

**INAUTIX TECHNOLOGIES INDIA PRIVATE LIMITED**  
**10th Floor, TIDEL Park**  
**4 Canal Bank Road**  
**Taramani, Chennai - 600113**



Mr. Prakash Subramaniam  
Development BNY Mellon (APS)  
Associate #5528

Dear Prakash Subramaniam,

INAUTIX TECHNOLOGIES INDIA PRIVATE LIMITED (the "Company") values your services with the Company and in recognition of your commitment to the Company, is pleased to grant you a retention award of Rs.614,250 /- , subject to all statutory withholding taxes to be deducted as required by law.

The award is subject to the terms and conditions set forth below:

1. The award will be payable to you over a period of three year as follows:

Amount to be paid in Apr-2017 - 204,750/-  
Amount to be paid in Apr-2018 - 204,750/-  
Amount to be paid in Apr-2019 - 204,750/-

2. The award is in addition to your Compensation and incentive bonus as per Company policy.
3. Payment of the award in any year is at the sole discretion of the Company, subject to your performance and the performance of the Company. Payments not made in any year shall not be carried forward to or clubbed with payments if any, in any following year.
4. To be eligible for the retention program you must be on the payroll of the Company on the date the payments are actually made. You shall not be entitled for any payments if you are serving your resignation or termination notice period at the time when a payment is due to be made. There will not be any partial payments made in any given year.
5. Any voluntary or involuntary resignation or termination of your services with the Company nullifies the retention program.
6. The continuation, termination and details of the retention program are subject to change without notice based on business conditions.
7. Details of your compensation under this retention program are confidential and we strongly advise that you do not discuss this information with anyone other than your direct supervisor, Human Resources Specialist, immediate family or professional advisor.
8. Nothing in this retention program guarantees you employment for any specific duration.

We wish you the very best in your career with us.

This Retention letter is electronically generated and does not require any signature.