

Date: 18 July 2025

Compliance Report

It is hereby certified that the Draft Scheme of Arrangement between ADI BPO Services Limited (Post Demerger of its Infrastructure Management Business Undertaking into ADI Holdings Private Limited vide a Scheme of Arrangement) and the Company, does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular no. SEBI/HO/CFD/POD2/P/CIR/2023/93 dated 20th June, 2023, including the following:

S.No	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

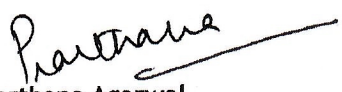


Raman Sapra
Company Secretary



Rahul Arora
Chairman, CEO and Managing Director

Certified that the accounting treatment provided in the draft scheme of arrangement involving ADI BPO Services Limited (Post Demerger of its Infrastructure Management and Investing Business Undertaking into ADI Holdings Private Limited) and the company is in compliance with all the Accounting Standards applicable to a listed entity.



Prarthana Agarwal
Chief Financial Officer



Rahul Arora
Chairman, CEO and Managing Director

www.mpslimited.com

Registered office: RR Towers IV, Super A, 16/17, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai 600 032, INDIA. Tel: +91 44 4916 2222 Email: info@mpslimited.com
Corporate identification Number: L22122TN1970PLC005795