

Ref: MPSL/SE/03/2023-24

Date: 11 April 2023

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
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Dear Sirs,

Sub: Outcome of the Board Meeting held on April 11, 2023.

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations"), read with Schedule-III thereto, and other applicable provisions, if any, we wish to inform that the Board of Directors of the Company at its meeting held on 11 April 2023, had *inter-alia* considered and approved the following matters:

1. Raising of funds through the issuance of equity shares of the Company ("Equity Shares") or any other Equity-linked Securities of the Company or other securities convertible into or exchangeable for Equity Shares by way of Qualified Institutions Placement ("QIP") in accordance with the provisions of Chapter VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time and other applicable laws, and/or any other permissible mode(s), in one or more of the tranches for an aggregate amount up to INR 250 Crores (Rupees Two Hundred and Fifty Crores Only), subject to necessary approval including the approval of the members of the Company and such other permissions, sanctions and statutory approvals, as may be required;

Further, the Board of Directors took note of the proposal that equity shares may be issued to investors on a preferential basis at a later stage.

The disclosure as required pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI Circular No.-CIR/CFD/CMD/4/2015 dated 09 September 2015, is provided in the enclosed "Annexure-A".

2. Re-Appointment of Mr. Rahul Arora as the Chief Executive Officer and Managing Director of the Company ("designated as Chairman & CEO") for a further period of 5 (five) years commencing from 12 August 2023 to 11 August 2028 (both days inclusive).

Requisite details in respect of the brief profile of Mr. Rahul Arora as required pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI Circular No.-CIR/CFD/CMD/4/2015 dated 09 September 2015, is provided in the enclosed "Annexure-B".

3. The Notice of Postal Ballot and fixed the cut-off date as Friday, 07 April 2023, for the purpose of dispatch of Postal Ballot Notice and reckoning of remote E-Voting Rights.



MPS Limited

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We further wish to inform that the Board Meeting held today commenced at 12.30 P.M. and concluded at 03.15 P.M.

This is for your kind information and record.

Thanking you,

Yours Faithfully,
For **MPS Limited**

Raman Sapra
Company Secretary & Compliance Officer

Encl: As Above

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Registered Office: RR Towers IV, Super A, 16/17, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai-600032 (INDIA), Tel: +91 44 49162222 Fax: +91 44 49 16 2225 Email: info@mpslimited.com

Corporate Identification Number: L22122TN1970PLC005795

Disclosure pursuant to Pursuant to SEBI Listing Regulations read with SEBI Circular No CIR/CFD/CMD/4/2015 dated 09 September, 2015

S.No.	Particulars	Information
a	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares or any other equity linked instruments or securities.
b	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Qualified Institutions Placement in terms of SEBI ICDR Regulations and other applicable law.
c	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issue size of up to INR 250 Crores (Rupees Two Hundred and Fifty Crores Only). The total number of securities proposed to be issued through QIP shall be determined after fixation of Issue Price at the time of issuance of securities.
d	in case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s) i. names of the investors ii. post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors iii. in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable
e	any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

Brief Profile of Mr. Rahul Arora

Mr. Rahul Arora is the Chairman, CEO, and Managing Director of MPS Limited. Mr. Arora is an authentic leader who takes pride in shaping MPS' agility toward swiftly adapting to rapidly evolving market dynamics. Under his leadership, the Company has significantly diversified its business interests, transitioning from being an India-based content services provider to a global market leader in content, learning, and platform solutions. Today, the Company is powered by more than 2,500 professionals across seven delivery centers in India, three European subsidiaries, and multiple North American client offices.

Mr. Arora joined the Company in Noida, India, in August 2012 as Chief Marketing Officer and has managed the significant diversification and growth of the Company. Much of the Company's growth story during this period was inorganic, and each acquisition was unlocked for tremendous synergies enhancing the long-term competitive advantage of the Company. Mr. Arora relocated to the U.S. in early 2013 to jump-start the first wave of US-based acquisitions (2013-15) via a newly established subsidiary, MPS North America LLC. After a successful QIP process in 2015, Mr. Arora was promoted by the Board of Directors to lead the diversification agenda as CEO and Managing Director of the Company. The acquisitions of Magplus and THINK in 2016 and 2017 supported the growth of the Platforms business launched in 2015. The acquisition of Tata Interactive Systems in 2018 marked MPS' definitive entry into the Corporate Learning Solutions marketplace and formed a third business segment- eLearning solutions. In 2020, when most companies were limiting themselves to business continuity, under Mr. Arora's leadership, the Company acquired HighWire Press at a competitive price to grow its platform business to an unprecedented scale. In 2021, Mr. Arora refined MPS' acquisition strategy to focus on growth to accelerate momentum, and subsequently, in 2022, the Company acquired E.I. Design Private Limited. E.I. Design is an award-winning eLearning company witnessing double-digit growth and at higher margins than MPS' standalone eLearning. A successful integration followed under his leadership and led to the transformation of MPS' eLearning Practice.

Mr. Arora now leads the building scale agenda of MPS. Five levers power MPS' growth strategy in the coming years, including leading with a market-based approach, scaling STAR accounts, acquiring new customer logos via compelling marketing, developing new capabilities, and acquiring growing assets that further add to the momentum.

With over a decade of dedicated leadership, Mr. Arora has played a pivotal role in scaling the Company to new heights and fostering its agility in adapting to dynamic market conditions to deliver exceptional value to clients worldwide. Mr. Arora's vision for 2027 is to establish a compelling learning company of a significant scale that will offer more innovative learning solutions accessible to all. His unwavering commitment to transforming global learning methodologies has helped MPS gain exponential growth and widespread recognition in the international markets.

Mr. Rahul Arora holds a Bachelor of Science in Business Management with concentrations in Economics and Entrepreneurship from Babson College (Class of 2007). Mr. Arora completed his full-time residential Post Graduate Program in Management with majors in Marketing and Strategy from the Indian School of Business, Hyderabad, India, in 2011. In 2017, he completed the Advanced Management Program at the Wharton School at the University of Pennsylvania. Mr. Arora is pursuing the Owner/President Program from Harvard Business School and is expected to complete the program as part of its 60th class in November 2023.

Mr. Rahul Arora is being proposed to be re-appointed as the Chief Executive Officer and Managing Director ("designated as Chairman & CEO") of the Company with effect from 12 August 2023, for a further period of 5 (five) years commencing from 12 August 2023 to 11 August 2028 (both days inclusive).

Ms. Yamini Tandon, Non-Executive Director, is the wife of Mr. Rahul Arora.