



16 May 2018

**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 Employee Stock Options and Restricted Stock Units

As per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that the ESOP Compensation Committee of the Board, vide its resolution dated 14 May 2018, approved allotment of shares, as per the following details, against exercise of the Employee Stock Options and Restricted Stock Units under Employee Stock Option Plan 2016 (ESOP 2016) and Restricted Stock Units Plan 2015 (RSU 2015) respectively.

Plan	ESOPs/RSUs Exercised
ESOP 2016	1,900
RSU 2015	3,750
TOTAL	5,650

The terms and time period of exercise of the Employee Stock Options and Restricted Stock Units is as per the ESOP 2016 and RSU 2015 Plan document, a copy of which had already been submitted with you at the time of obtaining in-principle approval.

This is for your information and records.

Thanking You,

Yours faithfully,

For Mphasis Limited

DocuSigned by:
Subramanian Narayan
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**Subramanian Narayan
Vice President & Company Secretary**

Mphasis Limited

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