



10 December 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

Scrip Code: 526299

Scrip Symbol: MPHASIS

Dear Sir/Madam,

**Sub: Intimation for Change in Directors under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we wish to inform you that, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, vide its Circular Resolution passed today, has approved the appointment of Mr. Punit Sood (DIN: 00033799) as an Additional Director (Category: Non-Executive, Independent) of the Company, not liable to retire by rotation, for a term of five consecutive years effective December 11, 2025, subject to the approval by the shareholders of the Company.

The brief profile of Mr. Punit Sood, along with the related Press Release, is enclosed as Annexure B and Annexure C, respectively. The Company will seek shareholders approval for the aforementioned appointment by means of a Postal Ballot within three months from the date of appointment, in accordance with Regulation 17(1C) of the Listing Regulations.

We further wish to inform you that Ms. Jan Kathleen Hier (DIN: 07360483) will conclude her tenure as Independent Director and Chairperson of the Company effective December 10, 2025, upon the completion of her second and final term.

The requisite disclosures as required under Regulation 30 of the Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith as Annexure-A.

We request you to kindly take the above intimation on record.

Thanking you,

Yours faithfully,

For Mphasis Limited



**Mayank Verma**  
Senior Vice President and Company Secretary  
Membership No.: ACS 18776

Encl: As above

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**Mphasis Limited**  
Registered Office:  
Bagmane World Technology Centre,  
Marathahalli Outer Ring Road, Doddanakundi Village,  
Mahadevapura, Bangalore 560 048, India  
CIN: L30007KA1992PLC025294

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## Annexure A

SL no.	Particulars	Mr. Punit Sood (DIN: 00033799)	Ms. Jan Kathleen Hier (DIN: 07360483)
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Punit Sood as an Additional Director (Non-Executive, Independent Director) of the Company	Completion of second and final term of Ms. Jan Kathleen Hier as Independent Director
2.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	The appointment would be effective 11 December 2025, subject to approval of the shareholders for a consecutive period of five years.	December 10, 2025
3.	Brief profile	Enclosed as Annexure B	Not Applicable
4.	Disclosure of relationships between Directors	Mr. Punit Sood is not related to any of the Directors of the Company.	Not Applicable
5.	Information as required pursuant to BSE circular No. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited circular No. NSE/CML/2018/24, dated June 20, 2018	Mr. Punit Sood is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.	Not Applicable





## Annexure B - Brief Profile of Mr. Punit Sood



After an illustrious corporate career of over 36 years driving impactful change at the intersection of financial services and technology, Punit is today an Independent Director on the boards of ICICI Bank and NPCI (National Payments Corporation of India). At ICICI Bank, Punit is a member of the Audit Committee, Nomination & Remuneration Committee, and IT Strategy Committee. At NPCI, he chairs the Business Strategy Committee, and is a member of the Audit Committee, Technology Project Management Committee, and Customer Service & Stakeholder Committee. Punit is an active leader in the GCC space, and during his career helped

shape and execute the GCC strategies of global financial service firms like NatWest, JPMorgan Chase, Citibank, and others. Punit chaired the NASSCOM GCC Council for the 2021-23 term and was a member of the 2023-25 GCC Council. He is an External Expert with BCG, supporting their clients with their GCC strategies. Earlier, Punit built a career in the evolving information technology functions of global organizations like Citibank, GE Capital, United Technologies, JPMorgan Chase, and NatWest, where he rose to CIO roles in different geographies.

### Contact Us:

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### Mphasis Limited

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Mahadevapura, Bangalore 560 048, India

CIN: L30007KA1992PLC025294

## Mphasis appoints Mr. Punit Sood as an Independent Director on the Board



Bengaluru, December 10, 2025

[Mphasis](#), ([BSE: 526299](#); [NSE: MPHASIS](#)), a global AI-led, platform-driven technology solutions provider, has appointed Mr. Punit Sood as an Independent Director of the Company, for a period of five years, effective 11<sup>th</sup> December 2025. This appointment is based on the recommendations of the Nomination and Remuneration Committee and is subject to shareholders' approval.

Mr. Punit Sood is currently an Independent Director on the boards of ICICI Bank and NPCI (National Payments Corporation of India). He brings over 36 years of leadership experience at the intersection of financial services and technology, having driven transformation across global enterprises.

Mr. Sood's career spans senior roles in organizations such as Citibank, GE Capital, United Technologies, JPMorgan Chase, and NatWest, where he progressed to CIO positions across geographies. He has also played a key role in shaping and executing GCC strategies for leading financial institutions, including NatWest, JPMorgan Chase, and Citibank. Punit chaired the NASSCOM GCC Council for 2021–23 and continued as a member for the 2023–25 term. He also serves as an External Expert with BCG, advising clients on global capability centre strategy.

"We are delighted to have Mr. Punit Sood join the Board of Mphasis. With an accomplished record of leading global technology businesses and steering transformation across markets, his experience will be a powerful asset to our company. His insights on leadership will enrich our strategic thinking as we continue to navigate the ever-changing business landscape," said **Mr. Nitin Rakesh, CEO and Managing Director, Mphasis**.

"It is a privilege to join this distinguished Board and collaborate with such accomplished leaders. I look forward to serving as an Independent Director and contributing my experience to advance the company's growth journey," said **Mr. Punit Sood**.

Mr. Sood holds a Master of Business Administration (MBA) from IIM Ahmedabad and is a graduate of IIT Roorkee.

### About Mphasis

At Mphasis, engineering has been in our DNA since inception.

Mphasis is an AI-led, platform-driven company with human-in-the-loop intelligence, helping global enterprises modernize, infuse AI, and scale with agility. The [Mphasis.ai](#) unit and Mphasis AI-powered 'Tribes' are focused on client outcomes and embed artificial intelligence and autonomy into every layer of the enterprise technology and process stack. Mphasis built [NeolIP™](#), a breakthrough AI platform that orchestrates a powerful pack of AI solutions and platforms to deliver impactful outcomes across the enterprise IT value chain, as we believe '*AI Without Intelligence Is Artificial™*'. Mphasis NeolIP™ is powered by the Ontosphere, a dynamic and ever-evolving knowledge base, delivering continuous and constant innovation through perpetual intelligent engineering—driving end-to-end enterprise transformation.

At the heart of our approach is customer-centricity—reflected in our proprietary [Front2Back™](#) transformation framework, which uses the exponential power of cloud and cognitive to deliver hyper-personalized digital experiences ( $C=X2C^2_{TM}=1$ ) and build strong relationships with marquee clients. Our Service Transformation solutions enable enterprises to pivot from legacy systems and operations to secure, adaptive, cloud-first operating models with minimal disruption. Continuous investments in platforms, such as the Neo series, enable enterprises to stay efficient, relevant, and ahead in a dynamic AI-first world. Mphasis is a Hi-Tech, Hi-Touch, Hi-Trust company, rooted in a learning and growth culture. Click [here](#) to know more. ([BSE: 526299](#); [NSE: MPHASIS](#))

**For further information, please contact:**

Mphasis Corporate Communications

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