



24 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 resolutions dated 22 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 Options Plan 2016 (ESOP 2016), Restricted Stock Units Plan 2014 (RSU 2014) and Restricted Stock Units Plan 2015 (RSU 2015) respectively.

Plan	ESOPs/RSUs Exercised
ESOP 2016	4,240
ESOP 2014	2,823
RSU 2015	4,500
TOTAL	11,563

The terms and time period of exercise of the Employee Stock Options and Restricted Stock Units is as per the ESOP 2016, RSU 2014 and RSU 2015 Plan documents, 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**

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PP

Mphasis Limited

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