

11 January 2018

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

Dear Sir/Madam,

Sub : Notice to Shareholders for transfer of Equity shares and unclaimed dividends to Investor Education and Protection Fund (IEPF) published in Newspapers

Pursuant to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, a Notice to the Equity shareholders of the Company has been published today in the Business Standard (English) and Samyukta Karnataka (Kannada newspaper) regarding transfer of unpaid/unclaimed dividend for 2009-2010 to IEPF and also transfer of shares to the demat account of IEPF in respect of which dividend(s) remains unpaid or unclaimed for seven consecutive years.

Please note that the details of shareholders and shares due for transfer is being uploaded on the website of the Company at <http://www.mphasis.com/CorporateGovernance.html>

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

For Mphasis Limited


Subramanian Narayan
Vice President & Company Secretary



✓
Encl : As above

(Insolvency resolution process for corporate persons) Regulation, 2016 (Insolvency and Bankruptcy Code, 2016)

Insolvency resolution process for corporate persons shall attract penalties.

Submission of false or misleading proofs of claim shall attract penalties.

Date: 09/01/2018

Place : Delhi

SACHIN K. SINGH
INTERIM RESOLUTION PROFESSIONAL

Opheas Limited

**Mphasis Limited**

Regd. Office: Bagmane World Technology Centre,
Marathalli Outer Ring Road, Doddanahundi Village,
Mahadevapura, Bengaluru - 560048
CIN: L30007KA1992PLC025294
Tel: 91 80 6750 1000 Fax: 91 80 6695 9943
Website: www.mphasis.com
email: investor.relations@mphasis.com

Notice

**(For the attention of the Equity Shareholders of the Company)
Mandatory transfer of Equity Shares to the demat account of
Investor Education and Protection Fund (IEPF)**

This notice is published pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the rules") notified by the Ministry of Corporate Affairs (MCA). In pursuance of provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, every company has to transfer the shares, in respect of which the dividend(s) remains unpaid or unclaimed for a period of seven consecutive years to the demat account of INVESTOR EDUCATION AND PROTECTION FUND (IEPF) established by the Central Government. The unpaid / unclaimed dividend for 2009-2010 is due to be transferred to IEPF on 4 April 2018. Accordingly, the shares in respect of which the dividend are unpaid/unclaimed for a period of seven consecutive years are due to be transferred to IEPF on 4 April 2018.

In accordance with the requirements as set out in the Rules, individual letters are being sent to the shareholders, who have not claimed their dividends, at their registered address as appearing in the Register of Members, inter alia, providing the details of the shares due for transfer to IEPF. The details of such shareholders and shares due for transfer is also being displayed on the website of the Company at www.mphasis.com.

To claim the said shares and unclaimed dividend amount before it is transferred to the IEPF, Shareholders may forward to Integrated Registry Management Services Private Limited the Registrar and Share Transfer Agent (RTA), following documents on or before 31 March 2018.

- Letter of Undertaking duly filled in and signed (format is provided in the intimation letters being sent to the shareholders)
- Self-attested copy of PAN Card and Address Proof

The shareholders may note that both the unclaimed dividend and the shares transferred to IEPF Authority including all benefits accruing on such shares if any, can be claimed from IEPF Authority after following the procedure prescribed by the Rules.

The concerned shareholders, holding shares in physical form and whose shares are liable to be transferred to IEPF, may note that the Company would be issuing duplicate Share Certificate(s) in lieu of the original Share Certificate(s) held by them for the purpose of transfer of shares to IEPF, as per the Rules and upon such issue, the original Share Certificate(s) which stand registered in their name will stand automatically cancelled and be deemed non-negotiable.

The Shareholders may further note that the details uploaded by the Company on its website is treated as notice in respect of issue of the duplicate Share Certificate (s) by the Company for the purpose of transfer of shares to IEPF, pursuant to the Rules.

For further information / clarification, concerned shareholders may contact the Company's Registrar and Share Transfer Agent (RTA) at:

Integrated Registry Management Services Private Limited (Unit: Mphasis Limited)

30, Ramana Residency, 4th Cross, Sampige Road,

Malleswaram, Bangalore- 560 003

Ph: +91 080 2346 0816 to 818

E-mail: giri@integratedindia.in

Bengaluru
10 January 2018

For Mphasis Limited

Sd/-

Subramanian Narayan
Vice President & Company Secretary

