

IPAMC/62(III)/25-26

February 13, 2026

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.

Sub: Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011

Dear Sir/Madam,

This is to inform you that ICICI Prudential Mutual Fund (the Fund) under its various schemes holds equity shares of Mphasis Ltd. (the Company) whose shares are listed on your Stock Exchange.

In this regard, kindly note that the schemes of the Fund have done net acquisition of 1,51,357 shares of the Company on February 12, 2026. As a result of the aforesaid purchase, the shareholding of the Fund has exceeded 5% of the paid-up capital of the Company.

The holding by schemes of the Fund are from an investment perspective and not with the objective of seeking any controlling interest. However, the disclosures in this regard as required under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is enclosed herewith.

Thanking you
For ICICI Prudential Asset Management Company Limited



 **Prashant Bhola**
Authorized signatory

Format for Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

PART – A – Details of the Acquisition

Name of the Target Company (TC)	Mphasis Ltd.		
Name(s) of the acquirer/Seller and Person Acting in Concert (PAC) with the acquirer	ICICI Prudential Mutual Fund		
Whether the acquirer/Seller belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Limited, Metropolitan Stock Exchange of India Ltd		
Details of the acquisition/disposal as follows	Number	% w.r.t. total shares /voting capital wherever applicable(*)	% w.r.t. total diluted share / voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	94,68,569	4.97	4.97
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	--	--	--
c) Voting rights (VR) otherwise than by equity shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	--	--	--
e) Total (a+b+c+d)	94,68,569	4.97	4.97
Details of acquisition			
a) Shares carrying voting rights acquired.	1,51,357	0.08	0.08
b) VRs acquired otherwise than by equity shares	--	--	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	--	--	--
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)			
e) Total (a+b+c+d)	1,51,357	0.08	0.08

After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	96,19,926	5.05	5.05
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	--	--	--
c) Shares pledged with the acquirer	--	--	--
d) VRs otherwise than by equity shares	--	--	--
e) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	--	--	--
e) Total (a+b+c+d)	96,19,926	5.05	5.05
(Note: the percentages have been rounded off to the nearest number)			
Mode of purchase (e.g. open market/public issue/rights issue/preferential allotment/inter transfer/encumbrance, etc.)	Secondary market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
Date of purchase of/date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/any other instrument that entitles the acquirer/seller to receive shares in the TC.	February 12, 2026		
Equity share capital/total voting capital of the TC before the said acquisition*	₹ 1,90,66,85,920 comprising of 19,06,68,592 shares of face value ₹10/- each		
Equity share capital/total voting capital of the TC after the said acquisition*	₹ 1,90,66,85,920 comprising of 19,06,68,592 shares of face value ₹10/- each		
Total diluted share/voting capital of the TC after the said acquisition**	₹ 1,90,66,85,920 comprising of 19,06,68,592 shares of face value ₹10/- each		



Part-B***

Name of Target Company: Mphasis Ltd.

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
ICICI Prudential Mutual Fund	No	AAAAI0038F

Note. —

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



Prashant Bhola
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Place: Mumbai

Date: February 13, 2026