



16 April 2018

The Listing Manager
National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051

Dear Sirs,

SUB: Submission of Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We refer to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof and enclose the certificate under regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 31 March 2018.

We request you to kindly take the above on record as required under provisions of aforesaid listing regulations.

Thanking you,

Yours faithfully,
For Mphasis Limited

DocuSigned by:
Subramanian Narayan
864FB8DBFAE44A7...


Subramanian Narayan
Vice President & Company Secretary

Encl : As above

DS
GL

Mphasis Limited

Registered Office: Bagmane World Technology Centre, Marathalli Outer Ring Road, Doddanakhundi Village, Mahadevapura, Bangalore 560 048, India. T : +91 080 3352 5000 | CIN : L30007KA1992PLC025294

K RAJSHEKAR
AARTHI G KRISHNA
COMPANY SECRETARIES

1ST FLOOR, 328/B, 14TH CROSS
5TH MAIN, SADASHIVANAGAR
BENGALURU - 560 080

Phone : 23603320/21
4128 1966

Email : rajaarthi.cs@gmail.com

CERTIFICATE UNDER REGULATION 40(9) OF SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE HALF YEAR ENDED 31ST MARCH, 2018

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **Mphasis Limited** maintained by **Integrated Registry Management Services Private Limited** pertaining to transfer of equity shares of the company for the period from **1st October, 2017 to 31st March, 2018** for the purpose of issuing a Certificate as per Regulation 40(9) of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on **31st March, 2018**:

- A) Share Certificate(s) relating to the transfer of Shares received during the period from **1st October, 2017 to 31st March, 2018** as entered in the Memorandum of Transfers have been issued within Thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) Any other information, if applicable - NIL


AARTHI G KRISHNA
COMPANY SECRETARY
C P. NO. 5645



16th April, 2018