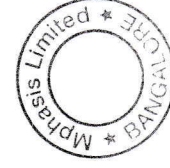


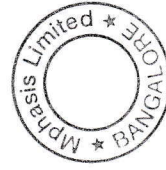
Statement of Consolidated Audited Financial Results for the quarter and six months ended 30 September 2015

Particulars	Quarter ended			Six months ended			Year ended
	30 September 2015	30 June 2015	30 September 2014	30 September 2015	30 September 2014	30 September 2015	31 March 2015
Net Sales / Income from operations	155,746	149,641	146,487	305,387	295,503	579,481	
Expenses							
(a) Purchases of stock-in-trade	1,768	829	-	2,597	-	-	-
(b) Changes in inventories of stock-in-trade	(519)	(829)	-	(1,348)	-	-	-
(c) Employee benefits expense	93,089	92,166	88,732	185,255	179,671	358,694	
(d) Depreciation and amortisation expense	1,791	2,170	2,468	3,961	5,097	9,807	
(e) Software development charges	9,854	9,507	8,307	19,361	16,041	34,740	
(f) Other expenses (refer note 3)	28,103	26,812	27,996	54,915	53,604	99,038	
Total expenses	134,086	130,655	127,503	264,741	254,413	502,279	
Profit from operations before other income, finance costs and exceptional item (1-2)	21,660	18,986	18,984	40,646	41,090	77,202	
Other income	4,920	5,632	4,395	10,552	7,959	19,674	
Profit before finance costs and exceptional item (3+4)	26,580	24,618	23,379	51,198	49,049	96,876	
Finance costs	747	667	908	1,414	1,675	2,792	
Profit before tax and exceptional item (5-6)	25,833	23,951	22,471	49,784	47,374	94,084	
Exceptional item (net of tax)	-	238	-	238	-	-	
Expected loss on proposed sale of domestic BPO business (refer note 4)	-	920	-	920	-	-	
Expected loss on exit from other domestic BPO business (refer note 5)	-	636	-	636	-	316	
Restructuring expenses	-	-	-	-	-	-	
Provision for impairment of intangible assets under development	526	-	-	526	-	-	
Profit before tax (7-8)	25,307	22,157	22,471	47,464	47,374	93,768	
Tax expense (refer note 6)	6,835	6,531	6,451	13,366	13,875	26,304	
Net profit after tax (9-10)	18,472	15,626	16,020	34,098	33,499	67,464	
Paid-up equity share capital	21,015	21,015	21,015	21,015	21,015	21,015	
Reserve excluding revaluation reserves as per the balance sheet	571,639	546,583	530,978	571,639	530,978	526,962	
Earnings per share (before exceptional item)							
(of ₹10/- each) (not annualised) :							
(a) Basic (₹)	9.04	8.29	7.62	17.33	15.94	32.26	
(b) Diluted (₹)	9.02	8.28	7.62	17.30	15.93	32.20	
Earnings per share (after exceptional item)							
(of ₹10/- each) (not annualised) :							
(a) Basic (₹)	8.79	7.44	7.62	16.23	15.94	32.10	
(b) Diluted (₹)	8.77	7.42	7.62	16.20	15.93	32.05	

 Mphasis Unleash the Next		Registered Office : Bagmane World Technology Center, Marathalli Ring Road, Doddanakhundi Village, Mahadevapura, Bengaluru - 560 048. Telephone: 91 80 3352 5000, Fax: 91 80 6695 9943, Website: www.mphasis.com, E-mail: Investor.relations@mphasis.com		Mphasis Group		CIN: L30007KA1992PLC025294		Amounts in ₹ Lakhs unless otherwise stated	
Select information for the quarter and six months ended 30 September 2015									
Sl. No.	Particulars	Quarter ended		Six months ended		Year ended			
		30 September 2015	30 June 2015	30 September 2014	30 September 2015	30 September 2014	31 March 2015		
A	Particulars of Shareholding								
1	Public shareholding								
	- Number of shares	83,039,517	83,035,397	83,033,777	83,039,517	83,033,777	83,034,557		
	- Percentage of shareholding	39.52%	39.51%	39.51%	39.52%	39.51%	39.51%		
2	Promoters and promoter group shareholding								
	(a) Pledged / encumbered								
	- Number of shares	-	-	-	-	-	-		
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	-	-	-	-	-	-		
	- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-	-	-		
	(b) Non-encumbered								
	- Number of shares	127,106,266	127,106,266	127,106,266	127,106,266	127,106,266	127,106,266		
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%		
	- Percentage of shares (as a % of the total share capital of the Company)	60.48%	60.49%	60.49%	60.48%	60.49%	60.49%		
B	Investor complaints	Quarter ended 30 September 2015							
	Pending at the beginning of the quarter	-	-	-	-	-	-	-	-
	Received during the quarter	1	1	1	1	1	1	1	1
	Disposed off during the quarter	1	1	1	1	1	1	1	1
	Remaining unresolved at the end of the quarter	-	-	-	-	-	-	-	-

