non-Executive - Independent Director	21-08-1962	23-07-2021	23-07-2021		20.08	1	1	2	0	No	Active
Mr.	Onkar Shetye		06372831	Executive Director	29-10-1985	04-05-2021				1	0	1	0	No	Active
Mr.	Ramashrya Yadav		00145051	Non-Executive – Non-Independent Director	20-08-1974	23-07-2021				1	0	1	1	No	Active
Mr.	Srirang Athalye		02546964	Non-Executive - Non Independent Director	05-02-1966	04-05-2021				1	0	1	0	No	Active
Mr.	Vasant Gujarathi		06863505	Non-Executive - Independent Director	18-03-1951	03-03-2020	03-03-2020		36.28	2	2	3	2	No	Active
Mrs.	Padma Deosthali		09250994	Non-Executive - Independent Director	27-11-1972	23-07-2021	23-07-2021		20.08	1	1	0	0	No	Active
		Whether Regular Chairperson Appointed: No													
		Whether Chairperson is related to MD or CEO: No													
		<sup>\$</sup> PAN number of any director would not be displayed on the website of Stock Exchange <sup>&amp;</sup> Category of directors means executive /non-executive /independent /nominee. If a director fits into more than one category, write all categories separating them with hyphen. <sup>^</sup> To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period i.e. the Tenure has been considered from the Initial Date of Appointment upto 31 <sup>st</sup> March, 2023.													

II. Composition of Committee					
Name of Committee	Whether Regular Chairperson Appointed	Name of Committee Members	Category (Chairperson / Executive/ Non-Executive/Independent/Nominee/Member)&	Date of appointment	Date of Cessation
Audit Committee	Yes	Vasant Gujarathi	Non-Executive - Independent Director-Chairperson	05-03-2020	-
		Srirang Athalye	Non-Executive - Non Independent Director-Member	23-07-2021	-
		Ajit Joshi	Non-Executive - Independent Director-Member	23-07-2021	-
Nomination and Remuneration Committee	Yes	Ajit Joshi	Non-Executive - Independent Director-Chairperson	23-07-2021	-
		Srirang Athalye	Non-Executive - Non Independent Director-Member	23-07-2021	-
		Vasant Gujarathi	Non-Executive - Independent Director-Member	23-07-2021	-
Investors' Grievances and Stakeholders' Committee	Yes	Ramashrya Yadav	Non-Executive – Non-Independent Director-Chairperson	23-07-2021	-
		Ajit Joshi	Non-Executive - Independent Director-Member	23-07-2021	-
		Onkar Shetye	Executive Director-Member	04-05-2021	-
Corporate Social Responsibility Committee	Yes	Srirang Athalye	Non-Executive – Non-Independent Director-Chairperson	04-05-2021	-
		Vasant Guajarati	Non-Executive - Independent Director-Member	23-07-2021	-
		Ramashrya Yadav	Non-Executive - Non-Independent Director-Chairperson	23-07-2021	-
		Padma Deosthali	Non-Executive - Independent Director-Member	07-02-2022	-
<b>Note:</b> 1. The date of appointment of Chairperson is taken as the date when he was appointed as the Chairperson of the Committee. 2. The date of appointment of member is taken as the date when he was appointed as the member of the Committee. &Category of Directors means executive /non-executive /independent /nominee. If a director fits into more than one category, write all categories separating them with hyphen.					

III Meeting of Board of Directors								
Date(s) of Meeting of the Committee in the previous and relevant quarter in chronological order	Whether the requirement of quorum met	Total Number of Directors as on date of Meeting	Number of Directors present**	Number of Independent Directors present**			Maximum gap between any two consecutive Meeting (in number of days)	
18-10-2022	Yes	6	5	2				
18-01-2023	Yes	6	6	3			91	
**Details pertaining to attendance of Directors and independent directors are for current quarter Meetings.								
IV Meeting of Committees								
Type of Meetings	Date(s) of Meeting of the Committee in the previous and relevant quarter in chronological order	Whether requirement of quorum met (details)*	Total Number of Directors as on date of Meeting	Number of Directors present*	Number of Independent Directors present*	Number of members attending the meeting other than Board of Directors	Maximum gap between any two consecutive meetings in number of days*	
Audit Committee	18-10-2022	Yes	3	3	2	2		
Audit Committee	18-01-2023	Yes	3	3	2	2	91	
Nomination and Remuneration Committee	26-05-2022	Yes	3	3	2	2		
Nomination and Remuneration Committee	18-01-2023	Yes	3	3	2	2	236	
*This information has to be mandatorily be given for Audit Committee, for rest of the committees giving this information is optional.								
** To be filled in only for the current quarter meetings								
** To be filled in only for the current quarter meetings.								

