

26 October 2017

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

Dear Sir.

SUB: Announcement of outcome of Board Meeting

We wish to inform you that the Board of Directors of the Company, at their meeting held over 25 and 26 October 2017, which concluded at 3:30 PM today, at Mumbai, have considered and approved the following:

Approval of Financials Results:

- a. Audited consolidated Financial Results of Mphasis Group for the quarter and half year ended
 30 September 2017 in the prescribed format;
- Audited Financial Results of Mphasis Limited for the quarter and half year ended 30 September 2017 in the prescribed format;
- c. Statement of Consolidated Audited Financial Results of Mphasis Group for the quarter and half year ended 30 September 2017, being the extract of the financial results in the prescribed format, as being published in the Newspapers; and
- Report of the Auditors on the consolidated and standalone Financial Results.

The above together with the related Press Release is enclosed.

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the aforesaid financial results together with the report of the Auditors and the Press Release are being uploaded on the Stock Exchanges through https://www.connect2nse.com/LISTING/ and https://isting.bseindia.com/. Further, the financial results are also being uploaded on the Company's website: www.mphasis.com.

Change in Company Secretary & Compliance Officer:

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, we wish to inform you that Board of Directors of the Company have appointed Mr. Subramanian Narayan as the Company Secretary with effect from 1 November 2017 in place of Mr. A Sivaram Nair, EVP, Company Secretary, General Counsel & Ethics Officer who has resigned from the Company with effect from close of business hours on 31 October 2017 and same has been approved by the Board at the aforesaid meeting.



Mr. Subramanian Narayan has also been appointed as the Compliance Officer pursuant to Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. He would be reporting into Mr. Eric Winston who joins as Executive Vice President, General Counsel and Chief Ethics & Compliance Officer of Mphasis with immediate effect.

The information pursuant to Regulation 30 of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September 2015 is furnished in the annexure.

The Board has authorized Mr. Subramanian Narayan to determine the materiality of an event or information for the purpose of making disclosure to stock exchanges.

We request you to kindly take the above on record as required under provisions of Listing Regulations.

Thanking you,

Yours faithfully,

For Mphasis Limited

Nitin Rakesh

Chief Executive Officer

Encl.: As above



Annexure

Sno.	Particulars	Disclosures
1.	Reason for change	Appointment of a Company Secretary to fill in the vacancy caused by resignation of existing Company Secretary.
2.	Date of appointment/cessation (as applicable) & terms of appointment	Appointed effective from 1 November 2017
		Appointment as Company Secretary & Compliance Officer
3.	Brief profile (in case of appointment);	Mr. Subramanian Narayan is an Associate Member of the Institute of Company Secretaries of India and has over 18 years' experience in the field of Governance, Compliance and Company Secretarial functions. He has been working with the Company over the last seven years as the Dy. Company Secretary.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Nil
5.	Contact details of Compliance Officer	Name - Mr. Subramanian Narayan Address - Bagmane World Technology Center, WTC 3, KR Puram, Marathahalli Outer Ring Road, Mahadevapura, Bangalore 560 048, India
		e-mail Id-subramanian.narayan@mphasis.com

