

3i Infotech[®]
LIMITLESS EXCELLENCE

Compliance Report as per the format specified in Annexure IV of SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ("Circular")

It is hereby certified that the draft scheme of arrangement involving 3i Infotech Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this Circular, including the following:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities – <i>Not Applicable</i>
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report – <i>Not Applicable</i>
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting – <i>Not Applicable</i>

For 3i Infotech Limited

Rajeev Limaye
Company Secretary

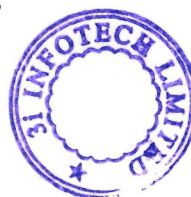
Padmanabhan Iyer
Managing Director and Global CEO

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving 3i Infotech Limited are in compliance with all the Accounting Standards applicable to a listed entity.

For 3i Infotech Limited

Padmanabhan Iyer
Chief Financial Officer

Padmanabhan Iyer
Managing Director and Global CEO



3i Infotech Limited

CIN: L67120MH1993PLC074411

T: +91 22 7123 8000 F: +91 22 7123 8310 W: www.3i-infotech.com

A: Tower # 5, 3rd to 6th Floors, International Infotech Park, Vashi, Navi Mumbai-400 703, India