**Ref:** MPSL/SE/45/2026-27
**Date:** 29 July 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,

**Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026, we wish to inform you that the Board of Directors of MPS Limited ("the Company"), at its Meeting held today, i.e., 29 July 2026, has, inter alia, considered and approved the following:

**1. Re-appointment of Mr. Karthik Bhat Khandige (DIN: 06730563) as an Independent Non-Executive Director.**

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board has approved the re-appointment of Mr. Karthik Bhat Khandige (DIN: 06730563) as an Independent Non-Executive Director of the Company for a second term of five (5) consecutive years, commencing from 30 July 2026 up to 29 July 2031 (both days inclusive), subject to the approval of the Shareholders by way of a Special Resolution.

The disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and the aforesaid SEBI Master Circular are enclosed as **"Annexure-I"**.

**2. Cessation of Directorship of Ms. Ruvina Singh upon Completion of Tenure.**

The Board took note that the tenure of Ms. Ruvina Singh (DIN: 10352020) as an Independent Non-Executive Director of the Company concludes upon the close of business hours on 29 July 2026.

Accordingly, with effect from 30 July 2026, Ms. Ruvina Singh shall cease to be an Independent Non-Executive Director of the Company upon completion of her tenure. Consequently, she shall also cease to be the Chairperson of the Nomination and Remuneration Committee and a Member of the Stakeholders' Relationship Committee and the Corporate Social Responsibility Committee with effect from 30 July 2026.

The cessation is solely on account of completion of her tenure and is not due to resignation, removal, disqualification, or any other reason.

The Board placed on record its sincere appreciation for the valuable guidance, and significant contributions made by Ms. Ruvina Singh during her tenure as an Independent Non-Executive Director and as Chairperson/Member of the aforesaid Board Committees.

The disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and the aforesaid SEBI Master Circular are enclosed as **"Annexure-II"**.

### 3. Reconstitution of Board Committees of the Company

Consequent upon the completion of the tenure of Ms. Ruvina Singh as an Independent Non-Executive Director upon the close of business hours on 29 July 2026, the Board has approved the following changes in the composition of its Board Committees with effect from 30 July 2026:

#### a) Nomination and Remuneration Committee

The Board has approved the reconstitution of the Nomination and Remuneration Committee ("NRC") by appointing Mr. Karthik Bhat Khandige (DIN: 06730563) as a Member and designating Ms. Divya Verma (DIN: 03149607) as the Chairperson of the NRC.

Accordingly, the composition of the NRC with effect from 30 July 2026 shall be as follows:

| S.No. | Name of the NRC Members | Designation and Category |
|---|---|---|
| 1 | Ms. Divya Verma | Chairperson-Independent Non-Executive Director |
| 2 | Ms. Jayantika Dave | Member-Non-Executive Director |
| 3 | Mr. Karthik Bhat Khandige | Member-Independent Non-Executive Director |

#### b) Stakeholders' Relationship Committee

The Board has approved the reconstitution of the Stakeholders' Relationship Committee ("SRC") by appointing Mr. Atul Vohra (DIN: 11734775) as a Member of the Committee.

Accordingly, the composition of the SRC with effect from 30 July 2026 shall be as follows:

| S.No. | Name of the SRC Members | Designation and Category |
|---|---|---|
| 1 | Mr. Suhas Khullar | Chairperson-Independent Non-Executive Director |
| 2 | Mr. Atul Vohra | Member-Non-Executive Director |
| 3 | Mr. Rahul Arora | Member-Executive Director |

#### c) Corporate Social Responsibility Committee

The Board has approved the reconstitution of the Corporate Social Responsibility Committee ("CSR Committee") by appointing Ms. Divya Verma (DIN: 03149607) as a Member of the Committee.

Accordingly, the composition of the CSR Committee with effect from 30 July 2026 shall be as follows:

| S.No. | Name of the CSR Committee Members | Designation and Category |
|---|---|---|
| 1 | Mr. Rahul Arora | Chairperson-Executive Director |
| 2 | Ms. Divya Verma | Member-Independent Non-Executive Director |
| 3 | Ms. Jayantika Dave | Member-Non-Executive Director |

The above disclosures are also being made available on the Company's website, www.mpslimited.com, under the Investors section.