V Related Party Transactions	
Subject	Compliance Status (Yes/No/N.A.) <sup>s</sup>
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether Details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>Note</b> 1. In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A. For Example, if the Board has been composed in accordance with the requirements of Listing Regulations, “Yes” may be indicated, similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated. 2. If status is “No” details of non-compliance may be given here.	

VI Affirmations		
Sr. No.	Subject	Compliance Status
1.	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 (Note 1)	Yes
2.	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee b. Nomination and Remuneration Committee c. Investors’ Grievances and Stakeholders’ Committee d. Risk Management Committee (applicable to top 500 listed entities)	Yes Yes Yes N.A
3.	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulation, 2015.	Yes
4.	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulation, 2015.	Yes
5.	This report and/or the report submitted in the previous quarter, has been placed before Board of Directors. The Corporate Governance Report for the quarter ended on December 31, 2022 was placed before the Board at its meeting held on January 18, 2023. The Corporate Governance Report for the quarter ended on March 31, 2023 shall be placed before the Board at its next meeting to be held in Month of April 2023.	Yes
6.	Any comments/ observations/ advice of Board of Directors may be mentioned here	-

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	<b>If Yes provide link to website. If No / NA provide reasons</b>
<b>As per regulation 46(2) of the LODR:</b>		
a) Details of business	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
b) Terms and conditions of appointment of independent directors	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
c) Composition of various committees of board of directors	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
d) Code of conduct of board of directors and senior management personnel	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
e) Details of establishment of vigil mechanism/ Whistle Blower policy	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
f) Criteria of making payments to non-executive directors	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
g) Policy on dealing with related party transactions	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
h) Policy for determining 'material' subsidiaries	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
i) Details of familiarization programmes imparted to independent directors	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
j) Email address for grievance redressal and other relevant details	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
l) Financial results	<b>Yes</b>	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>

m) Shareholding pattern	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
n) Details of agreements entered into with the media companies and/or their associates	N.A	
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
p) New name and the old name of the listed entity	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
q) Advertisements as per regulation 47 (1)	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	N.A	
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
<b>As per other regulations of the LODR:</b>		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
b) Materiality Policy as per Regulation 30	Yes	<a href="http://www.aurumproptech.in">www.aurumproptech.in</a>
c) Dividend Distribution policy as per Regulation 43A (as applicable)	N.A	

It is certified that these contents on the website of the listed entity are correct.

<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes
<i>Meeting of board of directors</i>	17(2)	Yes
<i>Quorum of board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for Appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of board</i>	17(11)	Yes
<i>Maximum number of directorship</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of Nomination &amp; Remuneration Committee</i>	19(1) & (2)	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes
<i>Meeting of Nomination &amp; Remuneration Committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	Yes
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	N.A
<i>Meeting of Risk Management Committee</i>	21(3A)	N.A
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party Transactions</i>	23(4)	Yes
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	N.A
<i>Maximum Tenure</i>	25(2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes

<i>Familiarization of independent directors</i>	<i>25(7)</i>	Yes
<i>Declaration from Independent Director</i>	<i>25(8) &amp; (9)</i>	Yes
<i>Directors and Officers insurance</i>	<i>25(10)</i>	Yes
<i>Memberships in Committees</i>	<i>26(1)</i>	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	<i>26(3)</i>	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	<i>26(4)</i>	Omitted with effect from May 5, 2021
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26(2) &amp; 26(5)</i>	Yes

### **III Affirmations:**

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.



<b>Name of the Listed Entity:</b>	Aurum PropTech Limited
<b>Period:</b>	Half Year ended March 31, 2023
<b>I. Disclosure of Loans / guarantees / comfort letters / securities etc.</b>	

<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:</b>		
<b>Entity</b>	<b>Aggregate amount advanced during six month</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

<b>(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type of security (cash, shares etc)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

## II. Affirmations:

Neither loans (nor other form of debt), guarantees, comfort letters (by whatever name called) or securities nor any loan(s) (or other form of debt) given directly or indirectly by the Company to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.

### Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - a) by a government company to/ for the Government or government company
  - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - c) by a banking company or an insurance company; and
  - d) by the listed entity to its employees or directors as a part of the service conditions.
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.