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Particulars		Quarter suded			hi cided	Year ended
	30 September 2017	30 June 2017	30 September 2016		30 September 2016	31 March
	Andited	Audited	Audited	Audited	Audited	Andries
Kevenue irom operations Other income	375.64	469.06	711.53	31,400.37 844.70	1,284,32	
Total income (I)	16,422,51	15,828,76	15,384,02	32,251,27		
Expenses Purchase of stock-in-trade		4	1	ľ	0.24	
Changes in inventories of stock-in-trade	•	•	0.24		40.99	
Employee banefits expense	9,285.13	9,137.19	9,161.51	18,422.32	18,373.29	37,095.61
Finance costs	37.43	20.57	45.80	58.00	98.95	
Chier consists	4 369 77	1 977 41	1 (2) F	3 196 70	702101	13 918 77
Total expenses (II)	13.772.38	13.266.33	12.965.91	17,038,61	25,943.84	
Profit before exceptional item and tux (III) [(I)-(II)]	2,689,2	2,562.43	2,922.11	5,317,66	17.589'S	11,143,78
Exceptional item (net of tax) (IV)			38.52		58.52	ĺ
Profit before (ax (III)-(IV)	2,630.23	1,562.43	1,80.59	\$212.66	5,625,19	14,992.10
Last expenses	578 74	777 10	771 44	406 55	5	
Deferred tax	(6.03)	(26.69)	72.58	(42.72)	52.24	215.23
Total tax expenses	673.33	690.50	796.13	1,363.83	. 1,	3,076,34
Profit before exceptional item	1,976.90	1,871.93	2 125 98	3,848.83		
Profit after exceptional frem (A)	1,976.90	1,871.93	2,067.46	3,548.83	4,971.45	
Other comprehensive income ("OCI") OCI to be reclassified to profit or loss in subsequent periods						
Exchange differences on translation of ferrign operations Net change in this value of derivatives designated as each flow holoes	426.36 (542.52)	(128.60)	(479.97) 283.88	291.26 (791.04)	(139.96)	v 100
Income tax effect on cash flow hedges	201.59	72.17	(25)	273.76		
Net OCI to be reclassified to profit or loss in subsequent periods (B)	45.93	(264.95)	(M.M.)	(219.02)	21,02	
OCI not to be reclassified to profit or loss in subsequent periods			5 1	20.11		
income as effect on the above	129	324	023	10.53	100	
Net OCI set to be reclassified to profit or lost in subsequent periods (C)	(13.75)	(613)	2.5	(19.46)		
Total OCI, net of tax (D) [B+C]	32.18	(271,00)	(293.24)	(238.90)	21,42	(150.87)
Total comprehensive income (A+D)	2,009.00	1,600.85	1,773,62	2,609.53	7826979	68"1912"
Profit attribulable to: Equity owners of the Company	1,976.90	1,871.93	2,067.46	3,848.83	4,071.45	7,915.76
Non-courolling interests	1,976.90	1,271.93	1,067.46	. caracte	4,071.45	7,915,76
Total compresentative account affirmations to: Equity owners of the Company	2,009,08	1,600.85	1,773.62	3,609.93	4,092.87	7,764.89
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Equity share capital	1,931,72	1,930.72	2 102.34	1,931.72	2,102,34	2 104.24
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Earnings per equity share before exceptional item (par value < 10 per share)		2	•			
Basic (7)	10.24	9.09	10,13	19.30	19.61	
Earnings per equity share after exceptional item (par value T 10 per share) Basic (T)	10.24	9,09	9.55	05.61		
	10.22	9.04	9	19.28	19.33	

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Telephone: 91 88 3352 5000, Fax: 91 30 6695 9943, Webride: www.mphasis.com, E-mail Investor.relations@mphasis	Registered Office : Bagmane World Technology Center, Marathaill Ring Road, Doddannichundi Villege, Mahnderapura, B Telephona: 91 99 3352 5000, Faz: 91 80 6695 9943, Website: www.mphanic.com, E-mail: lavestor.relations@mphanic	Registered Office : Bagmane World Technology Center, Marnthell Ring Road, Doddsmakhundi Village, Mahadevayura, B Telephoas: 91 99 3352 5990, Faz: 91 80 6695 9943, Webrite: www.mphank.com, E-mail: Investor.relations@mphank	Registered Office : Bagmane World Technology Center, Marnhall Righ Road, Doddansidaned Village, Mahderspura, B Telephona: 91 80 3352 5000, Fax: 91 80 6695 9943, Website: www.mphasia.com, E-mail: Investor.relations@mphasia					∢
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Mphasis Group Registered Office : Bagmane World Technology Center, Marsthall Ring Rand, Doddnaukhundi Village, Mahadevapura, Bengalura - 560 042. Telephone: 91 80 3353 5000, Faz: 91 80 6095 9943, Website: www.mphasis.com, E-malit Invastor.relations@mphasis.com

