

25 November 2016

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 Restricted Stock Units

As per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that the exercise of the Restricted Stock Units (RSU 2014) have been approved by the ESOP Compensation Committee of the Company on 23 November 2016 vide resolution dated 23 November 2016 and for Restricted Stock Units (RSU 2015) have been approved vide Register dated 23 November 2016.

Scheme	RSUs Exercised
RSU 2014	12,947
RSU 2015	26,750
TOTAL	39,697

The terms and time period of exercise of the restricted stock units is as per the relevant RSU Scheme, copy of which have already been submitted to your Exchange at the time of obtaining in-principle approval of the Schemes.

This is for your information and records.

Thanking You,

Yours faithfully,

For Mphasis Limited


Subramanian Narayan

Vice President & Deputy Company Secretary



Mphasis Limited

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