Certificate of Incorporation

No. 5795 of 1970

I hereby Certify that THE MACMILLAN COMPANY OF INDIA PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is Limited.

Given under my hand at Madras this

Nineteenth day of January One thousand
Twentyninth day of Pausa One thousand
nine hundred and seventy.
eight hundred and ninety-one. (Saka)

(Sd.) S. M. YOUSUF
Registrar of Companies
FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME

In the Office of the Registrar of Companies MADRAS.

[Under the Companies Act, 1956 (I of 1956)]

IN THE MATTER OF* THE MACMILLAN COMPANY OF INDIA
PRIVATE LIMITED

I hereby certify that THE MACMILLAN COMPANY OF INDIA
PRIVATE LIMITED, which was originally incorporated on Nineteenth
Twentieth
January, 1970 under the† Companies Act, 1956 and under
day of Pausa, 1891 (Saka) the name THE MACMILLAN COMPANY OF INDIA PRIVATE LIMITED
having duly passed the necessary resolution in terms of section 21 of
Companies Act, 1956, dated 16th July 1971 the name of the said
company is this day changed to THE MACMILLAN COMPANY OF
INDIA LIMITED and this certificate is issued pursuant to section 23 (1)
of the said Act.

Given under my hand at MADRAS this day of Fourteenth,
September (One thousand nine hundred seventyone).
Bhadra One thousand eight hundred and ninetythree. (Saka)

SEAL OF
THE REGISTRAR
OF COMPANIES,
TAMIL NADU

Sd. (Smt.) P. Annapurna
Asst. Registrar of Companies.
MADRAS.

* Here give the name of the company as existing prior to the change.
† Here give the name of the Act (s) under which the company was originally registered and incorporated.
No. 5795
FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON CHANGE OF NAME

In the office of the Registrar of Companies, Madras
[Under the Companies Act, 1956 (1 of 1956)]
In the Matter of *MACMILLAN COMPANY OF INDIA LIMITED

I hereby certify that Macmillan Company of India Limited which was originally incorporated on Nineteenth day of January 1970 under the Companies Act, 1956/ under the name Macmillan Company of India Limited having duly passed the necessary resolution in terms of section 21 of the Companies Act, 1956, and the approval of the Central Government signified in writing having been accorded hereto in the Ministry of Law, Justice & Company Affairs, Department of Company Affairs, Regional Director, Madras, letter No. 4/21/M20/80 dated 24.9.80 the name of the said company is this day changed to Macmillan India Limited and this certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Madras, this Fourth day of October
Twelth
Asvina

(SEAL OF
THE REGISTRAR
OF COMPANIES, TAMIL NADU)

(One thousand nine hundred eighty)
(One thousand nine hundred and two (Saka)

Sd/- H. BANERJEE
Asst. Registrar of Companies
Tamil Nadu

* Here give the name of the company as existing prior to the change
** Here give the name of the Act(s) under which the company was originally registered and incorporated.

CSA:
GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, Tamil Nadu, Chennai, Andaman and Nicobar Islands

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number: L22122TN1970PLC005795

In the matter of M/s MACMILLAN INDIA LIMITED

I hereby certify that MACMILLAN INDIA LIMITED which was originally incorporated on Nineteenth day of January Nineteen Hundred Seventy under the Companies Act, 1956 (No. 1 of 1956) as THE MACMILLAN COMPANY OF INDIA PRIVATE LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN A64093420 dated 25/06/2009 the name of the said company is this day changed to MPS LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Chennai this Twenty Fifth day of June Two Thousand Nine.

[Signature]

Assistant Registrar of Companies
Tamil Nadu, Chennai, Andaman and Nicobar Islands

Mailing Address as per record available in Registrar of Companies office:

MPS LIMITED
NO.21,PATTULLOS RD.,MOUNT ROAD,MADRAS-2.,TAMIL NADU,
TAMIL NADU - 600002,
Tamil Nadu, INDIA