

COMPLIANCE CERTIFICATE**[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]**

**To the Members and Board of Directors
Cambridge Technology Enterprises Limited
CIN: L72200TG1999PLC030997**

Capital Park, 4th Floor, Unit No. 403B & 404,
Plot No. 1-98/4/1-13, 28 & 29, Survey No.72,
Image Gardens Road, Madhapur,
Hyderabad - 500 081, Telangana, India.

Dear Members and Board of Directors,

I, Priyanka Rajora, Company Secretary in practice, have been appointed as the Secretarial Auditor vide a resolution passed at its meeting held on February 12, 2024, by the Board of Directors of Cambridge Technology Enterprises Limited (hereinafter referred to as 'the Company'), having CIN: L72200TG1999PLC030997 and having its registered office at Capital Park, 4th Floor, Unit No. 403B & 404, Plot No. 1-98/4/1-13, 28 & 29, Survey No.72, Image Gardens Road, Madhapur, Hyderabad - 500 081, Telangana, India. This certificate is issued under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the year ended March 31, 2024.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records, and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Verification & Certification:

I have examined the records and documents maintained by the Company and based on the information and explanations given to us and to the best of our knowledge and belief, I confirm that the following schemes of the Company for the period ended March 31, 2024 have been implemented in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended and in accordance with the respective resolutions of the Company passed in general meeting/ postal ballot-

1. CTCL ESOP – 2006
2. CTCL ESOP Scheme 2 – 2008
3. CTCL ESOP Scheme 2011
4. Employee Stock Option Scheme 2015

 **PRIYANKA RAJORA**
Company Secretary In Practice
C.P. 22886
Mem: 38168

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. My responsibility is to give certificates based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information, and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

For Rajora & Co

 **PRIYANKA RAJORA**
Company Secretary In Practice
C.P. 22886
Mem: 38168
Priyanka Rajora
Practicing Company Secretary
Membership No. A38168
COP No. 22886
UDIN: A038168F001080748

Date: 30/08/2024

Place: Hyderabad