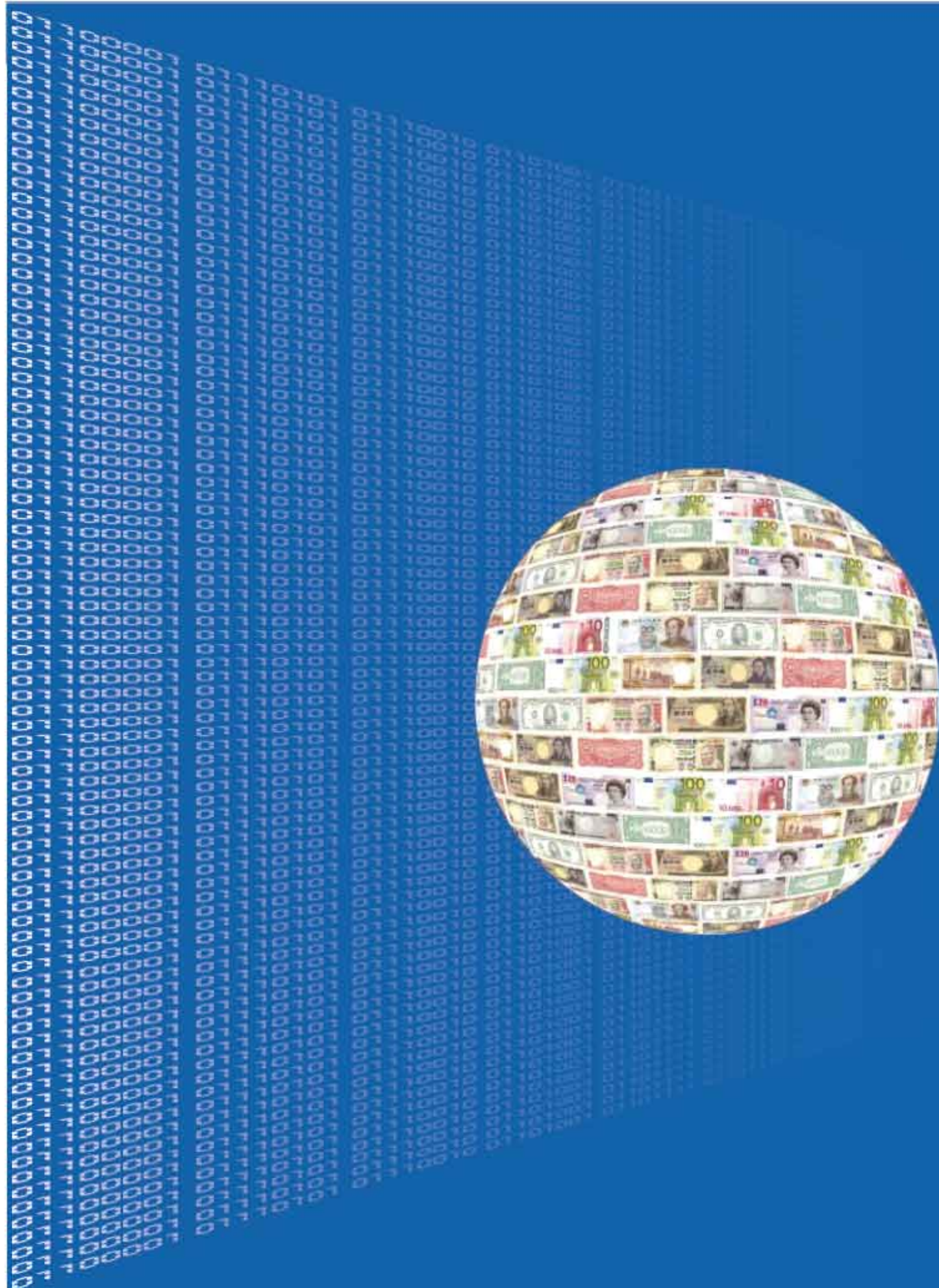


aurionPro

Annual Report 2010-2011



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Bird's Eye View of Payments

Revolutionizing the Payments Industry with aurionPro's Payment Hub

Traveling through rural areas in developing countries, you'll likely observe a curious trend. A lack of core infrastructure to enable communications and limited access to Banking services is apparent, while the adoption and proliferation of mobile phones is at the same time obvious. In fact, by mid-2010, there were approximately 5 billion active mobile devices throughout the world. It is estimated that there will be roughly 6 billion mobile connections by 2012, covering a large percentage of the global population. This explosion of access to mobile connectivity, even in the most remote areas, has accelerated the availability of communications, Banking, and Payments services that were previously unattainable.

