

MARBLE II PTE. LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No. 201607338H)

ANNOUNCEMENT

NOTICE OF CONDITIONAL FULL REDEMPTION OF THE US\$500,000,000 AGGREGATE PRINCIPAL AMOUNT OF 5.30 PER CENT. SENIOR NOTES DUE 2022 (THE “NOTES”) ISSUED BY MARBLE II PTE. LTD. (THE “ISSUER”) TO THE HOLDERS OF THE NOTES

144A CUSIP Number/ISIN: 566067 AA2 / US566067AA24¹

Reg S CUSIP Number/ISIN: Y57657 AA9 / USY57657AA90¹

Pursuant to Section 5.7(e) of the Indenture dated 20 June 2017 made between the Issuer, as issuer, DB International Trust (Singapore) Limited, as trustee (the “**Trustee**”), and DB International Trust (Singapore) Limited, as collateral agent (the “**Collateral Agent**”), as amended, modified and supplemented from time to time (the “**Indenture**”), notice is hereby given that, subject to the Condition (as defined below), on 10 August, 2021 (the “**Redemption Date**”), all of the Issuer’s outstanding Notes will be redeemed pursuant to Section 5.7(e) of the Indenture (the “**Redemption**”) at 100.000% of the principal amount thereof or US\$1,000.00 per US\$1,000.00 principal amount of the Notes, plus accrued and unpaid interest up to, but not including, the Redemption Date (the “**Redemption Price**”). Capitalized terms used herein but not otherwise defined herein have the meanings given to such terms in the Indenture.

This Notice is conditioned upon the closing of the transactions described in that certain Share Purchase Agreement dated 26 April, 2021 made between the Issuer, as seller, and BCP Topco IX Pte. Ltd., as buyer, relating to certain shares in Mphasis Limited (as amended, restated, supplemented or otherwise modified from time to time) (the “**Condition**”). In the Issuer’s discretion, the Redemption Date may be delayed or may not occur and this Notice may be rescinded in the event that the Condition set forth herein shall not have been satisfied by the Redemption Date, or by the Redemption Date so delayed, or otherwise waived by the Issuer. For the avoidance of doubt, in the event that the Condition set forth herein is not satisfied by the Redemption Date, or by the Redemption Date so delayed, or otherwise waived by the Issuer, and this Notice is rescinded by the Issuer, no redemption of the Notes will occur hereunder.

Unless the Issuer defaults in paying the Redemption Price, interest on Notes called for redemption will cease to accrue on and after the Redemption Date.

Notes called for redemption must be surrendered to the Paying Agent at the address specified below to collect payment of the Redemption Price:

Deutsche Bank Trust Company Americas
60 Wall Street, 24th Floor
NYC 60-2405
New York, New York 10005
United States of America

¹ No representation is made as to the accuracy or correctness of the CUSIP numbers and ISINs listed herein or printed on the Notes.

IMPORTANT NOTICE

For holders of Notes who have not established an exemption, payments made upon the Redemption of the Notes may be subject to U.S. federal backup withholding of 24% of the payments to be made, as and to the extent required by the provisions of the U.S. Internal Revenue Code. To establish an exemption from backup withholding, holders of Notes should submit a completed and signed Internal Revenue Service Form W-9 (or applicable Form W-8) when surrendering their Notes for payment.

Date: 9 July 2021

By: Marble II Pte. Ltd.