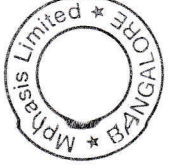


Sl. No.	Segment wise Revenues, Results and Capital employed	Quarter ended			Six months ended		Year ended	
		30 September 2015	30 June 2015	30 September 2014	30 September 2015	30 September 2014	31 March 2015	
1	Segment revenue							
	Banking and Capital Market	72,729	66,156	61,140	138,885	122,046	237,017	
	Insurance	23,570	23,143	19,479	46,713	38,582	81,250	
	Information Technology, Communication and Entertainment	19,752	21,349	24,679	41,101	49,816	95,782	
	Emerging Industries	39,142	38,537	40,611	77,679	85,072	163,979	
	Unallocated - Hedge	553	456	578	1,009	(13)	1,453	
		155,746	149,641	146,487	305,387	295,503	579,481	
2	Segment results (including exceptional item)							
	Banking and Capital Market	13,598	10,591	12,547	24,189	25,947	43,108	
	Insurance	5,166	6,145	3,471	11,311	7,204	16,108	
	Information Technology, Communication and Entertainment	6,200	5,572	7,284	11,772	14,500	28,706	
	Emerging Industries	13,941	13,266	13,082	27,207	28,364	55,577	
	Unallocated - Hedge	553	456	578	1,009	(13)	1,453	
		39,458	36,030	36,962	75,488	76,002	144,952	
	Interest income	1,593	2,375	1,296	3,968	1,587	5,484	
	Finance costs	(747)	(667)	(908)	(1,414)	(1,875)	(2,792)	
	Other unallocable expenditure, net of unallocable income	(14,997)	(15,581)	(14,879)	(30,578)	(28,540)	(53,876)	
	Profit before tax	25,307	22,157	22,471	47,464	47,374	93,768	
3	Capital employed (segment assets-segment liabilities)							
	Banking and Capital Market	60,198	51,356	39,463	60,198	39,463	49,065	
	Insurance	9,584	8,181	9,972	9,584	9,972	11,501	
	Information Technology, Communication and Entertainment	6,831	11,645	16,592	6,831	16,592	14,062	
	Emerging Industries	19,997	19,862	18,748	19,997	18,748	18,307	
	Unallocated	496,044	476,554	467,218	496,044	467,218	455,042	
		592,654	567,598	551,993	592,654	551,993	547,977	



Consolidated Statement of Assets and Liabilities

	As at 30 September 2015	As at 31 March 2015
Equity and liabilities		
Shareholders' funds		
(a) Share capital	21,015	21,015
(b) Reserves and surplus	571,639	526,962
Sub - total - shareholders' funds	592,654	547,977
Non - current liabilities		
(a) Long - term borrowings	25,306	30,937
(b) Deferred tax liabilities (net)	4,970	4,999
(c) Other long - term liabilities	557	674
(d) Long - term provisions	5,983	5,398
Sub - total - non - current liabilities	36,816	42,008
Current liabilities		
(a) Short - term borrowings	13,232	12,500
(b) Trade payables	50,168	40,636
(c) Other current liabilities	49,395	48,870
(d) Short - term provisions	10,644	49,674
Sub - total - current liabilities	123,439	151,680
Total - Equity and liabilities	752,909	741,665
Assets		
Non - current assets		
(a) Fixed assets	15,362	17,602
(b) Goodwill on consolidation	229,509	217,814
(c) Non - current investments	24,990	24,990
(d) Deferred tax assets (net)	7,816	8,256
(e) Long - term loans and advances	68,387	67,150
(f) Trade receivables	445	538
(g) Other non - current assets	12,525	10,524
Sub - total non - current assets	359,034	346,874
Current assets		
(a) Current investments	155,204	119,321
(b) Inventories	1,348	-
(c) Trade receivables	57,542	62,520
(d) Cash, cash equivalents and other bank balances	83,729	132,084
(e) Short - term loans and advances	20,654	25,077
(f) Other current assets	75,398	55,799
Sub - total - current assets	393,875	394,791
Total Assets	752,909	741,665



Notes:

- 1) The above results were taken on record at the Board Meeting held on 20 October 2015.
- 2) Audited Financial Results of Mphasis Limited (Standalone Information).

