POST OFFER PUBLIC ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF

MPS LIMITED

Registered Office: 27 G N Chetty Road, T Nagar, Chennai 600 017.

The details subsequent to the completion of the Offer made vide the Public Announcement ("PA") released in the newspapers on October 14, 2011, the Letter of Offer dated December 7, 2011 under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto ("SEBI (SAST) Regulations"), to the shareholders of MPS Limited ("MPS" or "Target Company") by ADI BPO Services Private Limited ("Acquirer"), to acquire 33,64,534 Shares of Rs. 10/- each representing 20% of the paid-up equity share capital of MPS at Rs. 37/- per share, are as under:

		Offer Details
1.	Target Company	MPS Limited
2.	Acquirer	ADI BPO Services Private Limited Registered Office: N-49, Greater Kailash - I, New Delhi – 110048.
3.	Manager to the Offer	Ernst & Young Merchant Banking Services Pvt. Ltd.
4.	Registrar to the Offer	Cameo Corporate Services Limited
5.	Offer Details: Date of Opening of the Offer Date of Closing of the Offer	 December 14, 2011 – Wednesday January 2, 2012 – Monday
6.	Details of the Acquisition :	

Sr. No.	**Particulars**	**Proposed in the Offer Document**	**Actual**
6.1	Offer Price	Rs. 37/-	Rs.37/-
6.2	Share holding of the Acquirer prior to the Share Purchase Agreement (No. & %)	Nil	Nil
6.3	Shares acquired by the Acquirer through the Share Purchase Agreement (No. & %)	1,03,39,980 (61.465%)	1,03,39,980 (61.465%)
6.4	Shares acquired by the Acquirer in the Open Offer (No. & %)	33,64,534 (20%)	24,91,516 (14.810%)
6.5	Size of the Open Offer (No. of shares multiplied by Offer Price)	Rs. 12,44,87,758/-	Rs. 9,21,86,092/-
6.6	Shares acquired after the PA but before 7 working days prior to closure date, if any (No. & %)	Nil	Nil
6.7	Post Offer shareholding of the Acquirer (No. & %) (6.2 + 6.3 + 6.4 + 6.6)	1,37,04,514 (81.465%)	1,28,31,496 (76.275%)#
6.8	Pre & Post Offer share holding of public (No. & %)	**Pre Offer:** 64,82,688 (38.535%) **Post Offer:** 31,18,154 (18.535%)	**Pre Offer:** 64,82,688 (38.535%) **Post Offer:** 39,91,172 (23.725%)

After completion of the Open Offer, the Acquirer has gained management control of the Target Company.

7. Status of the escrow account, whether released or not : The balance in the Escrow Account after payment to shareholders who have tendered their shares in Open Offer, has been released to the Acquirer on January 9, 2012.
8. Payment of interest, if any, to the shareholders along with the details thereof: No interest was required to be paid to the shareholders of the Target Company.
9. Status of investor complaints received, if any: No investor complaints are pending as on date.

The Acquirer and the directors of the Acquirer accept full responsibility for this Post Offer Public Announcement and also for fulfilling their obligations as laid down in the SEBI (SAST) Regulations.

Please read this Post Offer Public Announcement in conjunction with the PA and the Letter of Offer.

This Post Offer Public Announcement would be available on the SEBI website www.sebi.gov.in

Issued by the Manager to the Offer

ERNST & YOUNG

Quality In Everything We Do

Ernst & Young Merchant Banking Services Pvt. Ltd.
14th Floor, The Ruby, 29 Senapati Bapat Marg, Dadar (West), Mumbai 400028.
Tel: +91-22-6192 1288 / 6192 0000; **Fax:** +91-22-6192 1000
E-mail: nishita.john@in.ey.com; **Contact Person:** Ms. Nishita John

Issued for and on behalf of the Acquirer :

ADI BPO Services Private Limited: C 35, Sector 62, Noida - 201 307. Tel. No. +91-120 4021 200, Fax No.: +91-120 4021 280.

Place : Mumbai
Date : January 17, 2012

Size: 20 x 12 sq. cm