

**MEGASOFT LIMITED**

CIN : L24100TN1999PLC042730

8th Floor, Unit No. 801-B

Jain Sadguru Image's Capital Park

Plot No. 1, 28 & 29, 98/4/1 to 13

Image Gardens Rd, Madhapur

Hyderabad, Telangana 500081

Tel: +91-40-29320407

Email: investors@megasoft.com

website : www.megasoft.com

Annexure 3**Format of the Compliance Report to be submitted along with the draft scheme**

It is hereby certified that the draft scheme of amalgamation involving Megasoft Limited and Sigma Advanced Systems Private 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 Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93, including the following:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR	Corporate governance requirement
2	Regulations 11 of LODR	Compliance with securities laws
<u>Requirements of this circular</u>		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(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


Company Secretary
Thakur Vishal Singh


Executive Director & CEO
Sunil Kumar Kalidindi

Certified that the transactions/ accounting treatment provided in the draft scheme of amalgamation involving Megasoft Limited and Sigma Advanced Systems Private Limited are in compliance with all the Accounting Standards applicable to a listed entity.


Chief Financial Officer
Shridhar Thathachary




Executive Director & CEO
Sunil Kumar Kalidindi

Date: October 18, 2024