



Mphasis Limited

Regd. Office: Bagmane World Technology Center,
Marathalli Outer Ring Road, Doddanakundhi Village,
Mahadevapura, Bangalore - 560048
CIN:L30007KA1992PLC025294
Telephone: 91 80 6695 5000 Fax:91 80 6695 6943
Website: www.mphasis.com
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Notice

NOTICE is hereby given that, the Twenty Third Annual General Meeting of Mphasis Limited will be held on Wednesday, 30 July 2014, at 10.00 am, at The Chancery Pavilion Hotel, No.135, Residency Road, Bengaluru - 560 025, to transact the Ordinary and Special business contained in the Notice of the Twenty Third Annual General Meeting together with the additional information in respect of the director's seeking re-election and the explanatory statement pursuant to provisions of The Companies Act 2013 and that the Twenty Third Annual Report for the five months period ended 31 March 2014, is being dispatched physically or through electronic mail individually to the members of the Company at their registered addresses /e-mail ID. A copy of the Annual Report and the Notice of the Annual General Meeting is also being uploaded on the website of the Company; www.mphasis.com.

NOTICE is also hereby given that the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 18 July 2014 to Wednesday, 30 July 2014 (both days inclusive), in connection with the Twenty Third Annual General Meeting and declaration of dividend thereat.

For **Mphasis Limited**

Sd/-

A. Sivaram Nair

SVP, Company Secretary,
General Counsel & Ethics Officer

Place : Bengaluru

Date : 1 July 2014

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Any member, who has received the Annual Report and the Notice through the e-mail, desires to obtain physical copy of the document may write to the Company Secretary at the Registered Office address.
3. The members are requested to register their e-mail ids with the depository participant with whom demat account is maintained to enable service of documents under electronic mode.