



13 July 2021

The Manager, Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

The Manager, Listing
National Stock Exchange of India Ltd
Exchange Plaza, Plot No. C/1,
G-Block, Bandra-Kurla Complex,
MUMBAI – 400 051

Dear Sirs,

Sub: Submission of Reconciliation of Share Capital Audit Report for the quarter ended 30 June 2021

Please find enclosed the Reconciliation of Share Capital Audit Report obtained from the Practicing Company Secretary, pursuant to Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 30 June 2021.

We request you to kindly take the above on record as required under the provisions of aforesaid Regulations.

Thanking you,

Yours faithfully,

For Mphasis Limited

DocuSigned by:
Subramanian Narayan
864FB8DBFAE44A7...



Subramanian Narayan
Senior Vice President and Company Secretary

Encl: As above

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K RAJSHEKAR
AARTHI G KRISHNA
COMPANY SECRETARIES

1ST FLOOR, 328/B, 14TH CROSS
5TH MAIN, SADASHIVANAGAR,
BENGALURU – 560 080.

Phone : 23603320/21
4128 1966

Email : rajaarthi.cs@gmail.com

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

- | | |
|--|--|
| 1. For Quarter Ended | 30 th June, 2021 |
| 2. ISIN | INE356A01018 |
| 3. Face Value | Rs. 10/- each |
| 4. Name of the Company | Mphasis Limited |
| 5. Registered Office Address | Bagmane World Technology Center,
Marathahalli Outer Ring Road, Doddanekundi
Village, Mahadevapura
Bengaluru – 560 048 |
| 6. Correspondence Address | Bagmane World Technology Center,
Marathahalli Outer Ring Road, Doddanekundi
Village, Mahadevapura
Bengaluru – 560 048 |
| 7. Telephone & Fax Nos. | Tel: 080 6750 4613 |
| 8. E-mail Address | subramanian.narayan@mphasis.com |
| 9. Names of the Stock Exchanges where Company's Securities are listed: | <u>Listed on:</u>
National Stock Exchange of India Ltd. (NSE)
BSE Ltd. (BSE) |

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 COMPANY SECRETARIES

	Number of shares	% of Total Issued Capital
10. Issued Capital	18,71,94,003	100.00
11. Listed Capital (Exchange-wise)	18,71,74,403	99.99
12. Held in dematerialized form in CDSL	54,99,381	2.94
13. Held in dematerialized form in NSDL	18,16,02,964	97.01
14. Physical	72,058	0.04
15. Total No. shares (12+13+14)	18,71,74,403	

16. Reasons for difference if any, between (10&11), (10&15), (11&15)

Difference between (10&11) (10&15):
 19,600 Bonus shares are kept in abeyance

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No. of shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. appr. pending for SE (Specify Names)
Allotment on 15-04-2021 under						
ESOP 2016 Scheme	3,374	Applied	Yes on BSE & NSE	Yes	Yes	No
Allotment on 29-04-2021 under						
ESOP 2016 Scheme	39,997	Applied	Yes on BSE & NSE	Yes	Yes	No

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)

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 COMPANY SECRETARIES

Allotment on 24-05-2021 under						
ESOP-2016 Scheme	20,284	Applied	Yes on BSE & NSE	Yes	Yes	No
Allotment on 31-05-2021 under						
ESOP-2016 Scheme	9,266	Applied	Yes on BSE & NSE	Yes	Yes	No
Allotment on 07-06-2021 under						
ESOP-2016 Scheme	22,100	Applied	Yes on BSE & NSE	Yes	Yes	No
Allotment on 14-06-2021 under						
ESOP-2016 Scheme	12,805	Applied	Yes on BSE & NSE	Yes	Yes	No
Allotment on 21-06-2021 under						
ESOP-2016 Scheme	24,544	Applied	Yes on BSE & NSE	Yes	Yes	No
TOTAL	1,32,370 Shares					

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 COMPANY SECRETARIES

18. Register of Members is updated (Yes/ No)
 If not, updated upto which date

Yes
N.A

19. Reference of previous quarter with regards to excess dematerialized shares, if any.

There was no excess dematerialization of shares during the previous quarter

20. Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?

N.A

21. Mentioned the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No . of requests	No. of shares	Reasons for delay
Confirmed after 21 days	NIL	---	---
Pending for more than 21 days	NIL	---	---

22. Name, Telephone & Fax No. of the Compliance Officer of the Company

Subramanian Narayan
 Senior Vice President & Company Secretary
 Mphasis Limited
 Bagmane World Technology Center,
 Marathahalli Outer Ring Road, Doddanekundi
 Village, Mahadevapura, Bengaluru – 560 048

 Tel: 080 6750 4613

23. Name, Address, Tel. & Fax No. Regn. No. of the Auditor

Aarthi G Krishna
 Company Secretary
 1st Floor, 328/B, 14th Cross, 5th Main,
 Sadashivanagar
 Bengaluru-560 080

 Tel : 080 2360 3320/21; 4128 1966;

 CP. No. 5645

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COMPANY SECRETARIES

24. Appointment of common agency for share registry work. If yes(name & address)

Integrated Registry Management Services Pvt. Ltd.
30, Ramana Residency, 4th Cross, Sampige Road,
Malleswaram, Bengaluru – 560 003,

Tel : 080 23460815-818

25. Any other details that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name, etc.)

Public announcement for an Open offer to the Public Shareholders to acquire upto 49,263,203 fully paid-up equity shares of face value of Rs. 10 each, representing 26% of the expanded voting share capital of the Company at an offer price of Rs.1,677.16 per equity share.

AARTHI GOPALA KRISHNA
Digitally signed by
AARTHI GOPALA KRISHNA
Date: 2021.07.13 15:21:36
+05'30'

COMPANY SECRETARY
C P. NO. 5645

UDIN: F005706C000624302

13th July, 2021