



28 March 2024

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 Sir/Madam,

**Sub: Intimation of appointment of Mr. Sunil Gulati as an Independent Director effective 1 April 2024**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at its meeting held today, based on the recommendations of the Nomination and Remuneration Committee and subject to approval of the members, have approved appointment of Mr. Sunil Gulati (DIN:10473127) as an Independent Director (Additional Director) of the Company, for a consecutive period of five years effective 1 April 2024. Mr. Narayanan Kumar (DIN 00007848) will retire as an Independent Director of the Company effective closing hours of 31 March 2024, pursuant to completion of his term. The brief profile of the Mr. Sunil Gulati is enclosed and will also be available on the website of the Company at [www.mphasis.com](http://www.mphasis.com) effective 1 April 2024. The press release in relation to the above is enclosed.

We would like to further inform you that in compliance with SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, Mr. Sunil Gulati is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The information pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, is also enclosed.

We request you to kindly take the above on record as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Thanking you,

Yours faithfully,

**For Mphasis Limited**



**Subramanian Narayan**  
**Senior Vice President and Company Secretary**

Encl: As above

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SN


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PRK

Contact Us:  
T : +91 080 67501000  
F : +91 080 66959943  
E : investor.relations@mphasis.com

[www.mphasis.com](http://www.mphasis.com)

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

### Annexure A – Appointment of Sunil Gulati as an Independent Director

SL no.	Particulars	Description
1.	DIN	10473127
2.	Reason for change	Appointment of Mr. Sunil Gulati as an Independent Director (Additional Director)
3.	Date of appointment	Appointed at the Board meeting held on 28 March 2024 effective 1 April 2024
4.	Term of appointment	Mr. Sunil Gulati is appointed as an Independent Director (Additional Director) on the Board of the Company for a consecutive period of five years effective 1 April 2024
5.	Brief profile	 <p>Mr. Sunil Gulati is a native of Allahabad, India, he has played an important role in the development of U.S. Soccer since the early 1980's and has been intimately involved in the rise of the U.S. National Teams to prominence. Elected U.S. Soccer President in 2006 and re-elected in 2010 and 2014, Mr. Gulati served on the FIFA Executive Committee from 2013-2021. As a highly regarded senior lecturer in the economics department at Columbia University, Mr. Gulati balances his academic work with numerous responsibilities within sport worldwide. At Columbia University Mr. Gulati teaches principles of economics, global economics and sports economics. He served on the Columbia Economics Faculty from 1986 to 1990 before joining the World Bank through its Young Professionals Program in 1991 and serving as a country economist for the emerging country of Moldova. He rejoined the Columbia faculty on a full-time basis in 2003. At the FIFA level, Mr. Gulati has served on various committees and task forces including the Independent Governance Committee, a group which provided recommendations for governance changes within the FIFA structure. He is currently the Chairman of UEFA's Club Financial Control Body and also serves as a Director on the Board of T20 World Cup USA Inc. He is also a trustee at Bucknell University where he graduated Magna Cum Laude and Phi Beta Kappa from in 1981. Mr. Sunil Gulati earned his M.A. and M. Phil. in Economics at Columbia University.</p>
6.	Disclosure of relationships between Directors	Mr. Sunil Gulati is not related to any Director of the Company.





## Annexure B – Retirement of Mr. Narayanan Kumar as an Independent Director

SL no.	Particulars	Description
1.	DIN	00007848
2.	Reason for change	Mr. Narayanan Kumar retires as an Independent Director effective closing hours of 31 March 2024 pursuant to completion of his term.
3.	Date of cessation	Closing hours of 31 March 2024
4.	Term of appointment	1 April 2014 to 31 March 2024
5.	Brief profile	Not Applicable
6.	Disclosure of relationships between Directors	Nil



## Mphasis appoints Mr. Sunil Gulati as an Independent Director on the Board



~ *Mr. N Kumar retires as an Independent Director effective March 31<sup>st</sup>, 2024.*

**Bengaluru, March 28, 2024**

[Mphasis](#), (BSE: 526299; NSE: MPHASIS), an Information Technology (IT) solutions provider specializing in [cloud](#) and [cognitive](#) services, announced today the appointment of Mr. Sunil Gulati as an Independent Director of the Company, for a period of five years effective April 01, 2024. This appointment is based on the recommendation of the Nomination and Remuneration Committee of the Mphasis Board and is subject to the approval of shareholders. Mr. Gulati's appointment as an independent director is consequent to the retirement of Mr. Kumar as an Independent Director of the Company, effective March 31, 2024, after successful completion of his term.

