



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

DS
PP

K RAJSHEKAR
AARTHI G KRISHNA
COMPANY SECRETARIES

#219, 15TH MAIN, 6TH CROSS,
SADASHIVANAGAR,
BENGALURU – 560 080.

Phone : 23603320
4128 1966

Email : rajaarthi.cs@gmail.com

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1. For Quarter Ended	31 st 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, Doddanekhundi Village, Mahadevapura Bengaluru – 560 048
6. Correspondence Address	Bagmane World Technology Center, Marathahalli Outer Ring Road, Doddanekhundi Village, Mahadevapura Bengaluru – 560 048
7. Telephone & Fax Nos.	Tel: 080 6750 1500
8. E-mail Address	mayank.verma1@mphasis.com
9. Names of the Stock Exchanges where Company's Securities are listed:	<p><u>Listed on:</u></p> <p>National Stock Exchange of India Ltd. (NSE) BSE Ltd. (BSE)</p>

Signed by:

Mayank Verma

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AARTHI G KRISHNA
COMPANY SECRETARIES

10. Issued Capital**11. Listed Capital (Exchange-wise)****12. Held in dematerialized form in CDSL****13. Held in dematerialized form in NSDL****14. Physical****15. Total No. shares (12+13+14)**

Number of shares	% of Total Issued Capital
19,05,76,773	100.00
19,05,57,873	99.99
43,23,278	2.27
18,61,93,853	97.70
40,742	0.02
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)

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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

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

Mayank Verma
 Company Secretary & Compliance Officer
 Mphasis Limited
 Bagmane World Technology Center,
 Marathahalli Outer Ring Road, Doddanekhundi
 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, 15th Main, 6th 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 & 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.)

Promoter shareholding reduced to 30.59% consequent to sale of shares

AARTHI GOPALA KRISHNA
Digitally signed by
AARTHI GOPALA KRISHNA
Date: 2026.01.12 13:09:33
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AARTHI G KRISHNA
COMPANY SECRETARY
C P. NO. 5645
UDIN: F005706G003247111
Peer Review Cert# 1110/2021
12th January, 2026

Signed by:

Mayank Verma

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