Mobile payments is just one aspect of the Payments Industry that is evolving at the most rapid pace. On the Corporate side, Banks and other Financial Services Institutions are constantly seeking to improve efficiencies around the management of capital, while also attempting to follow increasingly complex regulatory requirements. For the Retail Banking Industry, electronic payment providers in the U.S. such as PayPal and new entrants such as Square are making it easier than ever for merchants to accept new forms of payments and process them at lower fees than previously possible. Growing international payments needs are also pushing the envelope across the industry.

aurionPro has a long history of developing payments solutions that have been adopted by some of the most innovative Banking, Processing, and Technology providers across India, Southeast Asia, Africa, the Middle East, and North America. Our Payments Hub is a multi-functional platform that caters to both Corporate and Retail customers by providing state-of-the-art cash management, Internet banking, risk management, and electronic and mobile payments capabilities, along with enabling integration with credit card, charge card, debit card, check, ETF/ACH, wire transfer and cash processing providers. In addition to the out-of-the box payments framework that we provide, aurionPro's team of highly experienced domain experts partner closely with our customers in order to conceptualize and deliver global enterprise payments solutions to meet their specific requirements.

Evolution of Banking systems in India

India has quite a competitive Banking Industry, mostly due to its large market size and business sophistication. Although 60% of all transactions are still executed with cash, an

increasing need to accelerate innovation across payments offerings is becoming evident. India's economy continues to expand at a rapid pace creating a growing middle class and an increasingly consumer-oriented mentality. For the most part, core Banking technologies are securely in place at India's Financial Institutions. Peripheral software-based services for improved cash management and payments capabilities now need to be implemented around these core systems in order to achieve the necessary efficiencies to service the developing customer base.

India has achieved its biggest success in electronic payments with the introduction of the Real Time Gross Settlement (RTGS) system for large value payments and the complementary National Electronic Fund Transfer (NEFT) system for smaller transactions. These solutions have brought settlement to an almost real-time basis. The Reserve Bank of India (RBI) has also scored spectacular gains with its penetration through its Electronic Clearing Service (ECS). Finally, availability of state-of-the-art applications has enabled multi-country payments with other country-specific platforms.

The Reserve Bank of India has set up an organization called the National Payments Council of India (NPCI) to advance the Payments Industry. The NPCI offers a plethora of services, including their own switch for card payments, mobile payments, and a host of electronic payments. The NPCI has also commissioned micropayments over mobile networks for member Banks, with the ultimate goal of reducing the number of check and cash transactions. This offering will be attractive to a younger generation of India's population and will also help to include individuals living in



remote or rural geographies, providing Banking services to a whole new set of customers. With all of these valuable offerings, the NPCI will play a major role in the growth of the Banking and Payments Industry while lowering overall transaction costs.

aurionPro's Payment Hub

The Payments Industry is advancing at an incredible pace in India and other emerging economies, as well as in established markets such as the U.S. and Europe. aurionPro's Payments Hub provides all of the Corporate and Retail payments capabilities necessary for Banks and other Financial Services companies to compete in this ever-changing environment. This centralized application framework connects seamlessly with various Banking applications, payment platforms and messaging applications, supporting channels such as NPCI, SWIFT, RTGS, NEFT, ATM switch, Corporate portals, electronic portals, and mobile Banking. It



was developed in a modular fashion and also offers critical cash management functionality that can seamlessly connect to core Banking, treasury, credit card systems, trade finance, SAP, and more.

Features of aurionPro's Payment Hub include:

- ❖ Consolidation of diverse payment streams into one centrally managed platform
- ❖ Visibility of payment status, providing monitoring, trend analysis, MIS reporting and liquidity management capabilities
- ❖ Payment life-cycle management
- ❖ Customer interaction, order management and payment execution
- ❖ Support of Payments gateways including EFT, RTGS, SWIFT and mobile

payments

- ❖ Fraud and laundering management features
- ❖ Incoming and outgoing payment transparency
- ❖ Integration of ERP applications with Banks' core Banking systems
- ❖ Single dashboard of Corporate terminals
- ❖ Enabling the processing of direct debits, bill view, etc.

