

9 August 2018

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

Dear Sir/Madam,

Sub: - Newspaper Advertisement of Remote e-voting and Physical Ballot results of the 27th Annual General Meeting

Further to our letter dated 7 August 2018 regarding the voting results of the 27th Annual General Meeting (AGM) of the Company held on 7 August 2018, the Company has published today, the results of remote e-voting and physical voting conducted at the AGM, in the Business Standard and Samyuktha Karnataka (Kannada newspaper).

We enclose herewith a copy of the above referred newspaper advertisements.

Kindly take the above said information on record as per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,

For Mphasis Limited



Subramanian Narayan
Vice President and Company Secretary

Encl. - As Above



Mphasis Limited

Regd. Office: Bagmane World Technology Centre,
Marathahalli Outer Ring Road, Doddanakhundi Village, Mahadevapura,
Bengaluru - 560048. CIN: L30007KA1992PLC025294
Tel: 91 80 6750 1000 ; Fax: 91 80 6695 9943
Website: www.mphasis.com ; email: investor.relations@mphasis.com

DECLARATION OF RESULTS OF VOTING - 27th ANNUAL GENERAL MEETING HELD ON 7 AUGUST 2018

It is hereby declared that, on basis of the report submitted by the Scrutinizer for conducting the remote e-voting and physical ballot, the members have passed all the resolutions as stated in the Notice of the 27th Annual General Meeting dated 10 May 2018 with requisite majority. The following are the results of voting on the approval sought from the members:

	Description		% Assent	% Dissent
ORDINARY BUSINESS	Adoption of consolidated and standalone financial statements for the financial year ended 31 March 2018	ORDINARY RESOLUTIONS	99.98	0.02
	Approval of final dividend on equity shares		100.00	0.00
	Re-appointment of Mr. Amit Dalmia as a director, who retires by rotation		99.03	0.97
	Re-appointment of Mr. David Lawrence Johnson as a director, who retires by rotation		96.72	3.28
	Appointment of M/s BSR & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company and fixing their remuneration		99.99	0.01
SPECIAL BUSINESS	Re-appointment of Mr. Narayanan Kumar as an Independent Director	SPECIAL RESOLUTION	86.90	13.10

Bengaluru
8 August 2018

For **Mphasis Limited**
Subramanian Narayan
Vice President and Company Secretary