We further wish to inform you that the Board Meeting held today commenced at 10:00 hours and concluded at 17:00 hours.

This is for your information and records.

Yours Faithfully,
For **MPS Limited**

Raman Sapra Digitally signed by Raman Sapra Date: 2026.07.29 19:06:05 +05'30'

**Raman Sapra**
**Company Secretary and Compliance Officer**

**Encl:** As above

**"Annexure-I"**

**Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026:**

| S.No. | Particulars | Details |
|---|---|---|
| 1. | Reason for change viz. ~~appointment,~~ re-appointment, ~~resignation, removal, death or otherwise~~ | Re-appointment of Mr. Karthik Bhat Khandige (DIN: 06730563) as an Independent Non-Executive Director of the Company. |
| 2. | Date of ~~appointment /~~ re-appointment ~~/ cessation~~ (as applicable) & term of ~~appointment /~~ re-appointment | Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its Meeting held on 29 July 2026, approved the re-appointment of Mr. Karthik Bhat Khandige (DIN: 06730563) as an Independent Non-Executive Director of the Company for a second term of five (5) consecutive years, commencing from 30 July 2026 and ending on 29 July 2031 (both days inclusive), subject to the approval of the Shareholders of the Company by way of a Special Resolution. |
| 3. | Brief Profile (in case of appointment) | The Brief Profile of Mr. Karthik Bhat Khandige is enclosed as **"Annexure-IA"**. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Mr. Karthik Bhat Khandige is not related to any Director of the Company. |
| 5. | Information as required pursuant to BSE Circular No. LIST/COMP/ 14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 June 2018 | Mr. Karthik Bhat Khandige is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority. |

**“Annexure-IA”**

**Brief Profile of Mr. Karthik Bhat Khandige**
**Independent Non-Executive Director**

**Professional Experience:**

Karthik is the Founder and Managing Partner of Force Ventures, a venture firm specializing in early-stage investments from pre-seed and seed to Series A rounds.

With over 20 years of experience, Karthik has held significant leadership roles as both an investor and a business operator.

From 2001 to 2009, Karthik worked with prominent firms such as SB Billimoria (now Deloitte India) and Goldman Sachs Equity Research. Following his MBA from the Indian School of Business (ISB) in 2010-2011, he has played a pivotal role in the startup ecosystem, advising, building, and investing in over 75 high-growth startups. His investment portfolio spans public and private markets, including both equity and debt.

Karthik’s notable tenure in the startup ecosystem includes leadership positions at Zephyr Peacock India Fund, part of the global Zephyr Management Group, and Dailyhunt, a leading unicorn in local language content in India. He later founded and led Ubiquity Capital, focusing on early-stage venture debt, successfully overseeing the deployment and syndication of debt capital across more than 20 companies with zero delinquencies and top-tier IRRs.

In recognition of his impact, Karthik was ranked among India’s most prolific angel investors by Moneycontrol and Inc42 in 2022 and 2023. He holds an MBA from ISB Hyderabad, has cleared the CFA level 3 exams from the CFA Institute (USA), and is a Chartered Accountant from The Institute of Chartered Accountants of India.

**Performance & Contribution**

During his tenure as an Independent Director, Mr. Karthik Bhat Khandige has demonstrated sound judgment and made valuable contributions to Board deliberations, corporate governance, and strategic decision-making. His insights and active involvement have added significant value to the Company’s growth and governance framework.

**"Annexure-II"**

**Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026:**

| S.No. | Particulars | Details |
|---|---|---|
| **1.** | Reason for change viz. ~~appointment, re-appointment, resignation, removal, death~~ or otherwise | Cessation of Ms. Ruvina Singh (DIN: 10352020) as an Independent Non-Executive Director of the Company upon completion of her tenure. |
| **2.** | Date of ~~appointment / re-appointment /~~ cessation (as applicable) ~~& term of appointment / re-appointment~~ | Effective from 30 July 2026, consequent upon completion of her tenure at the close of business hours on 29 July 2026. |
| **3.** | Brief Profile (in case of appointment) | Not Applicable |
| **4.** | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |
| **5.** | Information as required pursuant to BSE Circular No. LIST/COMP/ 14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 June 2018 | Not Applicable |