

CORPORATE INFORMATION

1. Where and in which year was Mphasis Limited incorporated ?

Mphasis Limited (Mphasis) was incorporated on August 10, 1992 (presently registered with the Registrar of Companies, Karnataka) as a public limited company under the name and style 'BFL Software Limited'. The name of the Company was changed to Mphasis BFL Limited" effective July 25, 2000 and the name of the Company was further changed to Mphasis Limited effective November 24, 2006. ~`

2. What is the registered office of Mphasis Limited ?

Presently, the registered office of the Company is situated at :

Bagmane World Technology Center,
Marathahalli Outer Ring Road, Doddannakhundhi Village, Mahadevapura,
Bengaluru-560048, India.
Tel.: +91 080 67505000
Website: www.mphasis.com
Email id: investor.relations@mphasis.com
Corporate Identity Number : L30007KA1992PLC025294

3. In which Stock Exchanges Mphasis shares are listed and what are the scrip codes ?

The equity shares of Mphasis Limited are listed on BSE Limited (BSE) and The National Stock Exchange of India Ltd (NSE). The codes are as below :

BSE	526299
NSE	MPHASIS

4. When does the financial year of Mphasis end ?

Mphasis Limited's financial year ends on March 31 of every year.

5. Where can I obtain information on the financial results of Mphasis Limited ?

The quarterly and annual financial results of Mphasis Limited can be accessed at :
<https://www.mphasis.com/home/corporate/investors.html>

EQUITY SHARES INFORMATION

6. When did Mphasis make its initial public offer (IPO) ?

Mphasis made its initial public offer in the year 1993.

7. What is the history of bonus shares ?

Mphasis has issued bonus shares to the shareholders in the ratio of 1:1 during the years 2003, 2004 and 2005.

8. When did the Company last buyback its shares ?

The Company announced its second buyback on 28 September 2018 up to 7,320,555 fully paid-up equity shares of face value of Rs.10 each (“Equity Shares”), representing up to 3.79% of the total paid-up equity share capital of the Company, from all the shareholders/beneficial owners of the Equity Shares of the Company as on the record date i.e., 25 October 2018 on a proportionate basis, by way of tender offer method as prescribed under the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 (“Buyback Regulations”) through the stock exchange mechanism at a price of Rs. 1,350 per Equity Share for an aggregate amount of up to Rs. 9,882,749,250.00

The buyback opened on 7 December 2018 and closed on 20 December 2018 and the payment to the shareholders were completed on 28 December 2018.

9. What was the dividend paid by the Company during the last five financial years?

The dividend per share paid out during the last five financial years are as below:

Financial Year ended	Dividend
2020-21	Rs.65/- per share of Rs.10/- each (including a special dividend of Rs.27/-per equity share of Rs.10/- each)
2019-20	Rs.35/- per share of Rs.10/- each
2018-19	Rs.27/- per share of Rs.10/- each
2017-18	Rs.20/- per share of Rs.10/- each
2016-17	Rs.17/-per share of Rs.10/- each

10. When does the Company declare dividend ?

The annual dividend, if any, is recommended by the Board which is subject to the approval of shareholders at the Annual General Meeting (AGM), usually held between July to August.

Dividend, if approved, by the shareholders are paid within 30 days of approval.

The last dividend was declared at the 30th Annual General Meeting held on 29 September 2021 which was disbursed on 4 October 2021.

11. Does Mphasis give periodic reminders to the shareholders who have not encashed their dividends ?

Yes, Mphasis sends reminders twice in a year to the shareholders who have not encashed their dividends.

12. When was the last Annual General Meeting (AGM) held ?

The AGM for the financial year ended 2021 was held on 29 September 2021.

INVESTORS QUERIES

13. How do I record a change in my address?

SEBI vide its circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3 November 2021, has mandated the holders of physical securities of the Company to submit form ISR- for registering change of address details to the Registrar and Share Transfer Agents :

Manager,
Integrated Registry Management Services Private Limited.
Unit: Mphasis Limited
No. 30, Ramana Residency, 4th Cross, Sampige Road,
Malleswaram, Bangalore- 560003
Tel: 080- 23460815-18
Fax: 080- 23460819
Email: giri@integratedindia.in

In the case of dematerialized holdings, shareholders are requested to write to their respective Depository Participant (DP) intimating them of the change of address.

