

7 March 2017

The Manager, Listing
The National Stock Exchange of India Ltd
Exchange Plaza, Plot No.C/1,
G Block, Bandra-Kurla Complex,
MUMBAI-400 051

Dear Sir/Madam,

Sub: Exercise of Restricted Stock Units

As per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that the ESOP Compensation Committee of the Board, vide its resolution dated 7 March 2017, approved allotment of shares, as per the following details, against exercise of the Stock Units under Mphasis Restricted Stock Units Plan 2014 (RSU 2014).

Plan	RSUs Exercised
RSU 2014	6,456
TOTAL	6,456

The terms and time period of exercise of the restricted stock units is as per the RSU 2014 Plan document, a copy of which had already been submitted with you at the time of obtaining in-principle approval.

This is for your information and records.

Thanking You,

Yours faithfully,

For Mphasis Limited



Subramanian Narayan
Vice President & Deputy Company Secretary

