

Date: October 13, 2020

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051, India <b>Symbol: MPSLTD</b> <b>ISIN: INE943D01017</b>	<b>BSE Limited</b> Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001, India <b>Scrip Code: 532440</b> <b>ISIN: INE943D01017</b>
---	--

Dear Sir/ Madam,

**Sub: Completion of extinguishment of 5,66,666 (Five Lakhs Sixty Six Thousand Six Hundred and Sixty Six) equity shares of face value of INR 10 each ("Equity Shares") at a price of INR 600.00 (Indian Rupees Six Hundred only) by MPS Limited (the "Company") for an amount not exceeding INR 34,00,00,000 (Indian Rupees Thirty Four Crores only) under tender offer route pursuant to the provisions of the SEBI (Buy-back of Securities) Regulations, 2018, (the "SEBI Buyback Regulations") and the Companies Act, 2013 (the "Companies Act"), each as amended (the "Buyback")**

Pursuant to the public announcement dated August 12, 2020 published on August 13, 2020 ("Public Announcement") and the letter of offer dated September 8, 2020 ("Letter of Offer"), the tendering period for the Buyback opened on Wednesday, September 16, 2020 and closed on Tuesday, September 29, 2020. In accordance with the provisions of Regulation 11 (iv) of the SEBI Buyback Regulations, the following are the details of the Equity Shares bought back by the Company during the tendering period and extinguished:

Equity share capital before the said extinguishment (Number of Equity Shares)	Number of Equity Shares extinguished and destroyed	Equity share capital after the said extinguishment (Number of Equity Shares)
1,86,16,926	5,66,666	1,80,50,260

We hereby confirm that all the above 5,66,666 Equity Shares were in demat form and accordingly have been extinguished and destroyed in the manner suggested under regulation 11(ii) of SEBI Buyback Regulations.

Since no Equity Shares were bought back in physical form, extinguishing and physically destroying the Equity Shares as provided under Regulation 11(i) of the SEBI Buyback Regulations was not applicable.

In accordance with the provisions of Regulation 11 of the SEBI Buyback Regulations a copy of the letter no. II/CA/COM/41832/2020 dated October 12, 2020 received from National Securities Depository Limited confirming the extinguishment of 5,66,666 Equity Shares is enclosed herewith as **Annexure I**;

The reconciliation statement of equity share capital of the Company, pre-Extinguishment and post-Extinguishment, is as under:

Particulars	Pre-Extinguishment	Post-Extinguishment
Authorised share capital	INR 20,00,00,000 (2,00,00,000 Equity Shares)	INR 20,00,00,000 (2,00,00,000 Equity Shares)
Issued, subscribed and fully paid up share capital	INR 18,61,69,260 (1,86,16,926 Equity Shares)	INR 18,05,02,600 (1,80,50,260 Equity Shares)

The pre-Buyback and the post-Buyback shareholding pattern of the Company as published in the post-Buyback public advertisement dated October 8, 2020 and published on October 9, 2020 has been reproduced below for ease of reference.

Particulars	Pre-Buyback		Post Buyback <sup>#</sup>	
	No. of Equity Shares	% to the existing Equity Share Capital	No. of Equity Shares	% to the post-Buyback Equity Share Capital
Promoters and persons acting in concert (collectively "the Promoters")	1,26,16,996	67.77	1,22,71,608	67.99
Foreign Investors (Including Non-Resident Indians, FIIs)	15,40,499	8.27	57,78,652	32.01
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions and Insurance Companies	6,51,345	3.50		
Others (Public, Public Bodies Corporate etc.)	38,08,086	20.45		
<b>Total</b>	<b>1,86,16,926</b>	<b>100.00</b>	<b>1,80,50,260</b>	<b>100.00</b>

<sup>#</sup> After extinguishment of 5,66,666 Equity Shares accepted in the Buyback

The terms used but not defined in this letter shall have the same meaning as assigned in the Public Announcement and the Letter of Offer.

We request you to please take the same on record.

**For MPS Limited**

Sunit Malhotra  
CFO & Company Secretary

Encl: a/a

Ref: II/CA/COM/41832/2020

October 12, 2020

Mr. K. Ramchandran  
Sr. Manager - Compliance  
MPS Limited  
315/316, Raheja Chambers  
12, Museum Road  
Bangalore - 560 001

**Sub : Buy-back (tender offer)**

Dear Sir,

As per the corporate action(s) executed by your R&T Agent/Registry Division viz; Cameo Corporate Services Ltd , Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

<i>ISIN</i>	<i>ISIN Description</i>	<i>D/C</i>	<i>Records</i>	<i>Quantity</i>	<i>Execution Date</i>
INE943D01017	MPS LIMITED EQ	Debit	1	566,666.000	12/Oct/2020

You may contact your R&T Agent/ Registry Division for further details in this regard.

Yours faithfully,

**Rakesh Mehta**  
Vice President