

MPS Infotecnics Limited

CIN: L30007DL1989PLC131190



Date: 26.03.2025

To,
Listing Department,
Bombay Stock Exchange limited,
Floor 25, P J Towers,
Dalal Street, Mumbai -400001

Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza,C -1, Block - G,
Bandra Kurla Complex (E),
Mumbai- 400051

Scrip Code: 532411

NSE Symbol: VISESHINFO

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("hereinafter the SEBI-LODR") -Update on Material Litigation

Ref: Disclosure made by the Company dated March 17, 2025 pertaining to material litigation in terms of Reg. 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s)/Madam,

This is in continuation of the disclosure under Reg. 30 of the SEBI, Listing Regulations, 2015 dated March 17, 2025, submitted by the Company on 17th March, 2025 with the Stock Exchanges in which we had informed the Stock Exchanges that the Company has received a Show Cause Notice bearing no ITBA/AST/F/148A (SCN)_1/2024-25/1074518293(1) dated 15th March, 2025 from Income Tax Department for Proceedings u/s 148A, of Income Tax Act 1961 and also informed that we will be filing appropriate response to the said Show Cause Notice.

In this regard we would like to inform you that the Company has filed its reply/written submission with Income Tax Department on 26th March, 2025. Copy of which is enclosed herewith for your ready reference.

The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 , is enclosed herewith as an "Annexure-A."

This is for your information and records.

Thanking you,

Yours faithfully,
For MPS Infotecnics Limited

GARIMA Digitally signed by
SINGH GARIMA SINGH
Date: 2025.03.26
16:41:31 +05'30'

Garima Singh
Company Secretary & Compliance Officer

Encl.: as above

Regd. Office : 703, Arunachal Building,
19, Barakhamba Road, New Delhi-1
Ph.: 011-43571044, Fax: 011-43571047
E-mail : info@mpsinfotech.com

**ANNEXURE-A****Details of change in the status/development in relation to proceedings of material litigation**

S.No.	Particulars	Details
1	Brief details of litigation	<p>Show Cause Notice alleges the following related to the A.Y. 2021-22:</p> <ol style="list-style-type: none">1. SEBI has imposed a penalty of Rs. 10,00,00,000/- in respect of violation of PF under Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market Regulations, 2003, which appears to have escaped assessment for the A.Y. 2021-22 which needs to be brought to tax by issuing notice u/s 148 of the Income Tax Act, 1961. <p>Show Cause as to why proceedings u/s 148 of the Income Tax Act, 1961, may not be initiated to bring the tax and the above said amount of Rs. 10,00,00,000/- for A.Y. 2021-22.</p>
2	The details of any change in the status and/or any development in relation to such proceedings.	The Company has filed a reply/written submissions along with necessary documents with the Income Tax Department today i.e., 26.03.2025.
3	In the case of litigation against key management personnel or its promoter or ultimate person in control, regularly provide details of any change in the status and / or any development in relation to such proceedings.	Not Applicable
4	In the event of settlement of the proceedings, details of such settlement including - terms of the settlement, compensation/penalty paid (if any) and impact of such settlement on the financial position of the listed entity.	Not Applicable

To
The DCIT
Circle – 16(1)
Delhi

Sub: Notice under sub-section (1) of section 148A of the Income-tax Act, 1961
Reg: M/s MPS Infotecnics Limited, PAN – AAACV4805B, A.Y. 2021-22

Sir

In respect of above said matter, the following is submitted:

1. That notice dated 15/03/2025 is issued and served upon assessee company wherein taking cognizance of an order passed by Adjudication Officer, SEBI wherein penalty of Rs. 10,00,00,000/- was levied in the case of assessee, it is alleged that an amount of Rs. 10,00,00,000/- appears to have escaped assessment for the A.Y. 2021-22 and the assessee is asked to show cause as to why proceedings u/s 148 of the Act shall not be initiated in its case.
2. At the very outset a copy of alleged penalty order passed by Ld. Adjudication Officer, SEBI in case of assessee company is enclosed. From perusal of said penalty order it is evident that non-compliance of disclosure requirement of certain transactions undertaken during November 01, 2007 to December 31, 2007 was investigated and on account of alleged non-compliance of disclosure requirements penalty of Rs. 10 crores were levied by Ld. Adjudication Officer, SEBI.