14. Where do I lodge my queries and complaints with regard to shares and dividend ? What is the time frame to redress queries ?

The shareholder/s are requested to lodge their queries and complaints with the Company's Share Transfer Agents :

The Manager,
Integrated Registry Management Services Private Limited.
Unit: Mphasis Limited
No. 30, Ramana Residency, 4th Cross, Sampige Road,
Malleswaram, Bangalore- 560003
Tel: 080- 23460815-18
Fax: 080- 23460819
Email : giri@integratedindia.in

Shareholders grievances are attended/redressed within one week from the date receipt of the query/complaint.

15. Can past year dividends, the instruments in respect of which, has been lost /misplaced/ not received / expired and which has not been encashed, be claimed?

The dividend in respect of the last seven financial years, can be claimed. The details of the unclaimed dividend can be viewed at <https://www.mphasis.com/home/corporate/investors.html>. In addition, the said information is also available on the MCA website at <http://www.iepf.gov.in/IEPFWebProject/SearchInvestorAction>.

The dividends remaining unclaimed for seven years are transferred to the Investor Education and Protection fund (IEPF). Any such dividend will have to be directly claimed from the IEPF Authorities.

The shareholders are requested to follow the procedure laid down by the IEPF Authorities and submit their request through e-form IEPF-5, with necessary enclosures appropriately. The shareholders may also approach the Company's Share Transfer Agents for any information required on the unpaid dividend/shares transferred to the IEPF Authorities.

16. How do I encash my outdated dividend warrant ?

The outdated dividend warrant/DD together with the letter of request under the shareholder's signature have to be sent to the Company's Share Transfer Agents. Please refer sl.no.13 for the contact details.

17. I have lost my dividend warrant/Demand Draft. How can I obtain a duplicate dividend warrant/demand draft ?

Please approach the Company's Share Transfer Agents to obtain a fresh demand draft in lieu of the original dividend warrant/demand draft lost.

The Share Transfer Agents would send you a letter of undertaking to be duly filled and signed and submitted to them.

18. Why is the Dividend subject to income tax deduction?

Pursuant to the Income-tax Act, 1961, dividend income is taxable in the hands of the shareholders with effect from 1st April, 2020. The Company therefore is required to deduct tax at source (TDS), as applicable, from the aforesaid dividend.

In the cases of resident shareholders, the applicable TDS rate on dividend as prescribed by the Act is 10%. However, if the shareholder does not furnish its Permanent Account Number (PAN), TDS would be deductible at the rate of 20% (being higher than 10%) as per the provisions of section 206AA of the Act.

TDS will be deducted @20% i.e. twice the applicable rate on the amount of dividend payable to the Resident Shareholders who have not filed the Income Tax Returns for two consecutive assessment years immediately preceding the financial year in which TDS is deductible where the aggregate of tax deducted at source is Rs. 50,000 or more.

However, no tax shall be deducted on the dividend payable to a resident individual shareholder, if the total dividend to be received by them during Financial Year ("FY") does not exceed Rs. 5,000 in aggregate across all holdings in the Company.

In the cases of non-resident shareholders including Foreign Institutional Investors ('FIIs') and Foreign Portfolio Investors ("FPIs"), TDS on dividend would be applicable at the rate of 20% (plus applicable surcharge and health and education cess).

Non-resident shareholders (excluding FPIs / FIIs), have the option of being governed by the provisions of the Double Taxation Avoidance Agreement (DTAA) between India and their country

of tax residence, if the provisions of the DTAA are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following: • Copy of the PAN Card allotted by the Indian Income Tax Authorities duly attested by the shareholder. • Copy of Tax Residency Certificate (TRC) for FY 2021-22, obtained from the revenue authorities of the country of tax residence, duly attested by shareholder. • Self-declaration in Form 10F. • Self-declaration by the shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty. • Self-declaration of Beneficial ownership by the shareholder. • Any other documents as prescribed under the Income Tax Act for lower withholding of taxes if applicable, duly attested by the shareholder.

