

COMPLIANCE CERTIFICATE

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

To,
The Board of Directors
Latent View Analytics Limited
5th Floor, Neville Tower, Unit 6, 7 and 8,
Ramanujan IT City, Rajiv Gandhi Salai, Taramani
Chennai- 600113

We, M. Alagar & Associates, Company Secretaries in Practice, have been appointed as the Secretarial Auditor vide a resolution passed at its meeting held on January 24, 2023 by the Board of Directors of **Latent View Analytics Limited** (hereinafter referred to as 'the Company'), having CIN: L72300TN2006PLC058481 and having its registered office at 5th Floor, Neville Tower, Unit 6, 7 and 8, Ramanujan IT City, Rajiv Gandhi Salai, Taramani Chennai- 600113. This certificate is issued under 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, 2023.

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:

The Company has implemented Employees Stock Option Plan 2016 viz Employee Stock Option Scheme in accordance with the Regulations and the Special Resolution(s) passed by the members at the General Meeting (s) of the Company held on April 01, 2016, August 03, 2021, August 31, 2021 and July 28, 2022.

For the purpose of verifying the compliance of the Regulations, we have examined the following:

1. Scheme received from/furnished by the Company;
2. Articles of Association of the Company;
3. Resolutions passed at the meeting of the Board of Directors;
4. Shareholders resolution passed at the General Meeting held on April 01, 2016;
5. Shareholders resolutions passed at General Meetings w.r.t variation(s)/ratification(s) in the scheme held on August 03, 2021, August 31, 2021 and July 28, 2022;
6. Minutes of the meetings of the Compensation Committee (Nomination and Remuneration Committee of the Board);
7. Relevant Accounting Standards as prescribed by the Central Government;



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Alwarpet, Chennai - 600 018.

GST No : 33ABMFM8069L1ZL



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8. Detailed terms and conditions of the scheme as approved by Compensation Committee (Nomination and Remuneration Committee of the Board);
9. Bank Statements towards Application money received under the scheme(s);
10. Exercise Price / Pricing formula;
11. Statement filed with recognised Stock Exchange(s) in accordance with Regulation 10 of these Regulations;
12. Disclosure by the Board of Directors;
13. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;
14. Other relevant document/ filing/ records as sought and made available to us and the explanations provided by the Company.

Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, We certify that the Company has implemented the **Employees Stock Option Plan 2016** in accordance with the applicable provisions of the Regulations and Resolution(s) of the Company in the General Meeting(s).

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. Our responsibility is to give certificate 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 M. Alagar & Associates
Practising Company Secretaries
Peer Review Certificate No: 1707/2022


M. Alagar
Managing Partner
FCS No: 7488/ CoP No.: 8196
UDIN: F007488E000381391



Place: Chennai
Date: May 25, 2023