



MPS Limited

C - 35, Sector- 62, Noida- 201 307, Uttar Pradesh (INDIA)

Tel: +91 120 4599 750

December 6th, 2018

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
Scrip Code: MPSLTD	Scrip Code: 532440

Subject – Receipt of intimation from ADI BPO Services Limited for withdrawal of Scheme of Amalgamation of ADI BPO Services Limited with the Company

We would like to inform you that the Company has received a communication dated December 6, 2018 from ADI BPO Services Limited, wherein they have intimated that their Board of Directors in its meeting held on December 6, 2018 have decided to withdraw the Scheme of Demerger of 'Infrastructure Management Business Undertaking' of ADI BPO Services Limited into ADI Media Private Limited and Scheme of Amalgamation of ADI BPO Services Limited [post demerger] with MPS Limited ["hereinafter referred to as Scheme"]

The communication states that the demerger may not be commercially viable due to legal uncertainties/risks and the current stamp duty position in Tamil Nadu post the issuance of recent circular declaring that amalgamation/ demerger schemes may be liable to stamp duty. Further, as per the provisions of the Scheme of Amalgamation, since the amalgamation cannot be made effective on a standalone basis, without the Scheme of demerger getting effective, the Board of Directors of ADI BPO Services Limited have decided to withdraw the entire Scheme.

Please note that this matter will be considered by the Board of Directors of the Company in their next Board Meeting. There will be no impact on the public shareholding, capital structure, earnings etc., as the original scheme itself was neutral in that respect.

Request you to take the above on record.

Thanking you,

Yours Sincerely,
For **MPS Limited**


Sunit Malhotra
CFO and Company Secretary

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