

Date: April 18, 2021

The Manager - Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Symbol: MPLTD	The Manager - Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 BSE Scrip Code: 532440
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Dear Sirs,

Sub: Annual Secretarial Compliance Report for the Financial Year 2020-21

Pursuant to SEBI vide its circular No. CIR/CFD/CMD 1/27/2019 dated 08.02.2019, please find enclosed herewith the Annual Secretarial Compliance Report dated April 15, 2021 for the Financial Year 2020-21 issued by M/s. R. Sridharan & Associates, Company Secretary in Practice.

Kindly take the above information on record.

Thanking you,

Yours faithfully,
For **MPS Limited**

Sunit Malhotra
CFO & Company Secretary

Enclosed: As above

ISIN: INE943D01017

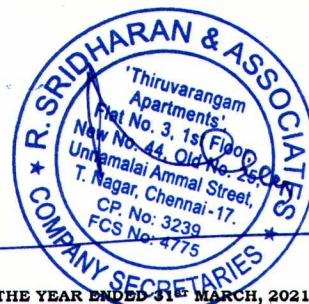
Secretarial Compliance report of MPS LIMITED for the yearended 31st March, 2021

We, **R.SRIDHARAN & ASSOCIATES, Company Secretaries** have examined:

- a) all the documents and records made available to us and explanation provided by **MPS LIMITED (CIN: L22122TN1970PLC005795)** having its Registered office at **RR TOWER IV, SUPER A,16/17 THIRU-VI-KA INDUSTRIAL ESTATE, GUINDY CHENNAI - 600032,**
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity, (website address: **<https://www.mpslimited.com>**)
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March 2021** in respect of compliance with the provisions of :
 - a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable during the year under review);
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable during the year under review);
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable during the year under review);
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable during the year under review);
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) regulations, 1993 regarding the Companies Act and dealing with client;
- j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;





ISIN: INE943D01017

And based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under:

Sr.No	Compliance Requirement (Regulations/circulars/guidelines including specific clauses)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. Fines, warning letter, debarment etc.	Observations/remarks of the Practicing Company Secretary, if any.
Nil				

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Nil				

FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES



CS R.SRIDHARAN

C.P NO.3239

FCS.NO.4775

UIN: S2003TN063400

UDIN:F004775C000097626

PLACE : CHENNAI
DATE : 15TH APRIL, 2021