19. Can the I request the company not to deduct tax at source and to pay the amount without deduction of tax at source?

Yes. You can approach to the company for non-deduction of tax at source. You will have to furnish a declaration in Form No. 15G/15H, as the case may be, to [the](#) email id specified in the Notice of the Annual General Meeting to the effect that the tax on his estimated total income of the previous year after including the income on which tax is to be deducted will be nil.

20. How can a shareholder know the quantum of tax deducted from his dividend income by the company?

Shareholders can use the “View Your Tax Credit” (Form 26AS) facility available at www.incometax.gov.in. Please note the credit in form 26AS shall be reflected after TDS statement filed by company on a quarterly basis is processed by tax authority. Below are the navigation steps to be followed:

Go to the ‘My Account’ menu, click ‘View Form 26AS (Tax Credit)’ link.

Read the disclaimer, click ‘Confirm’ and the user will be redirected to TDS-CPC Portal.

In the TDS-CPC Portal, Agree the acceptance of usage, and click on ‘Proceed’.

Click ‘View Tax Credit (Form 26AS)’

21. How to demat the physical shares?

- ⇒ Members will have to open an account with a Depository Participant(DP) and get a unique Client ID number.
- ⇒ To open a demat account, the members are required to approach any of the Indian DP. The list of DPs are updated on a timely basis by the National Securities Depository Limited and Central Depositories Services (India) Limited. Please access https://www.nsdl.co.in/dps_search.php or <https://www.cdslindia.com/dp/dplist.aspx> to obtain the depository participants’ list. Once you select your DP, follow the below procedure to open the demat account :
- ⇒ Fill the account opening form (available with your DP).
- ⇒ Submit the duly filled account opening form with proof of identity and proof of address documents as may be required by your DP.
- ⇒ Sign agreement with DP. The agreement will, inter-alia, contain the fee structure of your DP. Your DP would forward you a copy of this signed agreement for your record.
- ⇒ Your DP would provide you “Client ID” No. (Account No.) once your demat account is opened. This ‘Client ID’ number along-with your ‘DP ID’ number forms a unique combination. Both these numbers should be quoted in all your future dealings with DP/NSDL/ Company /their Registrar & Transfer (R&T) agent.
- ⇒ To convert your physical shares to demat, request the DP for Demat Request Form.

- ⇒ Fill in the Dematerialisation Request Form (DRF) provided by the DP and surrender the physical shares intended to be dematted and the executed DRF to the DP.
- ⇒ Obtain the acknowledgement for the shares surrendered for Demat.
- ⇒ The DP shall, upon receipt of the shares and the DRF, send an electronic request to the Registrar of the Company through the Depository for confirmation of demat and further process. DP will also send the physical documents to the Registrar's of the Company.
- ⇒ The Registrar's (i.e. Integrated Registry Management Services Private Limited) will process the request and carry the action on the depositories records.
- ⇒ Once the demat corporate action is done by the Registrar, the shares will appear in your Demat Account.
- ⇒ Upon completion of necessary process by the Registrars and the Depositories, a confirmation will be sent to the DP for onward communication to the shareholder.
- ⇒ The members may contact the DP for any further clarifications.

22. Should I Compulsorily hold shares in Demat Form?

Yes, in view of SEBI notification No. SEBI/LAD-NRO/GN/2018/24, dated 8 June 2018 and press release dated 3 December 2018, restricting transfer of shares in physical form effective 1 April 2019, it is essential that the shares be held in the electronic form.

The shareholders holding shares in physical form are recommended to convert their holdings into electronic form.

23. Is PAN a sole identification number for all participants transacting in the securities market?

The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the company /Registrar and Share Transfer Agent for registration of such transfer of shares.

Further, SEBI vide its circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20 April 2018 has advised Companies and RTA to collect copy of PAN and bank account details of the shareholders holding shares in physical form. Accordingly, RTA has sent circular to such shareholders about the requirement.

