



13 April 2017

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

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 2017

We, Integrated Registry Management Services Private Limited (*formerly known as Integrated Enterprises (India) Limited*) and Mphasis Limited (CIN: L30007KA1992PLC025294) hereby confirm that Mphasis Limited has appointed '**Integrated Registry Management Services Private 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 Registry Management Services Private Limited carries out all the activities in relation to both physical share transfers and Dematerialization facility (Electronic share transfer facility) for Mphasis Limited.

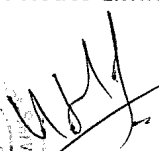
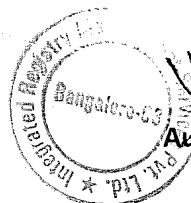
We request you to kindly take the above on record as required under the Listing Regulations.

For **Mphasis Limited**


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



For **Integrated Registry Management Services Private Limited**



Authorised Signatory

Mphasis Limited

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