Benefits include:

- ❖ Integration of payments applications across Banks
- ❖ Achieving 100% STP and streamlining of business processes
- ❖ Enterprise-level scalability
- ❖ Reducing time to market with new products
- ❖ Transparency in customer interactions
- ❖ Improved control of transaction processing
- ❖ Increased speed of on-boarding new customers, resulting in improved customer satisfaction
- ❖ Multiple delivery channels and prebuilt adapters



Company Information

BOARD OF DIRECTORS

Mr. Vishwanath Prabhu	CEO & Chairman
Mr. Amit R. Sheth	Managing Director
Mr. Sanjay Desai	Executive Director
Mr. Paresh C. Zaveri	Non Executive Director
Mr. Prem G. Rajani	Independent Director
Dr. Nikunj Kapadia	Independent Director
Dr. Mahendra F. Mehta	Independent Director
Mr. Sandeep Daga	Independent Director

COMPANY SECRETARY

Mr. Mehul Raval

BOARD COMMITTEES

Audit Committee

Dr. Mahendra F. Mehta (Chairman)
Dr. Nikunj Kapadia
Mr. Amit Sheth
Mr. Prem Rajani
Mr. Sandeep Daga

Shareholders' / Investors' Grievance and Share Transfer Committee

Dr. Mahendra F. Mehta (Chairman)
Mr. Prem Rajani
Mr. Sandeep Daga
Mr. Amit Sheth

Remuneration / Compensation Committee

Mr. Sandeep Daga (Chairman)
Mr. Prem Rajani
Dr. Nikunj Kapadia
Dr. Mahendra F. Mehta
Mr. Amit Sheth

REGISTERED OFFICE

404, 4th Floor,
Nomura, High Street,
Hiranandani Business Park,
Powai, Mumbai – 400 076.

REGISTRARS & TRANSFER AGENTS

Bigshare Services Private Limited
E-2, Ansa Industrial Estate, Saki Naka,
Andheri – (E), Mumbai – 400 072.

STATUTORY AUDITORS:

M/s. Chokshi & Chokshi
Chartered Accountants, Mumbai

INTERNAL AUDITORS

D. Kothary & Co.
Chartered Accountants, Mumbai

BANKERS

HDFC Bank Limited
State Bank of India
Axis Bank Limited
Yes Bank Limited
Bank of India



Chairman's Message



Mr. Banesh Prabhu
Chief Executive Officer & Chairman

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We are quite optimistic about our ability to capture new and expanding opportunities in the year ahead, and on behalf of all of us at aurionPro, I would like to thank you for your continued support.

Dear Shareholders,

It is my pleasure to report aurionPro's annual results for our 2010 fiscal year, operating from April 1, 2010 through March 31, 2011. It was quite an exciting period during which rising optimism was visible as the global economy improved while beginning to come out of the financial crisis. Our outstanding sales and operating performance reflect this optimism. Revenues for the financial year grew 25.85% over fiscal year 2009, growing to 423.73 crores (\$94.82 million USD), with net profits reaching 49.96 crores (\$11.14 million USD).

This was also an exhilarating year for me personally as I stepped into the roles of Chief Executive Officer and Chairman of the Board in January 2011. After 23 years as a senior executive, managing various international markets in Citibank Operations and Technology as the Global Operations Head for their International Consumer business, I can clearly see how aurionPro's product suites and expert-level consulting services can help companies achieve significant efficiencies. I am truly excited for the years ahead and for the opportunity to help drive the continued growth of aurionPro.

I would also like to take the opportunity to recognize and thank Sanjay Desai, previous Chairman of the Board, for his unwavering dedication and commitment to aurionPro. Due to the leadership of Sanjay and the other Executive Management Team members, the company has evolved from a small, niche, India banking-focused technology business, to a

global technology solutions company employing more than 1200 employees worldwide today. He has led an amazing journey to this point and will remain involved with aurionPro as a Board Director to ensure that our incredible growth trajectory continues.

Although I have only been officially working with the company for a short period of time, I have been closely observing aurionPro's business and performance over the last five years. During that time aurionPro has assembled a complementary portfolio of software products and consulting services, along with a world class Management Team. This has enabled us to take advantage of a myriad of growth opportunities presenting themselves as the various geographies surface from a difficult recessionary period. Our focus on some of the most rapidly evolving industries such as Banking, Payments, Capital Markets, and Logistics, while geographically positioning ourselves to take advantage of the continued surge in growth in markets such as India, Southeast Asia, the Middle East, North Africa, and North America, has set us up extraordinarily well to continue to meet our annual growth targets.

aurionPro has proven strong growth over the past year, delivering software solutions that drive efficiencies in the secure exchange of information, financial assets, and goods across the globe. Implemented at more than 300 clients, these

solutions are almost equally split between software product deployments and consulting service initiatives.

