

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The copies of the documents and contracts which have been entered or are to be entered into by CMS Info Systems Limited (the “**Company**”) (not being contracts entered into in the ordinary course of business carried on by the Company and includes contracts entered into until the date of its Red Herring Prospectus) which are or may be deemed material, as have been specified in the Red Herring Prospectus filed by the Company with the Registrar of Companies, Maharashtra, at Mumbai (“**Material Contracts and Documents**”) may be inspected at the Company’s Registered Office between 10 a.m. and 5 p.m. on all Working Days from the date of the Company’s Red Herring Prospectus until the Bid/Offer Closing Date (except for such agreements executed after the Bid/Offer Closing Date).

The Material Contracts and Documents can also be accessed online. Please raise a request for access as follows:

- Please provide required information on: [Document Inspection Requisition Form](#)
- The document will be made available through a virtual data room
- Login details for the virtual data room will be shared within 24 hours of receiving request on working days, or the next working day, subject to validation of submitted information
- URL and login information for the virtual data room will be shared on email
- The login will be active for 12 hours

Any of the contracts or documents mentioned in the Company’s Red Herring Prospectus may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the Shareholders, subject to compliance of the provisions contained in the Companies Act and other applicable law.

Disclaimer:

The statements contained in the Material Contracts and Documents speak only as at the date as of which they are made, and the Company expressly disclaims any obligation or undertaking to supplement, amend or disseminate any updates or revisions to any statements contained therein to reflect any change in events, conditions or circumstances on which any such statements are based. These documents do not constitute and should not be construed as an offer to sell or issue or recommendation or solicitation of an offer to buy or acquire securities of the Company or its subsidiaries or affiliates in any jurisdiction or as an inducement to enter into investment activity. No part of these document should form the basis of, or be relied on in connection with, any contract or commitment or investment decision whatsoever.

You acknowledge and agree that the Material Contracts and Documents may contain confidential information and the Company only authorizes you to inspect their contents in accordance with the requirements of applicable laws in relation to the Offer. Their content may not be photographed, sold, reproduced, or distributed under any circumstances and for any purposes whatsoever. Any other rights not specifically granted herein are reserved.

By accessing these documents, you accept that this disclaimer and any claims arising out of the use of the information from these documents shall be governed by the laws of India and only the courts in India, and no other courts, shall have jurisdiction over the same.

*CMS Info Systems Limited (the "**Company**") is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering (the "**Offer**") of its equity shares and has filed the red herring prospectus dated December 14, 2021 (the "**RHP**") with the Securities and Exchange Board of India ("**SEBI**"). The RHP is available on the website of SEBI at www.sebi.gov.in, as well as on the websites of Book Running Lead Managers, Axis Capital Limited at www.axiscapital.co.in, DAM Capital Advisors Limited at www.damcapital.in, Jefferies India Private Limited at www.jefferies.com and JM Financial Limited at www.jmfl.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to the same, refer to the RHP, including the section titled "**Risk Factors**".*

*The Material Contracts and Documents are not for distribution in or into the United States or any other jurisdiction where to do so would be prohibited. The Equity Shares have not been recommended by any U.S. federal or state securities commission or regulatory authority. Furthermore, the foregoing authorities have not confirmed the accuracy or determined the adequacy of this Red Herring Prospectus or approved or disapproved the Equity Shares. Any representation to the contrary is a criminal offence in the United States. In making an investment decision, investors must rely on their own examination of our Company and the terms of the Offer, including the merits and risks involved. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any applicable state securities laws in the United States, and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws in the United States. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to persons reasonably believed to be "qualified institutional buyers" as defined in, and in reliance on, Rule 144A under the U.S. Securities Act or another available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act, and (b) outside the United States in offshore transactions in compliance with Regulation S, and in each case in compliance with the applicable laws of the jurisdiction where those offers and sales are made. Prospective purchasers are hereby notified that the sellers of the Equity Shares may be relying on the exemption from the provisions of Section 5 of the U.S. Securities Act provided by Rule 144A thereunder. There will be no public offer of the Equity Shares in the United States. For the avoidance of doubt, the term "qualified institutional buyers" as used in this paragraph does not refer to a category of institutional investor defined under applicable Indian regulations and referred to in the Red Herring Prospectus as "QIBs".*