Amounts in ? millions except there and per share date, miless otherwise state

Audited Financial Results of Mahasis Limited (Standalone Information). The above results were taken on record at the Board Meeting beld on 26 October 2017. on menting ended

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During the quarter coded 30 Inne 2017, the Company has completed the hayback of 17,370,078 fully paid-up equity shares of face value of 910 each ("equity shares") on 2 Inne 2017, representing 8,26% of the total paid-up equity share capital of the Company is a price of \$ 635 per equity share for an aggregate amount of up to \$ 11,030.00. The shares accepted by the Company under the buyback has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has capital of the Company has

During the quarter ended 30 September 2016, the transfer of combol from Howlett Parland Enterprise Company to Biackstone group has resulted in accelerated vesting of unwested employee compensation cost on an accelerated basis over the remaining vesting period amounting to ₹ 58.52 (net of tax of ₹ 33.03) and had accounted the same as exceptional item.

The Group had previously prepared its financial results for period through \$1 December 2016, in accordance with the recognition and measurement principles of DID AS, based on its preliminary assessment and selection of exceptions and accounting policies. During the year ended \$1 March 2017, the Group has opiced to apply the optimal examption provided in Ind AS 101, with regard to business combinations wherein the Group has opiced to apply the optimal examption provided in Ind AS 101, with regard to business combinations wherein the Group necessary and the Group recogniting certain factors of transition optical at the Group recogniting certain factors of interpretations. Customer relationship, Technology and Non-Compate agreement) and related amortisation earlier substanted within goodwill in previous GAAP. Accordingly, the Group has recognized amortisation changes (before related defined to septimate the same amounting to ₹ 246.42, ₹ 63.94 and ₹ 131.95 during the year ended 31 March 2017, quarter and six months ended 30 September 2016 respectively. Accordingly, futurated results for the quarter and six months ended X September 2016 for the provinced affecting the above change in exemption option as per INO AS 100.

The Board of Directors, in its nevering held on 15 May 2017 has proposed the final dividend of 7 17 per share for the year ended 31 March 2017. The dividend proposed by the Beard of Directors is approved by the shareholders' in the Assaul General meeting held on 26 July 2017. During the quarter the Company has accounted the same in accordance with Ind AS-10.

Previous period's figures have been reclassified to confirm with the current period's classification, wherever applicable.

