

17 May 2016

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/ Employees stock options

As per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that the exercise of the following stock units/stock options have been approved by the ESOP Compensation Committee of the Company on 17 May 2016 vide resolution dated 17 May 2016.

Scheme	RSUs Exercised
RSU 2014	948
ESOP 1998 Version-II	400
TOTAL	1,348

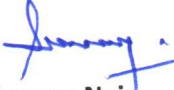
The terms and time period of exercise of the restricted stock units / employee stock options is as per the relevant RSU/ ESOP Scheme, copy of which have already been submitted to your Exchange at the time of obtaining in-principle approval of the Schemes.

This is for your information and records.

Thanking You,

Yours faithfully,

For Mphasis Limited



A Sivaram Nair
EVP, Company Secretary,
General Counsel & Ethics Officer



Mphasis Limited, An HP Company

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