

BCP TOPCO IX PTE. LTD.

77 Robinson Road, #13-00, Robinson 77, 068896, Singapore

Date: 1 April 2024

The Manager, Listing BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	The Manager, Listing National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G- Block, Bandra Kurla Complex, Mumbai - 400 051	Company Secretary, Mphasis Limited, Bagmane World Technology Center, Marathalli Outer Ring Road, Doddannakhundhi Village, Mahadevapura, Bangalore - 560 048	Audit Committee, Mphasis Limited, Bagmane World Technology Center, Marathalli Outer Ring Road, Doddannakhundhi Village, Mahadevapura, Bangalore - 560 048
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Dear Sir/Madam,

Disclosure under Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please find enclosed the declaration as required to be made under Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We request you to kindly take the same on record.

Thanking you.

Yours faithfully,

For BCP Topco IX Pte. Ltd.

Melanie Mei Lan Ng

Authorised Signatory

Name: Melanie Mei Lan Ng

Place: Singapore

Date: 1 April 2024

Designation: Director

DECLARATION UNDER REGULATION 31(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

BCP Topco IX Pte. Ltd. ("**BCP Topco**") (promoter of Mphasis Limited) hereby declares that BCP Topco along with the following persons acting in concert with it i.e., Blackstone Capital Partners Asia NQ L.P. and Blackstone Capital Partners (CYM) VIII AIV - F L.P. has not encumbered any shares of Mphasis Limited during the financial year 2023 - 2024.

As disclosed earlier, on 10 August 2021: (i) BCP Asia (SG) Mirror Holding Pte. Ltd. ("**BCP Topco Parent**") has pursuant to a Singapore law governed security document dated 28 July 2021, entered into between BCP Topco, BCP Topco Parent and DB International Trust (Singapore) Limited as the security agent ("**Security Agent**") created a pledge over 100% shares of BCP Topco held by the BCP Topco Parent in favour of the Security Agent (for the benefit of the lenders under the Facility Agreement (*as defined below*) from time to time) to secure the term loan facilities of up to USD 1,100,000,000 (United States Dollars One Thousand and One Hundred Million only) availed by BCP Topco; and (ii) BCP Topco Parent and BCP Topco agreed to certain covenants under the facility agreement dated 1 July 2021, *inter-alia*, between BCP Topco, the BCP Topco Parent, Security Agent and Deutsche Bank AG, Singapore Branch as the agent and initial account bank ("**Facility Agreement**") that are in the nature of encumbrance.

For BCP Topco IX Pte. Ltd.

Melanie Mei Lan Ng

Authorised Signatory

Name: Melanie Mei Lan Ng

Place: Singapore

Date: 1 April 2024

Designation: Director