Sl. No.	Particulars	Quarter ended			Six months ended			Year ended	
		30 September 2015	30 June 2015	30 September 2014	30 September 2015	30 September 2014	30 September 2014	31 March 2015	31 March 2015
1	Net sales / income from operations	75,691	73,903	76,055	149,594	154,048	154,048	302,645	302,645
2	Profit before tax and exceptional item	17,473	17,648	19,618	35,121	38,614	38,614	73,166	73,166
3	Profit after tax and exceptional item	14,247	11,495	14,394	25,742	27,890	27,890	55,303	55,303

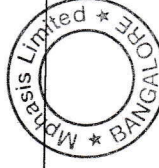
The audited results of Mphasis Limited for the above mentioned periods, financials summary, detailed Management Discussion & Analysis, results of operations and financial condition including detailed analysis of revenues, client concentration and human resources are available on our website www.mphasis.com. The information above has been extracted from the audited financial statements as stated.

- 3) Other expenses for the quarter and six months ended 30 September 2015 are net of reversals of ₹ Nil which is no longer required (quarter and six months ended 30 September 2014: ₹ 1,548 and ₹ 2,405 respectively).
- 4) During the quarter ended 30 June 2015, the Board of Directors of Mphasis Limited and Msourse (India) Private Limited had approved sale and transfer of some contracts of the domestic BPO business, which is not a separate major line of Group's business and accordingly the Group had entered into definitive agreements with Hinduja Global Solutions Limited and Karvy Data Management Services Limited for sale of a portion of domestic BPO business as a going concern on slump sale basis for a lump sum consideration amounting to ₹ 1,700 and ₹ 275 respectively. Pending regulatory approval during the quarter ended 30 June 2015, the Group had estimated losses of ₹ 238 (net of tax of ₹ 126) arising on the proposed sale and accounted for the same as an exceptional item. During the current quarter, the Competition Commission of India has approved the transaction and the Group has complied with all the pre-conditions on 01 September 2015.
- 5) During the quarter ended 30 June 2015, the Group has formalized a plan to early exit / ramp down operations in respect of certain domestic BPO contracts. On account of the proposed early closure of the said contracts, the management has provided for ₹ 920 (net of tax of ₹ 487) towards expected loss as an exceptional item.
- 6) Tax expense for the quarter and six months ended 30 September 2015 is net of credits for earlier periods amounting to ₹ 1,097 and ₹ 1,816 respectively (quarter and six months ended 30 September 2014 includes provision for earlier periods amounting to ₹ 423 and ₹ 423 respectively).
- 7) Previous period's figures have been reclassified to conform with the current period's classification, wherever applicable.

Santa Clara, U.S.A.
20 October 2015

By Order of the Board,
Mphasis Limited

Balu Ganesh Ayyar
Chief Executive Officer



Statement of Standalone Audited Financial Results for the quarter and six months ended 30 September 2015									
Sl. No.	Particulars	Quarter ended			Six months ended			Year ended	
		30 September 2015	30 June 2015	30 September 2014	30 September 2015	30 September 2014	30 September 2014	31 March 2015	
1	Net Sales / Income from operations	75,691	73,903	76,055	149,594		154,048		302,645
2	Expenses								
(a)	Purchases of stock-in-trade	1,768	829	-	2,597		-		-
(b)	Changes in inventories of stock-in-trade	(519)	(829)	-	(1,348)		-		-
(c)	Employee benefits expense	34,690	35,219	35,325	69,909		71,388		145,579
(d)	Depreciation and amortisation expense	612	802	836	1,414		1,726		3,312
(e)	Software development charges	9,194	8,375	8,806	17,569		18,664		37,673
(f)	Other expenses (refer note 2)	16,236	16,651	14,985	32,887		30,056		58,537
	Total expenses	61,981	61,047	59,952	123,028		121,834		245,101
3	Profit from operations before other income, finance costs and exceptional item (1-2)	13,710	12,856	16,103	26,566		32,214		57,544
4	Other income	4,063	4,998	3,814	9,061		6,842		16,214
5	Profit before finance costs and exceptional item (3+4)	17,773	17,854	19,917	35,627		39,056		73,758
6	Finance costs	300	206	299	506		442		592
7	Profit before tax and exceptional item (5-6)	17,473	17,648	19,618	35,121		38,614		73,166
8	Exceptional item (net of tax)	-	124	-	124		-		-
	Expected loss on proposed sale of domestic BPO business (refer note 3)	-	920	-	920		-		-
	Expected loss on exit from other domestic BPO business (refer note 4)	-	-	-	-		-		-
9	Profit before tax (7-8)	17,473	16,604	19,618	34,077		38,614		73,166
10	Tax expense (refer note 5)	3,226	5,109	5,224	8,335		10,724		17,863
11	Net profit after tax (9-10)	14,247	11,495	14,394	25,742		27,890		55,303
12	Paid-up equity share capital	21,015	21,015	21,015	21,015		21,015		21,015
13	Reserve excluding revaluation reserves as per the balance sheet	407,807	394,494	394,283	407,807		394,283		383,936
14	Earnings per share (before exceptional item) (of ₹10/- each) (not annualised) :								
(a)	Basic (₹)	6.78	5.97	6.85	12.75		13.27		26.32
(b)	Diluted (₹)	6.77	5.96	6.84	12.72		13.26		26.28
15	Earnings per share (after exceptional item) (of ₹10/- each) (not annualised) :								
(a)	Basic (₹)	6.78	5.47	6.85	12.25		13.27		26.32
(b)	Diluted (₹)	6.77	5.46	6.84	12.23		13.26		26.28