Approximately 55% of our business originated from the United States, 40% from India and Asia, and 5% from EMEA. It is core to aurionPro's business plan to actively focus on increasing our geographical reach through dedicated Sales and Alliances teams that are driving towards expanded revenue targets. Many of the Financial Services companies in these regions currently lag behind in "digitalization" of their services. In order to remain competitive, they will need to focus on mobility, payments, and richness of content and information, all of which are core focus areas that aurionPro has proven, deep domain expertise in.

Looking ahead, aurionPro is expecting to see consistent growth during our fiscal year 2011 across our main business lines:

Payments solutions

Electronic and mobile payment solutions dominate the technology media headlines as banks, payment processors, and High Tech companies rush to define their Payments strategies. The aurionPro Payment Framework solution includes an integrated payment utility capability that goes beyond Consumer Payments by addressing Small Business and Corporate needs for Cash Management, Treasury, and Risk Management. aurionPro has productized several Payments-related software offerings that will enable our customers to get to market more efficiently and we are expecting continued strong revenue growth across our Payments software and consulting offerings. The aurionPro Payment Framework is capable of interfacing with various payment networks, including: Cards – Debit & Credit, Funds Transfers, Remittances, e-commerce, m-commerce, ATM networks, Check clearing, etc.

Supply Chain Management (SCM) solutions

Our SCM software suite, SCMPProfit, has demonstrated aggressive growth as our Software as a Service (SaaS) model is gaining significant traction and adoption across the industry. New business partnerships in North America are anticipated to increase our geographical reach while upcoming R&D investments will be used to evolve SCMPProfit's user experience and to enhance mobile features, both of which will help to maintain our leadership position in the industry. The product has best-in-class capabilities that include: order management, warehouse management, and freight management, providing monitoring and exception case handling through complete visibility into a client's orders, inventory positions, delivery status, and in-transit details.

Capital Markets solutions & services

aurionPro's domain expertise across the Capital Markets industry is second to none. Our deep partnerships with trading technology providers such as Orc Software has enabled us to develop highly valued software add-ons while providing the most experienced

domain and technology resources in the industry to ensure that implementations are successful each and every time. Our Capital Markets experts have successfully developed low latency, native connectivity to markets including: the Tokyo Stock Exchange, the Singapore Exchange and the Singapore Mercantile Exchange, the New York Stock Exchange, the Abu Dhabi Securities Exchange, the Dubai Gold and Commodities Exchange, and Euronext among many others. Additional focus on expanding our presence in North America has proven successful over the past year, and we are expecting continued growth into 2012.

Information Security & Management services

Our expert-level consulting businesses focusing on Information Security, Web Solutions and Enterprise Content Management, Mobile Application Development, Enterprise Applications, and Business Intelligence, are all expected to grow consistently through FY12. Much of this is due to the optimistic outlook of our Financial Services, High Tech, and Healthcare customers as the global economy stabilizes after the financial crisis. Specifically, demand for higher-end consulting services has grown significantly in the first half of 2011 and our deep partnerships with top-tier enterprise software vendors including Oracle, with whom we have become the first U.S. Consulting Firm to achieve Oracle "Specialized" status in Identity Administration and Analytics, IBM, Microsoft, OpenText, and EMC, are paying huge dividends as we directly benefit from the increased number of software implementation projects that result from improved software sales. Maintaining our industry leading experience and talent levels will be a primary focus as we plan to acquire and retain top consulting resources to support the anticipated growth.

Although the global economy will continue to be tested in the near term, demand for technology solutions that help companies operate more efficiently has undeniably increased. aurionPro's deep expertise across many emerging industries, along with the cloud-based, web, and mobile solutions offered through our product suites, will help to ensure our continued growth path. Our mature partnerships and certifications with top tier technology companies will also play a large part in expanding our geographic and industry reach most effectively.

We are quite optimistic about our ability to capture new and expanding opportunities in the year ahead, and on behalf of all of us at aurionPro, I would like to thank you for your continued support.

Sincerely,
Banesh Prabhu