Relevant extract of stated penalty order is as under:

FACTS OF THE CASE

1. Securities and Exchange Board of India (hereinafter referred to as "SEBI") conducted an investigation to ascertain whether shares underlying Global Depository Receipts (GDRs) of MPS Infotecnics Ltd., (hereinafter referred to as "MPS"/ "Company") were issued with proper consideration and whether appropriate disclosures in compliance with Listing Agreement, if any, were made by MPS with respect to GDRs. The period under investigation was during issuance of GDRs i.e. November 01, 2007 to December 31, 2007 (hereinafter referred to as "investigation period").

4. The fact of the case and the allegations made in the SCN are summarised below:

- a) SEBI had conducted investigation during November 01, 2007 to December 31, 2007 regarding the issuance of Global Depository Receipts (hereinafter referred to as "GDRs") by M/s. MPS Infotecnics Ltd. It was observed that M/s. MPS Infotecnics Ltd. issued 46,54,762 Global Depository Receipts (GDRs) (US\$9.99 Million, approximately Rs. 39.42 Crores) on December 04, 2007. Summary of GDRs issued by M/s. MPS Infotecnics Ltd is as under:

GDR issue date	No. of GDRs Issued (mn.)	Capital raised (US\$ mn.)	Local custodian	No. of equity shares underlying GDRs	Global Depository Bank	Lead Manager	Bank where GDR proceeds deposited	GDRs listed on
04-Dec-2007	4.65	9.99	ICICI Bank Ltd., Mumbai	93,09,524 equity shares of FV`10 (1 GDR= 2 equity share)	Bank of New York Mellon	Hythe Securities Ltd., London	Banco Efisa	Singapore Stock Exchange

From perusal of above and the penalty order enclosed herewith, it is evident that the transactions investigated by Ld. Adjudication Officer, SEBI didn't pertain to the year under consideration.

3. In respect of penalty of Rs. 10 crores levied by Ld. Adjudication Officer, SEBI which is being alleged to have escaped assessment, it is clarified that said penalty was never accepted by assessee company and was challenged before the Hon'ble Securities Appellate Tribunal Mumbai. **The Hon'ble Securities Appellate Tribunal Mumbai vide order dated 27/09/2023 reduced the amount of penalty of Rs. 10 crores levied by Ld. Adjudication Officer, SEBI to Rs. 25 lakhs only.** Relevant extract of order of Hon'ble Securities Appellate Tribunal Mumbai is as under:

18. The AO has imposed a penalty of Rs. 10 crore upon the company, we find that the penalty of Rs. 10 crore imposed upon the company is excessive and we accordingly reduce it to Rs. 25 lakh since in similar circumstances, a penalty upon the company was appropriately reduced by this Tribunal.

A copy of appellate order passed by Hon'ble Securities Appellate Tribunal Mumbai is enclosed.

In view of stated facts of the case it is evident that the penalty levied by Ld. Adjudication Officer, SEBI cannot be termed to be income chargeable to tax which has escaped assessment.

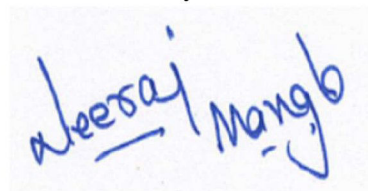
- 4. Without prejudice to the above, it is pertinent to mention here that the penalty levied by Ld. Adjudication Officer, SEBI; since challenged, was never debited to Profit and Loss account of assessee company. A copy of audited financials of assessee company for the year under consideration is enclosed.**

In view of stated facts of the case, it is evident that no income chargeable to tax in the case of assessee company has escaped assessment and thus, no notice u/s 148 of the Act shall be issued to the assessee company.

We shall be highly obliged with your favour in this regard.

Thanking You

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Abhishek Mangb', is written over a light blue rectangular background.

Encl: As Above

Chartered Accountant