



15 January 2025

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 2024**

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 2024.

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



**Aravind Viswanathan**  
Chief Financial Officer

Encl: As above

DocuSigned by:  
  
052D97AA0163454...

DS  
PRK

**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, 2024  |
| 2. ISIN  | INE356A01018   |
| 3. Face Value  | Rs. 10/- each  |
| 4. Name of the Company   | Mphasis Limited  |
| 5. Registered Office Address   | Bagmane World Technology Center,<br>Marathahalli Outer Ring Road, Doddanekundi<br>Village, Mahadevapura<br>Bengaluru – 560 048 |
| 6. Correspondence Address  | Bagmane World Technology Center,<br>Marathahalli Outer Ring Road, Doddanekundi<br>Village, Mahadevapura<br>Bengaluru – 560 048 |
| 7. Telephone & Fax Nos.  | Tel: 080 6750 1500   |
| 8. E-mail Address  | <a href="mailto:secretarial@mphasis.com">secretarial@mphasis.com</a>   |
| 9. Names of the Stock Exchanges where Company's Securities are listed: | <u>Listed on:</u><br>National Stock Exchange of India Ltd. (NSE)<br>BSE Ltd. (BSE)   |

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

	Number of shares	% of Total Issued Capital
<b>10. Issued Capital</b>	18,96,76,745	100.00
<b>11. Listed Capital (Exchange-wise)</b>	18,96,57,845	99.99
<b>12. Held in dematerialized form in CDSL</b>	54,49,259	2.87
<b>13. Held in dematerialized form in NSDL</b>	18,41,66,334	97.10
<b>14. Physical</b>	42,252	0.02
<b>15. Total No. shares (12+13+14)</b>	18,96,57,845	

**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 25-10-2024 under						
ESOP 2016 Scheme	37,722	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	93,663					
Allotment on 07-11-2024 under						
ESOP-2016 Scheme	11,938	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	6,852					

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

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

Allotment on 20-11-2024 under						
ESOP-2016 Scheme	60,786	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	1,05,460					
Allotment on 11-12-2024 under						
ESOP-2016 Scheme	1,14,483	Applied	Yes on BSE & NSE	Yes	Yes	No
RSUs	1,626					
<b>Total</b>	<b>4,32,530 Shares</b>					

**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

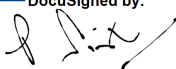
**20. Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?**

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	---	---

DS  


DocuSigned by:  
  
 052D97AA0163454...

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

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

Subramanian Narayan  
Senior Vice President and Company Secretary  
(Upto 22 November 2024)  
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  
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 & address)**

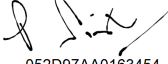
Integrated Registry Management Services Pvt. Ltd.  
30, Ramana Residency, 4<sup>th</sup> Cross, Sampige Road,  
Malleswaram, Bengaluru – 560 003.  
Tel : 080 23460815-818

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

Resignation of Subramanian Narayan as the  
Company Secretary and Compliance Officer  
with effect from 22<sup>nd</sup> November, 2024

COMPANY SECRETARY  
C P. NO. 5645  
UDIN: F005706F003687912  
Peer Review Cert# 1110/2021  
15<sup>th</sup> January, 2025

DS  
PRK

DocuSigned by:  
  
052D97AA0163454...