Select information for the quarter and six months ended 30 September 2015

Sl. No.	Particulars	Quarter ended		Six months ended		Year ended	
		30 September 2015	30 June 2015	30 September 2015	30 September 2014	31 March 2015	
A	Particulars of Shareholding						
1	Public share holding	83,039,517	83,035,397	83,039,517	83,033,777	83,034,557	
	- Number of shares	39.52%	39.51%	39.52%	39.51%	39.51%	
	- Percentage of shareholding						
2	Promoters and promoter group shareholding						
	(a) Pledged / encumbered						
	- Number of shares	-	-	-	-	-	
	- Percentage of shares (as a % of total shareholding of the promoter and promoter group)	-	-	-	-	-	
	- Percentage of shares (as a % of total share capital of the Company)	-	-	-	-	-	
	(b) Non-encumbered						
	- Number of shares	127,106,266	127,106,266	127,106,266	127,106,266	127,106,266	
	- Percentage of shares (as a % of total shareholding of the promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	
	- Percentage of shares (as a % of total share capital of the Company)	60.48%	60.49%	60.48%	60.49%	60.49%	

Investor complaints

Quarter ended 30 September 2015

Pending at the beginning of the quarter	-
Received during the quarter	1
Disposed off during the quarter	1
Remaining unresolved at the end of the quarter	-





Mphasis Limited

Registered Office: Bagmane World Technology Center, Marathalli Ring Road, Doddanahundi Village, Mahadevapura, Bengaluru - 560 048.

Telephone: 91 80 3352 5000, Fax: 91 80 6895 9943, Website: www.mphasis.com, E-mail: investor.relations@mpphasis.com

CIN:L30007KA1992PLC025294

Amounts in ₹ Lakhs unless otherwise stated

Sl. No.	Segment wise Revenue, Results and Capital employed	Quarter ended			Six months ended			Year ended	
		30 September 2015	30 June 2015	30 September 2014	30 September 2015	30 September 2014	30 September 2014	31 March 2015	31 March 2015
1	Segment revenue								
	Banking and Capital Market	22,599	20,502	21,127	43,101	40,816	40,816	82,026	82,026
	Insurance	17,172	16,251	14,279	33,423	27,451	27,451	54,718	54,718
	Information Technology, Communication and Entertainment	12,185	14,137	16,161	26,322	33,291	33,291	64,050	64,050
	Emerging Industries	23,174	22,593	24,143	45,767	52,697	52,697	100,943	100,943
	Unallocated - hedge	561	420	345	981	(207)	(207)	908	908
		76,691	73,903	76,055	149,594	154,048	154,048	302,645	302,645
2	Segment results (including exceptional item)								
	Banking and Capital Market	2,373	756	3,349	3,129	6,414	6,414	10,508	10,508
	Insurance	4,873	4,627	4,351	9,500	8,213	8,213	13,567	13,567
	Information Technology, Communication and Entertainment	3,316	3,636	4,526	6,952	9,551	9,551	18,973	18,973
	Emerging Industries	8,933	8,140	8,308	17,073	19,406	19,406	38,306	38,306
	Unallocated - hedge	561	420	345	981	(207)	(207)	908	908
		20,056	17,579	20,879	37,635	43,377	43,377	82,262	82,262
	Interest income	1,481	2,239	1,254	3,720	1,531	1,531	5,171	5,171
	Finance costs	(300)	(206)	(299)	(506)	(442)	(442)	(592)	(592)
	Other unallocable expenditure, net of unallocable income	(3,764)	(3,008)	(2,216)	(6,772)	(5,852)	(5,852)	(13,675)	(13,675)
	Profit before tax	17,473	16,604	19,618	34,077	38,614	38,614	73,166	73,166
3	Capital employed (segment assets-segment liabilities)								
	Banking and Capital Market	37,127	33,655	27,978	37,127	27,978	27,978	32,272	32,272
	Insurance	9,903	5,928	9,462	9,903	9,462	9,462	7,196	7,196
	Information Technology, Communication and Entertainment	2,109	6,579	10,391	2,109	10,391	10,391	9,629	9,629
	Emerging Industries	20,936	16,473	12,164	20,936	12,164	12,164	17,181	17,181
	Unallocated	358,747	352,874	355,303	358,747	355,303	355,303	338,673	338,673
		428,822	415,509	415,298	428,822	415,298	415,298	404,951	404,951



