

Annexure D


To,
 National Stock Exchange of India Ltd
 Listing Department, Exchange Plaza,
 Plot No. C-1, Block G, Bandra Kurla Complex,
 Bandra (E), Mumbai-4000051, India

Symbol: SPCENET

Sub: Compliance Report in terms of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23 November 2021,

It is hereby certified that the draft scheme of arrangement involving Spacenet Enterprises India Limited ('SEIL' or 'Demerged Company') and Winteg People Solutions Private Limited ('WPSPL' or the 'Resulting Company' or the 'Transferee Company') and Pathfinders Enterprise Solutions Private Limited ('PESPL' or the 'Transferor Company') and their respective shareholders 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:

SN	Reference	Particulars	Status of Compliance
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied. The Scheme does not in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchanges in any manner.
Requirements of this circular			
(a)	Para (1)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (1)(A)(3)	Conditions for schemes of arrangement involving unlisted	Will be complied to the extent applicable
(c)	Para (1)(A)(4) (a)	Submission of Valuation Report	Complied. Enclosed as Annexure with the Application
(d)	Para (1)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. Enclosed as Annexure and Annexure with the Application
(e)	Para (1)(A)(9)	Provision of approval of public shareholders through e-voting	We undertake to seek requisite approval from the Public Shareholders.

M. Chowdhury


SPACENET ENTERPRISES INDIA LIMITED.

Regd. Off. Address: Plot No.114, Survey No.66/2, Raidurgam, Prasanth Hills, Gachibowli,
 Nav Khalsa, Serilingampally, Ranga Reddy, Hyderabad-500008, Telangana, India. Tel: 040-2934 5781
Email: cs@spacenetent.com, info@spacenetent.com, www.spacenetent.com **CIN: L72200TG2010PLC068624**

M. Chowda Reddy

M. Chowda Reddy
Company Secretary & Compliance Officer



K. S. Srikanth Karaturi

Satya Srikanth Karaturi
Whole-Time Director
DIN: 00952079

Certified that the transactions/accounting treatment provided in the draft scheme of arrangement involving Spacenet Enterprises India Limited, Winteg People Solutions Private Limited and Pathfinders Enterprise Solutions Private Limited are in compliance with all the Accounting Standards applicable to a listed entity.

Prakasha Rao

Prakasha Rao
Executive Director & Chief Financial Officer
DIN: 03013165



K. S. Srikanth Karaturi

Satya Srikanth Karaturi
Whole-Time Director
DIN: 00952079

Date: 09-01-2024

Note: The company is not having Managing Director hence in its place signed by the Whole-Time Director of the company