



12 January 2026

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 31 December 2025**

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 31 December 2025

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



Signed by:

*Mayank Verma*

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**Mayank Verma**  
SVP and Company Secretary

Encl: As above

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**K RAJSHEKAR**  
**AARTHI G KRISHNA**  
 COMPANY SECRETARIES

#219, 15<sup>TH</sup> MAIN, 6<sup>TH</sup> CROSS,  
 SADASHIVANAGAR,  
 BENGALURU – 560 080.

Phone : 23603320  
 4128 1966

Email : [rajaarthi.cs@gmail.com](mailto:rajaarthi.cs@gmail.com)

## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1. For Quarter Ended	31 <sup>st</sup> December, 2025
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 1500
8. E-mail Address	<a href="mailto:mayank.verma1@mphasis.com">mayank.verma1@mphasis.com</a>
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)

Signed by:

*Mayank Verma*

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**K RAJSHEKAR**  
**AARTHI G KRISHNA**  
**COMPANY SECRETARIES**

	Number of shares	% of Total Issued Capital
<b>10. Issued Capital</b>	19,05,76,773	100.00
<b>11. Listed Capital (Exchange-wise)</b>	19,05,57,873	99.99
<b>12. Held in dematerialized form in CDSL</b>	43,23,278	2.27
<b>13. Held in dematerialized form in NSDL</b>	18,61,93,853	97.70
<b>14. Physical</b>	40,742	0.02
<b>15. Total No. shares (12+13+14)</b>	19,05,57,873	

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

Difference between (10 & 11) (10&15)  
 18,900 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 31-10-2025 under						
ESOP 2016 Scheme	14,403	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	1,41,359					
Allotment on 26-11-2025 under						
ESOP-2016 Scheme	15,922	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	86,634					

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

Signed by:

*Mayank Verma*

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**K RAJSHEKAR**  
**AARTHI G KRISHNA**  
**COMPANY SECRETARIES**

Allotment on 10-12-2025 under						
ESOP-2016 Scheme	35,920	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	1,914					
Total	2,96,152 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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- 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 re-quests	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**

Mayank Verma  
 Company Secretary & Compliance Officer  
 Mphasis Limited  
 Bagmane World Technology Center,  
 Marathahalli Outer Ring Road, Doddanekundi  
 Village, Mahadevapura, Bengaluru – 560 048  
 Tel: 080 6750 4613

Signed by:

*Mayank Verma*

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**K RAJSHEKAR**  
**AARTHI G KRISHNA**  
**COMPANY SECRETARIES**

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

Aarthi G Krishna  
Company Secretary  
No: 219, 15<sup>th</sup> Main, 6<sup>th</sup> Cross,  
Sadashivanagar Bengaluru-560 080  
Tel: 080 2360 3320; 4128 1966;  
CP. No. 5645

**24. Appointment of common  
agency for share registry  
work. If yes(name & ad-  
dress)**

Integrated Registry Management Services Pvt. Ltd.  
30, Ramana Residency, 4<sup>th</sup> 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.)**

Promoter shareholding reduced to  
30.59% consequent to sale of shares

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AARTHI G KRISHNA  
COMPANY SECRETARY  
C P. NO. 5645  
UDIN: F005706G003247111  
Peer Review Cert# 1110/2021  
12<sup>th</sup> January, 2026

Signed by:

*Mayank Verma*

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