

MPHASIS LIMITED

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FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

INTRODUCTION

In accordance with provisions of Schedule IV to the Companies Act, 2013 and Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Mphasis Limited ("the Company") shall familiarize the Independent Directors with nature of the industry in which the Company operates, business model of the Company, their roles, responsibilities and right in the Company etc. through various programmes and sessions.

OBJECTIVE

The familiarization programme for Independent Directors provides a comprehensive understanding of the Company, enabling them to gain in-depth knowledge of its business, operations, and governance framework, and to contribute valuable insights and guidance.

The programme is designed to help them gain insight into its stakeholders, senior management, operations, policies, industry perspective, and leverage their expertise and experience to drive business growth and success.

FAMILIARIZATION PROCESS

The Company shall, through its Senior Managerial Personnel / external consultants who are subject matter experts, conduct sessions periodically to familiarize the Independent Directors with the Company's strategy, operations, functions, regulatory and governance framework.

The Company shall also conduct induction programme(s), for Directors joining the Board of the Company. The Company will also share induction materials with new directors, inter-alia comprising of Memorandum and Articles of Association of the Company, Annual Reports, Codes & Policies applicable to the Directors and other corporate governance policies, composition of various Board Committees along with their terms of reference.

The Directors shall also be made aware of their rights, roles and responsibilities at periodic intervals.

DISCLOSURE AND REVIEW

The details of familiarization programme shall be uploaded on the Company's website and a web link for the same shall be provided in the Annual Report of the Company as required under SEBI Listing Regulations.

The familiarization programme for the Independent Directors will be reviewed from time to time and revised as required.

DETAILS OF FAMILIARIZATIONS PROGRAMME CONDUCTED DURING THE FINANCIAL YEAR

During the year, the Independent Directors of the Board were familiarized on the business models, industry trends, leadership development and compliances in relation to the Company by the management.

Further, various leadership team members made presentations to the Board periodically pertaining to Company's performance and future strategy for their respective business units. The Board holds the Strategy Sessions from time to time to review long-term growth/plans of the Company. The Board is also appraised regularly of all regulatory and policy changes relevant to the business of the Company.

The details of familiarization programme attended by all the Directors including Independent Directors of the Company, for the previous financial years are provided in the Annexure. The details of familiarization programme attended by Independent Directors during the financial year ended 31 March 2026, are as follows:

Sl.No.	Name of Director	Number of programmes*	Duration (In hours)
			FY2026
1.	Mr. Girish Srikrishna Paranjpe	08	20
2.	Ms. Maureen Anne Erasmus		20
3.	Mr. Sunil Gulati		20
4.	Mr. Punit Sood refer note 1		17
5.	Ms. Jan Kathleen Hier refer note 2		15

Note -

1. Mr. Punit Sood was appointed as an Independent Director effective 11 December 2025. The hours mentioned include one (1) induction programme attended by him.
2. Ms. Jan Kathleen Hier retired as an Independent Director effective 10 December 2025.

Annexure

Sl. No	Financial Year	Number of hours	Cumulative hours
1.	2025-26	32	125.5
2.	2024-25	13.5	93.5
3.	2023-24	17	80
4.	2022-23	13	63
5.	2021-22	4.5	50
6.	2020-21	5	45.5
7.	2019-20	14	40.5
8.	2018-19	10	26.5
9.	2017-18	14	16.5
10.	2016-17	2.5	2.5
