

The Manager-Listing
National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra –Kurla Complex,
Bandra (E), **Mumbai-400 051**

Dear Sirs,

Sub: Intimation of grant of Employee Stock Option Plan 2016 (ESOP 2016)

We wish to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and subject to the provisions of the SEBI (Share Based Employee Benefits) Regulations, 2014 (hereinafter referred to as SEBI Regulations), 50,000 stock options have been granted to an employee of the Company, effective 18 May 2017, under the Employee Stock Option Plan 2016 (ESOP Plan 2016) at an exercise price of Rs.500/- per stock option vide a resolution of the ESOP Compensation Committee, of the Board of Directors, dated 18 May 2017. Each of the stock option entitles the holder to apply for one equity share of the Company of Rs.10/- each.

The following are the terms of the options granted:

- a) Vesting Period : Vests over a period of 5 years in equal proportion
- b) Exercise Period : The ESOPs are exercisable within 36 calendar months from the respective dates of completion of the vesting period
- c) Other Terms : The shares arising out of the exercise of stock options are proposed to be allotted and the Plan will be administered through Mphasis Employees Equity Reward Trust

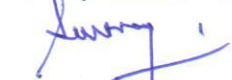
The ESOPs granted are governed as per ESOP 2016 Plan, which is submitted with the Exchanges at the time of obtaining the in-principle approval.

We request you to kindly take the above on record as per the provisions of the Listing and SEBI Regulations.

Thanking you,

Yours faithfully,

For **Mphasis Limited**


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



Mphasis Limited

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