Hence, shareholders holding shares in physical form, who have not updated their PAN and bank mandate are requested to send a request letter to the Company's Share Transfer Agents. Please refer Sl.No.13 for the contact details of the Share Transfer Agents.

SEBI vide its circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3 November 2021 has prescribed norms for furnishing PAN, KYC details and Nomination and it has mandated compulsory linking of PAN and Aadhar by all holders of physical securities. Accordingly the shareholders has to link PAN with Aadhar at the earliest, to avoid frozen of account.

24. How can a member holding single name and physical form make a nomination in respect of his shareholding in the Company?

Members holding shares in physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.

25. Is there any restriction that nomination once made cannot be changed?

A nomination once made can be revoked by submitting a fresh nomination. If the nomination is made by joint holders, and one of the joint-holders dies, the surviving joint holder/s can make a fresh nomination by revoking the existing nomination.

26. What are the steps that I should take to obtain duplicate share certificates, when I have lost/misplaced my share certificates?

- ⇒ Lodge a complaint with the nearest police station and obtain acknowledgement for the same.
- ⇒ Simultaneously, send a letter of request mentioning the registered folio number and signature of the shareholder/s intimating the loss of shares to The Company's Share Transfer Agents (refer sl.no.13 for contact details). Please attach the FIR acknowledgement.
- ⇒ The Share Transfer Agents will scrutinize the request and inform the further documents required for issuance of duplicate share certificate/s in lieu of the original reported lost/misplaced.
- ⇒ Once the required documents are submitted by the shareholder and duly verified & found in order, the Company will proceed with issuance of advertisement in a widely circulated newspaper giving 15 days notice to the public to produce objections, if any, for issue of duplicate share certificate
- ⇒ If no objection is received, the Company will issue the duplicate share certificate to the shareholder.

27. Where do I lodge my request for transfer of physical shares?

The request for transfer of shares along with the original share certificates have to be sent to the Registrar and Share Transfer Agents before 1 April 2018 to:

Manager,
Integrated Registry Management Services Private Limited.
Unit: Mphasis Limited
No. 30, Ramana Residency, 4th Cross, Sampige Road,
Malleswaram, Bangalore- 560003
Tel: 080- 23460815-18
Fax: 080- 23460819
Email: giri@integratedindia.in

28. In the event of death of one of the Joint- shareholder/s, how do the surviving shareholders get the shares in their names?

The surviving shareholder/s are required to submit a request letter supported by a self attested copy of pan card of all surviving holders, an attested copy of the Death Certificate of the deceased shareholder and the relevant share certificates together with the request for transmission.

The Company, on receipt of the said documents, will delete the name of deceased shareholder from its records and return the share certificates to the applicant/registered holder with the necessary endorsement.

29. If a shareholder who held shares in his sole name dies without leaving a will, how can his legal heir/s (either husband/wife/son/daughter, etc.) get the shares transmitted in their names?

The legal heirs are required to obtain a Succession Certificate or Letter of Administration with respect to the shares. A true copy of the same, duly attested by the Court Officer or Notary, should be sent to the Company or Registrar and share transfer agents along with a request letter, pan card of all the claimants, request letter and all original share certificates for transmission in their favour.

30. If the shareholder dies and leaves a Will, how do the legal heir/s get the shares transmitted in their names?

The legal heirs are required to get the Will probated by the High Court/District Court of competent jurisdiction and then send us a probated copy of the Will. This should be accompanied by a relevant schedule/annexure setting out the details of the shares, the relevant share certificates in original, the transmission form for transmission, self attested pan card, no objection letter signed by the remaining legal heirs and address proofs of all the claimants. All the documents have to be attested by a gazetted officer or notarised.

31. How to get their shares transmitted, in case of demise of all the joint holders ?

The legal heirs should obtain a Succession Certificate/Letter of Administration of the last deceased joint holder in favour of the applicant and follow the procedure for transmission of shares.

32. My shares are transferred to the Company's Unclaimed Suspense Account. What is the procedure to claim the shares and the accrued dividend ?

