

December 15, 2015

**Manager –Listing
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai -400 001**

Dear Sir/Madam,

Sub: Intimation of Appointment of Directors and Election of the Chairman

Pursuant to Clause 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”), we wish to inform you that the Board of Directors vide its resolution dated 11 December 2015 have approved the following:

- a. Appointment of Ms. Jan Kathleen Hier (Ms. Hier-King) as an Independent Director (Additional Director) on the Board of the Company for a period of five years with effect from 11 December 2015, subject to approval of the members at the next General Meeting, as per the following details:
 - i. Date of appointment: 11 December 2015
 - ii. Term of Appointment: 5 years
 - iii. Brief Profile: Ms. Hier -King’s profile is enclosed herewith and the same is also being uploaded on the website (www.mphasis.com).
 - iv. Disclosure of relationship between directors: Nil
 - v. Reason for Change: Appointment of new Independent Director pursuant to a casual vacancy in the office of Independent Director.

- b. Appointment of Mr. Jeff Thomas Ricci as a non-executive additional director on the Board of the Company as per the following details:
 - i. Date of appointment and term of appointment: Pursuant to Section 161 of the Companies Act, 2013 and Articles of Association of the Company Mr. Ricci has been appointed as a non-executive director effective 11 December 2015 and shall hold office up to the date of the ensuing Annual General Meeting of the Company.

Mphasis Limited, An HP Company

Registered Office: Bagmane World Technology Centre, Marathalli Outer Ring Road, Doddanakhundi Village, Mahadevapura, Bangalore 560 048, India.

T : +91 080 3352 5000 | CIN : L30007KA1992PLC025294

- ii. Brief Profile: Mr. Ricci's complete profile is enclosed herewith and is also being uploaded on the website of the Company (www.mphasis.com).
- iii. Disclosure of relationship between directors: Nil.
- iv. Reason for Change: appointment of a new director pursuant to a casual vacancy in the office of non-executive director.

(c) Election of Mr. Davinder Singh Brar as the Chairman of the Board.

Related Press Release being issued in this regard is enclosed herewith for your information .We request you to kindly take the above on record as per the provisions of the Listing Regulations.

Thanking you

Yours faithfully
For Mphasis Limited,



A Sivaram Nair
EVP, Company Secretary
General Counsel & Ethics Officer

Encl: a/a