Mr. Gulati is a distinguished senior lecturer in the field of economics at the Economics Department, Columbia University. His tenure at Columbia University spans significant periods, having initially served as faculty from 1986 to 1990. Thereafter, he embarked on a notable professional journey with the World Bank through its Young Professionals Program, assuming the role of country economist for Moldova, an emerging nation. Subsequently, he returned to Columbia University in 2003.

"We are excited to have Mr. Gulati on our Board. His four-decades experience as a renowned global thought leader and proven track record in implementing transformative strategies defines unparalleled excellence. We look forward to working with him to enrich our path ahead towards collective growth and excellence. I would also take this opportunity to thank Mr. Narayanan Kumar for his valuable contribution as an Independent Director on the Board and as the Chairman of the Audit Committee, for enabling superior governance principles and board processes," said **Davinder Singh Brar, Chairman of the Board of Directors, Mphasis.**

"I would like to express my gratitude to Mr. Kumar for his significant contributions in redefining our company's work and for his valuable thoughts that have greatly improved our operations. We are delighted to have Mr. Gulati join the Board of Mphasis. His invaluable insights promise to deepen our understanding of leadership principles and encourage a more inclusive, strategic approach to navigating the nuances of today's corporate landscape," said **Nitin Rakesh, Chief Executive Officer, and Managing Director of Mphasis.**

"I am honored to join this esteemed Board and have the chance to play a role in advancing the company's growth. I look forward to my role as an Independent Director and collaborating with both the Board and the management team," said **Sunil Gulati**

Mr. Gulati balances his academic work with numerous responsibilities in sports, worldwide. He has played a vital role in the development of U.S. Soccer since the early 1980s and has been deeply involved in the rise of the U.S. National Teams to prominence. Elected U.S. Soccer President in 2006 and re-elected in 2010 and 2014, he served on the FIFA Executive Committee from 2013-2021.

Within FIFA, Mr. Gulati has lent his expertise to diverse committees and task forces, notably the Independent Governance Committee, which offered pivotal recommendations for governance reforms within FIFA's framework. Presently, he holds the esteemed position of Chairman at UEFA's Club Financial Control Body. Additionally, he serves as a trustee at Bucknell University, where he distinguished himself as a Magna Cum Laude graduate and Phi Beta Kappa member in 1981. Mr. Gulati holds an M.A. and M. Phil. in Economics from Columbia University.

**About Mphasis**

Mphasis' purpose is to be the "Driver in a Driverless Car" for global enterprises by applying next-generation design, architecture, and engineering services, to deliver scalable and sustainable software and technology solutions. Customer-centricity is foundational to Mphasis, and it is reflected in the Mphasis' [Front2Back™](#) Transformation approach. Front2Back™ uses the exponential power of cloud and cognitive to provide hyper-personalized ( $C=X^2C^{2TM}=1$ ) digital experiences to clients and their end customers. Mphasis' Service Transformation approach helps 'shrink the core' through the application of digital technologies across legacy environments within an enterprise, enabling businesses to stay ahead in a changing world. Mphasis' core reference architectures and tools, speed, and innovation with domain expertise and specialization, combined with an integrated sustainability and purpose-led approach across its operations and solutions, are key to building strong relationships with marquee clients. Click [here](#) to know more. ([BSE: 526299](#); [NSE: MPHASIS](#)).

**For further information, please contact:**

Mphasis Corporate Communications

Deepa Nagaraj

[deepa.nagaraj@mphasis.com](mailto:deepa.nagaraj@mphasis.com)

+ 1 (646) 424-5160 | +91 9845 256 283

Sumana Bhat

[sumana.bhat@mphasis.com](mailto:sumana.bhat@mphasis.com)

+91 9902 980 980

