



18 January 2024

The Manager, Listing  
**BSE Limited**  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street,  
 MUMBAI - 400 001

The Manager, Listing  
**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 Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the ESOP Compensation Committee of the Board, vide its resolution dated 16 January 2024, approved allotment of shares on 17 January 2024, as per the following details, against exercise of Employee Stock Options (ESOPs) and Restricted Stock Units (RSUs) under Employee Stock Options Plan 2016 (ESOP 2016) and Restricted Stock Units Plan 2021 (RSU Plan 2021) respectively.

Plan	Shares allotted
<b>ESOP 2016</b>	<b>64,760</b>
<b>RSU 2021</b>	<b>119</b>

The terms and time period of exercise of the ESOPs and RSUs is as per the ESOP 2016 and RSU Plan 2021, which have already been submitted with the Stock Exchanges.

*Regarding RSU Plan 2021, please note that in terms of the RSU Plan 2021, Mphasis Employees Benefit Trust (the "Trust") will deduct from the shares allotted under RSU Plan 2021, appropriate number of shares to cover the exercise price funded and applicable taxes (if applicable) upon vesting /exercise of RSUs pursuant to approval of shareholders obtained, under Section 67 of the Companies Act, 2013, at the 30th Annual General Meeting held on 29 September 2021. The proceeds from the sale of such deducted shares will be utilized by the Trust to repay the loan(s) from the Company and the applicable taxes.*

This is for your information and records.

Thanking you,

Yours faithfully,

**For Mphasis Limited**



DocuSigned by:  
  
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**Subramanian Narayan**  
**Senior Vice President and Company Secretary**



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 Mahadevapura, Bangalore 560 048, India  
 CIN: L30007KA1992PLC025294