Sl. No.	Standalone Statement of Assets and Liabilities	As at 30 September 2015	As at 31 March 2015
A	Equity and liabilities		
1	Shareholders' funds		
	(a) Share capital	21,015	21,015
	(b) Reserves and surplus	407,807	383,936
	Sub - total - shareholders' funds	428,822	404,951
2	Non - current liabilities		
	(a) Other long - term liabilities	163	260
	(b) Long - term provisions	5,959	5,353
	Sub - total - non - current liabilities	6,122	5,613
3	Current liabilities		
	(a) Short - term borrowings	13,232	12,500
	(b) Trade payables	39,632	31,661
	(c) Other current liabilities	18,028	18,133
	(d) Short - term provisions	4,685	44,930
	Sub - total - current liabilities	75,577	107,224
	Total - Equity and liabilities	510,521	517,788
B	Assets		
1	Non - current assets		
	(a) Fixed assets	4,973	6,521
	(b) Non - current investments	154,086	154,086
	(c) Deferred tax assets (net)	5,783	6,016
	(d) Long - term loans and advances	59,894	58,720
	(e) Trade receivables	445	538
	(f) Other non - current assets	12,517	10,516
	Sub - total non - current assets	237,698	236,397
2	Current assets		
	(a) Current investments	104,423	75,548
	(b) Trade receivables	52,012	47,743
	(c) Inventory	1,348	-
	(d) Cash, cash equivalents and other bank balances	59,428	105,336
	(e) Short - term loans and advances	21,795	26,349
	(f) Other current assets	33,817	26,415
	Sub - total - current assets	272,823	281,391
	Total Assets	510,521	517,788



Mphasis Limited

Registered Office: Bagmane World Technology Center, Marathalli Ring Road, Doddanakhundi Village, Mahadevapura, Bengaluru - 560 048.
Telephone: 91 80 3352 5000, Fax: 91 80 6695 9943, Website: www.mphasis.com, E-mail: Investor.relations@mpphasis.com

CIN:L30007KA1992PLC025294
Amounts in ₹ Lakhs unless otherwise stated

Notes:

- 1) The above results were taken on record at the Board Meeting held on 20 October 2015.
- 2) Other expenses for the quarter and six months ended 30 September 2015 are net of reversal of ₹ Nil which is no longer required (Quarter and six months ended 30 September 2014 are net of reversal of ₹ 1,084 and ₹ 1,941 pertaining to earlier periods).
- 3) During the quarter ended 30 June 2015, the Board of Directors of the Company had approved sale and transfer of some contracts of the domestic BPO business, which is not a separate major line of Company's business and accordingly the Company had entered into definitive agreements with Hinduja Global Solutions Limited and Karvy Data Management Services Limited for sale of a portion of domestic BPO business as a going concern on slump sale basis for a lump sum consideration amounting to ₹ 1,400 and ₹ 275 respectively. Pending regulatory approvals during the quarter ended 30 June 2015, the Company had estimated losses of ₹ 124 (net of tax of ₹ 66) arising on the proposed sale and accounted for the same as an exceptional item. During the current quarter the Competition Commission of India has approved the transaction and the Company has complied with all the pre-conditions on 01 September 2015.
- 4) During the quarter ended 30 June 2015, the Company has formalized a plan to early exit / ramp down operations in respect of certain domestic BPO contracts. On account of the proposed early closure of the said contracts, the management has provided for ₹ 920 (net of tax of ₹ 487) towards expected loss as an exceptional item.
- 5) Tax expense for the quarter and six months ended 30 September 2015 is net of credits for earlier periods amounting to ₹ 1,088 (quarter and six months ended 30 September 2014: ₹ Nil).
- 6) Previous period's figures have been reclassified to conform with the current period's classification, wherever applicable.

By Order of the Board,
Mphasis Limited

Balu Ganesh Ayyar
Chief Executive Officer



Santa Clara, U.S.A.
20 October 2015