



10 April 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: Intimation of grant of stock options**

We wish to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as SEBI Regulations), 11,000 stock options have been granted to an employee of the Company, effective 9 April 2024, under the Restricted Stock Unit Plan 2021 (RSU 2021), vide a resolution of the ESOP Compensation Committee, of the Board of Directors, dated 9 April 2024, approved today. Each of the stock unit entitles the holder to apply for one equity share of the Company of ₹10/- each.

The following are the terms of the options granted:

- a) Exercise Price : ₹10 per RSU
- b) Vesting Period : The RSUs vests over five (5) years from the date of grant in the proportion of 10:10:20:30:30 from the date of grant.
- b) Exercise Period :
- The Plan provides for Automatic Exercise, wherein the shares arising out of vested units shall be settled by the Mphasis Employees Benefit Trust to the employees upon vesting.
  - RSU Grantees (*except the Employees who are subject to the provisions of U.S. Internal Revenue Code*) have an option to elect either for an automatic exercise or an exercise by way of exercise notice.
  - RSU Grantees, being employees in USA, subject to the provisions of the US Internal Revenue Code are subject to Automatic Exercise.
  - RSU Grantees who have not opted for Automatic Exercise, the exercise period is 60 calendar months from the respective dates of vesting.
- c) Other Terms : The shares arising out of the exercise of stock units are proposed to be allotted and the Plan will be administered through Mphasis Employees Benefit Trust. All the units once vested, shall be exercised on a cashless basis through the Trust in the manner provided under the RSU Plan 2021.

The RSUs granted are governed as per RSU Plan 2021, which was submitted with the exchanges at the time of obtaining the in-principle approval and each of the Option entitles the holder to apply for one equity share of the Company of ₹10 each.

We request you to kindly take the above on record as per the provisions of the Listing and SEBI Regulations.

Thanking you,

Yours faithfully,

For Mphasis Limited



**Subramanian Narayan**  
 Senior Vice President and Company Secretary

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Contact Us:  
 T : +91 080 67501000  
 F : +91 080 66959943  
 E : investor.relations@mphasis.com

www.mphasis.com

**Mphasis Limited**  
 Registered Office:  
 Bagmane World Technology Centre,  
 Marathahalli Outer Ring Road, Doddanakundi Village,  
 Mahadevapura, Bangalore 560 048, India  
 CIN: L30007KA1992PLC025294