MPS Limited
A-1, Tower A, 4th Floor, Windsor IT Park, Sector 125, Noida
Tel: +91 120 4599 750

Ref: MPSL/SE/57/2026-27
Date: 22 August 2026

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot no. C/1,
G Block, Bandra – Kurla Complex, Bandra (East),
Mumbai - 400 051, India
Symbol: MPSLTD
ISIN: INE943D01017

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001, India
Scrip Code: 532440
ISIN: INE943D01017

Dear Sirs,

Sub: Proceedings of Meeting of Equity Shareholders of MPS Limited ("the Company") convened pursuant to Order dated 02 July 2026 of the Hon'ble National Company Law Tribunal, Chennai Bench ("NCLT"), in the matter of Scheme of Amalgamation of ADI BPO Services Limited ("Transferor Company") with MPS Limited ("Transferee Company") and their respective Shareholders and Creditors ("Scheme").

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and with reference to our earlier disclosures dated 17 July 2026 and 22 July 2026 regarding convening of the Meeting of the Equity Shareholders of the Company pursuant to the Order dated 02 July 2026 of the Hon'ble NCLT, in relation to their approval of the Scheme of Amalgamation of ADI BPO Services Limited with MPS Limited, we wish to inform you that the Meeting of the Equity Shareholders of the Company was duly convened and held today, i.e., 22 August 2026, through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), pursuant to the directions of the Hon'ble NCLT.

The brief summary of the proceedings of the meeting of Equity Shareholders as required under Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations is enclosed herewith.

The same is also available on the Company's website at https://www.mpslimited.com/scheme-of-amalgamation/

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,
For **MPS Limited**

Raman Sapra
Digitally signed by Raman Sapra
Date: 2026.08.22 16:58:09 +05'30'

Raman Sapra
Company Secretary and Compliance Officer

Encl: As Above

Summary of proceedings of the NCLT-convened Meeting of Equity Shareholders

The Board of Directors of the Company had, at its meeting held on 18 July 2025, approved the Scheme of Amalgamation of ADI BPO Services Limited ("Transferor Company") with MPS Limited ("Transferee Company") and their respective Shareholders and Creditors ("Scheme"). Thereafter, the Hon'ble National Company Law Tribunal, Chennai Bench ("NCLT"), vide its Order dated 02 July 2026, passed in Company Application No. CA(CAA)/45(CHE)2026, directed the convening of the Meeting of the Equity Shareholders of MPS Limited ("the Company") in relation to the Scheme.

Pursuant to the aforesaid Order of the NCLT, the Meeting of the Equity Shareholders of MPS Limited ("the Company") was convened on Saturday, 22 August 2026, at 10:00 A.M. (IST), through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in accordance with the directions of the NCLT and the applicable provisions of the Companies Act, 2013, the relevant circulars issued by the Ministry of Corporate Affairs, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The proceedings of the Meeting were recorded, and the recording has been preserved in accordance with the applicable circulars issued by the Ministry of Corporate Affairs.

Mr. Raman Sapra, Company Secretary and Compliance Officer of the Company, welcomed the Equity Shareholders to the Meeting and introduced the participants in attendance, including Mr. S. C. Jain, Chairperson appointed by the Hon’ble NCLT; the members of the Board of Directors; Ms. Prarthana Agarwal, Chief Financial Officer; Ms. Papinani Radha Rani, General Counsel; and Mr. Kishore Prakash, Scrutinizer appointed by the Hon’ble NCLT.

Chairperson & Scrutinizer:

Mr. S.C Jain	Chairperson appointed by the Hon’ble NCLT
Mr. Kishore Prakash	Scrutinizer appointed by the Hon’ble NCLT

Board of Directors:

Mr. Rahul Arora	Chairman & CEO
Ms. Divya Verma	Non-Executive Independent Director
Ms. Jayantika Dave	Non-Executive Non-Independent Director
Mr. Suhas Khullar	Non-Executive Independent Director

Other Participants:

Ms. Prarthana Agarwal	Chief Financial Officer
Ms. Papinani Radha Rani	General Counsel

Thereafter, he invited Mr. S. C. Jain, Chairperson, to formally commence the Proceedings of the Meeting.

Total No. of Shareholders on Record Date i.e. 17 August 2026: 27,109

No. of Shareholders attended the meeting through VC: 36

The Chairperson called the Meeting to order upon ascertaining that the requisite quorum of Equity Shareholders, as prescribed by the Hon'ble NCLT, was present at the Meeting. He informed the Shareholders that the following resolution was proposed to be passed at the Meeting:

S.no.	Resolution	Type of Resolution
1.	Approval of the Scheme of Amalgamation of ADI BPO Services Limited ("Transferor Company") with MPS Limited ("Transferee Company") and their respective Shareholders and Creditors pursuant to Sections 230 to 232 of the Companies Act, 2013.	Requisite Majority under Section 230(6) of the Companies Act, 2013

Thereafter, he requested Mr. Raman Sapra, Company Secretary and Compliance Officer of the Company, to briefly explain to the Shareholders the background and purpose of the Scheme.

Mr. Raman Sapra explained that the Scheme provides for the amalgamation of ADI BPO Services Limited, the holding company of MPS Limited, with MPS Limited, to consolidate the businesses and achieve greater operational and administrative efficiencies. He informed the Shareholders that the Scheme was approved by the Board and filed with the Stock Exchanges and the Hon'ble NCLT, and that the Meeting was being convened pursuant to the NCLT Order dated 02 July 2026. The Shareholders were advised to refer to the Notice and accompanying documents for further details.

Thereafter, at the invitation of the Chairperson, the Shareholders who had registered themselves as speakers raised their queries and sought clarifications in relation to the Scheme, which were duly addressed.

Thereafter, at the request of the Chairperson, Mr. Kishore Prakash, Scrutinizer appointed by the Hon'ble NCLT, briefed the Equity Shareholders on the voting procedure. He informed the Members that the remote e-voting facility was available from 19 August 2026 at 9:00 A.M. (IST) to 21 August 2026 at 5:00 P.M. (IST), with 17 August 2026 as the cut-off date for determining the eligibility of the Equity Shareholders to vote on the resolution. He further informed that the Equity Shareholders attending the Meeting and who had not cast their votes through remote e-voting would be provided an opportunity to cast their votes electronically during the Meeting. Thereafter, the Chairperson concluded the proceedings of the Meeting and thanked the Members for their participation.

The Meeting concluded at 10:15 A.M. (IST). The e-voting facility at the Meeting was kept open for a further period of 30 minutes after conclusion of the Meeting to enable the Equity Shareholders who were present at the Meeting and had not cast their votes through remote e-voting to cast their votes electronically.

Following the closure of remote e-voting and e-voting at the Meeting, the Scrutinizer shall scrutinise the votes cast by the Equity Shareholders of the Company through remote e-voting and e-voting at the Meeting and shall submit his consolidated report thereon to the Chairperson, in accordance with the applicable provisions of the Companies Act, 2013 and the directions contained in the Order of the Hon'ble NCLT.

The voting results, together with the Scrutinizer's Report, shall thereafter be declared by the Chairperson (or any other person authorised by the Company) and submitted to the Hon'ble NCLT, the Stock Exchanges and the Registrar of Companies, as applicable, and shall also be made available on the websites of the Company and CDSL.

Notes:

i. The Company will separately intimate the consolidated Scrutinizer's Report and the results of remote e-voting and e-voting at the Meeting to the Stock Exchanges.

ii. This document does not constitute the Minutes of the Meeting of the Company.

We request you to kindly take the same on record.