

18 April 2016

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

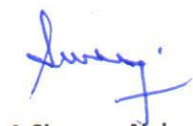
Dear Sir/Madam,

Sub: Certificate under Regulation 7(3) of Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements)Regulation,2015 for the half year ended 31 March 2016

We, Integrated Enterprises (India) Limited and Mphasis Limited (CIN: L30007KA1992PLC025294) hereby confirm that Mphasis Limited has appointed '**Integrated Enterprises(India)Limited**' having its office at No. 30 Ramana Residency 4th Cross Sampige Road, Malleswaram , Bangalore - 560 003, as its Registrar and Share Transfer Agent (SEBI Registration No. INR000000544) and certify pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that Integrated Enterprises (India) Limited carries out all the activities in relation to both physical share transfers and Dematerialization facility (Electronic share transfer facility) for Mphasis Limited.

We request you to kindly take the above on your record.

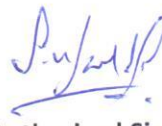
For **Mphasis Limited**



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



For **Integrated Enterprises (India) Limited**



Authorised Signatory

