

The Listing Manager,
National Stock Exchange of India Limited
"Exchange Plaza",
Bandra Kurla Complex,
Bandra (E),
MUMBAI -400 051

Dear Sir/Madam,

INTIMATION ABOUT DECLARATION OF POSTAL BALLOT RESULTS

The members of the company have approved the special resolutions as set out in the postal ballot notice dated 9 July 2010 issued to the members pursuant to Section 192(A) of the Companies Act, 1956 in relation to :

- | | |
|-----------------|---|
| Resolution No.1 | Alteration of the Articles of Association of the Company by adding Article 54A relating to Buy-Back of Shares. |
| Resolution No.2 | Grant of Restricted Stock Units under the new plan "Restricted Stock Unit Plan -RSU-2010" to the eligible employees of the Company. |
| Resolution No.3 | Grant of Restricted Stock Units under the new plan "Restricted Stock Unit Plan-RSU-2010" to eligible employees of the subsidiary companies. |

Please find enclosed a copy of the postal ballot results announced by the company eventdated which has also been hosted on our website (www.mphasis.com).

This is for your information and records.

Thanking You,

Yours faithfully,
For **Mphasis Limited**



A Sivaram Nair
Company Secretary & General Counsel

Encl: postal ballot results.