



11 July 2022

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 2022

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 2022.

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 : rajaarthy.cs@gmail.com

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

- | | |
|--|--|
| 1. For Quarter Ended | 30 th June, 2022 |
| 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 | 18,80,96,833 | 100.00 |
| 11. Listed Capital (Exchange-wise) | 18,80,77,233 | 99.99 |
| 12. Held in dematerialized form in CDSL | 60,98,324 | 3.24 |
| 13. Held in dematerialized form in NSDL | 18,19,18,216 | 96.72 |
| 14. Physical | 60,693 | 0.03 |
| 15. Total No. shares (12+13+14) | 18,80,77,233 | |

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 04-04-2022 under | | | | | | |
| ESOP 2016 Scheme | 1,500 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 11-04-2022 under | | | | | | |
| ESOP 2016 Scheme | 9,324 | 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 27-04-2022 under | | | | | | |
| ESOP-2016 Scheme | 8,008 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 11-05-2022 under | | | | | | |
| ESOP-2016 Scheme | 22,126 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 16-05-2022 under | | | | | | |
| ESOP-2016 Scheme | 75,531 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 25-05-2022 under | | | | | | |
| ESOP-2016 Scheme | 10,934 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 31-05-2022 under | | | | | | |
| ESOP-2016 Scheme | 84,340 | Applied | Yes on BSE & NSE | Yes | Yes | No |

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| | | | | | | |
|-------------------------------|-----------------|---------|------------------|-----|-----|----|
| Allotment on 07-06-2022 under | | | | | | |
| ESOP-2016 Scheme | 36,954 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 13-06-2022 under | | | | | | |
| ESOP-2016 Scheme | 3,700 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Allotment on 20-06-2022 under | | | | | | |
| ESOP-2016 Scheme | 7,100 | Applied | Yes on BSE & NSE | Yes | Yes | No |
| Total | 2,59,517 Shares | | | | | |

**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 |
|-----|

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 COMPANY SECRETARIES

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

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.)

NONE

AARTHI GOPALA KRISHNA
 Digitally signed by AARTHI
 GOPALA KRISHNA
 Date: 2022.07.11 12:22:38
 +05'30'

COMPANY SECRETARY
 C P. NO. 5645

UDIN: F005706D000597693
 Peer Review Cert# 1110/2021
 11th July, 2022