⇒ The shares lying in the Mphasis Limited Unclaimed Suspense Account can be claimed by the shareholder by submitting a request letter to the Company's Share Transfer Agents.

⇒ Please refer Sl.No.13 for the contact details of the Share Transfer Agents.

⇒ The Share Transfer Agent would advise the formalities connected with claiming the shares and the accrued dividends.

⇒ Upon receipt of the required documents and found to be in order, duplicate share certificate/s will be issued. Fresh demand draft/s will be issued by the bank.

33. Where do the Investors find the Annual Reports of the Company ?

The Annual Reports are hosted on the website of the Company. The same can be downloaded from <https://www.mphasis.com/home/corporate/investors.html> under investors section.

34. Whom should the shareholder approach in case of non receipt of Annual Report/s ?

In case of non receipt of Annual Report/s, the shareholder is requested to approach the Company's Share Transfer Agents at :

The Manager,
Integrated Registry Management Services Private Limited.
Unit: Mphasis Limited
No. 30, Ramana Residency, 4th Cross, Sampige Road,
Malleswaram, Bangalore- 560003
Tel: 080- 23460815-18
Fax: 080- 23460819
Email: giri@integratedindia.in

35. I am holding shares in physical form. How do I update my KYC details ?

SEBI vide its circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3 November 2021 has introduced common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination.

All holders of physical securities of the Company are mandatorily required to furnish the following documents / details to the RTA;

1. Valid Permanent Account Number (PAN) including that of the joint shareholders duly linked with Aadhar
2. Nomination
3. Postal Address with Pincode, Email ID and Mobile Number
4. Bank Account Details
5. Specimen Signature

36. Where can I find the form required to update KYC with the Company ?

The prescribed forms are available on the website of the Registrar and Share Transfer Agent, Integrated Registry Management Services Private Limited on its website www.integratedindia.in.

The forms are also uploaded on the website of the Company at :

<https://www.mphasis.com/content/dam/mphasis-com/global/en/investors/governance/new-folder/mphasis-limited-isr-forms-for-physical-shareholders.pdf>

Investors shall submit the PAN ,KYC and details of nomination by using the below listed forms:

Form	Description
Form ISR-1	Request For Registering Pan, KYC Details Or Changes / Updation thereof
Form ISR-2	Confirmation of Signature of securities holder by the Banker
Form ISR-3	Declaration Form for Opting-out of Nomination by holders of physical securities in Listed Companies
Form SH-13	Nomination Form
Form SH-14	Cancellation OR Variation of Nomination

37. What happens if I do not furnish my KYC details ?

The folios will be frozen effective 1 April 2022. The frozen folios shall be eligible for payment of dividend electronically only upon furnishing the KYC. Also, the folios which are frozen till 31 December 2025, are required to be referred by RTA/Listed Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.

38. Where can the shareholder access Company's Corporate Governance Policies ?

The Company's Corporate Governance Policies are hosted on the website of the Company. The same can be downloaded from <https://www.mphasis.com/home/corporate/investors.html> under corporate governance section.

39. What are the timeline for service of requests from the shareholders?

The following are the timeline adopted by the Company for attending to the shareholders requests

Nature of Correspondence	Max. No. of days taken to redress the query/complaint
Change of Address/Bank Mandate	7
Registration of Email ID	7
Registration of ECS Mandate	7
Revalidation of Dividend Warrants	15
Non receipt of Dividend Warrants*	7
Stop Transfers	7
Power of Attorney/Nomination Registrations	7
Correction of Name	7
Requests for Issue of Duplicate Share Certificates	Within 30 days from the date of receipt of all valid documents
Transfer/Deletion/Transmission/Rematerialisation of shares/Transposition/Consolidation of Share Certificate	15
Non-receipt of Share Certificates etc.	7
SEBI/Stock Exchange Complaint	2
Request for shares kept under suspense account	Within 30 days from the date of receipt of all valid documents
Non receipt of Annual Report	7
Request for physical copies of Annual Report	2
Request for registration of proxy/representation for AGM	2
