

April 19, 2023

Listing Compliance & Legal Regulatory
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Stock Code: 543227

Dear Sir/Madam,

Sub: Compliance Certificate in terms of Regulation 61(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed the Compliance Certificate dated April 18, 2023 issued by M/s. V Sreedharan & Associates, Practicing Company Secretaries as per Regulation 61(4) read with regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2023.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Happiest Minds Technologies Limited**

Praveen Kumar Darshankar
Company Secretary & Compliance Officer
Membership No. F6706

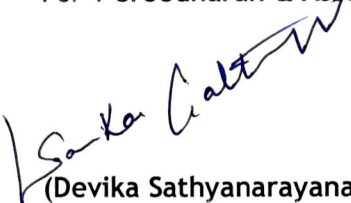




CERTIFICATE UNDER REGULATION 61(4) READ WITH REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE YEAR ENDED MARCH 31, 2023

Based on the information/details/report provided to us by KFin Technologies Limited, Hyderabad (RTA) pertaining to non-convertible debt securities of Happiest Minds Technologies Limited (the Company) and the information as provided by the Company, we hereby certify that since all the debentures issued by the Company are in demat form, hence no physical debenture Certificates were required to be delivered during the financial year ended 31.03.2023. This certificate is being issued pursuant to Regulation 61(4) read with Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

For V Sreedharan & Associates


(Devika Sathyanarayana)
Partner
FCS 11323; CP No. 17024



Date: 18.04.2023
Place: Bengaluru

UDIN: F011323E000134325