By Order of the Beard,
Miphaesis Limited

Authorities

Au

Nitin Rakesh Chief Executive Officer

Maorhai 26 October 2017

Statement	Statement of Standalone Audited Financial Results for the quarter and six menths ended 39	raits for the querter and six m	unths ended 30 September 2017			
Particulars		Quarter caded			reded	Year ended
• NOTE OF A TRANSPORTED	30 September 2017	30 June 2017	30 September 2016	30 September 2017	30 September 2016	31 March 2017
December 1	Audited	Audited	Audited	Audited	Audited	Audited
Orbital Train operations	8,056.96	7,859.93			14,770.95	20
Test income (1)	297.98	363.82	530,18	656.80	972.05	
7	6,347,94	8,223,73	8,167.24	16,573.69	15,743.00	116
Purchase of speci-in-trade	ı.	ă.				15
Changes in inventories of stock-in-trade			2	- 14	10.00	
Employee benefits expense	3,412,84	3,494,30	3 418 20	600764	62045	
Finance costs	19.07	213	272	21 20	17.00	•
Depreciation and amortization expense	80.79	77.95	69.92	158.74	176 90	
Other expenses	2,526.48	2,460.02	2.586.13	4 986 50	5003.57	
Total expenses (II)	6,339,18	6,834,98	6.096.70	12.074.01	11.99111	77.7
Profit before exceptional form and tax (III) [(1)-(II)]	2,310.76	2,188.85	2,070.54	1.493.61	3,749.67	
Exceptional them (net of tax) (IV)			39,77		39.77	
Proprieta de (111)-(111)	2,310.76	2,188.85	2,030,77	19.661	3,709.90	8
Current tax	(7) q7	KK 97	1 6		} }	
Deferred tax	11.07	(18.07)	45.60	(VD 7)	, se 10	
letel tax expenses	584.04	Seas	494.75	1.124.99	Cr. 088	
Toffe before exceptional item	1,726.72	1,647.99	1,576,29	3.374.71	2,859.15	i
Profit after exceptional item (A)	1,726,72	1,647,99	1,536,52	3.374.71	2.519.58	
Other comprehensive income ('OCT')						
Venico de l'experience de permet en 1855 in Subsequent permedis.						
Income tax effect on cash flow hedges	181.66	(1/1.07)	230.94	(04.107)	229.58	
Net OCI to be reclassified to profit or loss in subsequent periods (B)	(347.02)	(111.0	169.63	(92.02))	71.051	
OCI not to be reclassified to profit or less in subsequent periods						
No-measurement gains / (losses) on defined benefit plans	(18.26)	(10.41)	0.07	(28.67)	(B.4.)	
ncome tax effect on the above	6,32	3,60	(0.03)	9.92	014	
Net UK.I not to be reclassified to profit or loss in subsequent periods (C)	(11.94)	(6.81)	94.0	(18.75)	(0.27)	
Total Comments of the Control (19) [DTC]	(381.96)	(118.45)	168.97	(477.41)	149.87	
Term complementate recome left the period (A+D)	1,367.76	1,529.54	1,704.59	2.897.30	2,969.45	100
Equity Sterre Capital	1,931.72	1,930,72	2,102.34	1,931.72	2,102,34	
Other equity	33,002.55	35,541.76	46.067.47	33 0072 55	46.067.47	
Earnings per equity share (pac value of share ₹ 10)			•			1
Basic (T)	8.94	8.01	7.51	16.92	13.62	
Diluted (1)	8.93	7.99	7.48	16.90	13.58	\$
Earnings per equity share (par value of share < 18)						
DESIG(A)		8,01	7.32	16.92	13,43	
			•		;	

Unkauch ibn Nezz Telephone: 91 80 3352 5000, Part 91 80 6555 9943, Websitet www.nphatia.com, E-easilt Investor.relatione@mphasia.com	1695 9943, Website: www.mphasia.co:	n, E-mailt Investor.relations(Smphasia.com		Chi	CIN:L30007KA1992PLC
Company Demonstra		Ownriter ended		Strange vis	Six mention ended Very per season was automated	Vens ende
Services volument	30 September 2017	30 June 2017	30 September 2016	30 September 2017	30 September 2016	31 March 2017
Segment revenue					TO COMPANY OF THE PARTY OF THE	A 7 1000 PM
Banking and Capital Market	2,889.56	2,306.10	2,669.30	5,693,66	4,959:61	
Partie Links	1,720.50	1,652.06	1.733.00	3.372.56	3 372.89	
latformation Technology, Communication and Entertainment	960.86	1,007.46	923.28	1,968.32	1.873.46	
Emerging Industries	2,109,77	1,947,10	2,143,44	4,056,87	4,128,53	
Unallocated - Hedge	376.27	• 447.2)	168.04	823.48	236,46	
Total segment revenue	8,056,96	7,839.93	7,537.06	15.916.21	14.778.95	
Segment result (including exceptional item)					2 12 2 2 2 2	
California	617.59	544,49	523.71	1,162,08	826.36	
TO THE PROPERTY OF THE PROPERT	482.52	411,64	391.27	894.16	970,97	re e
unormation lectrology, Companyication and Entertainment	307.96	293.64	281.98	601.60	516,82	97
Umillocated - Hedge	787.82	629,61	783.41	1,417.50	1,488,90	
i etal segratet result	2 (12)	77.74	100,04	043.40	1.00,00	
Interest income	47.54	64.75	VI CF.	112 40	2/0 00	
Finance costs	(19.07)	(2.13)	212		(1705)	
Other unallocable expenditure, net of unallocable income	(290.17)	(200.43)	(257.66)	(490 60)	(55 155)	
Presit before taxation	2,310.76	1.182.19	2.034.77	19667	3,709 98	
Segment assets						
Banking and Capital Market	6,018.23	. 6,530,60	6,157.89	6,018,23	6.157.89	
Insurance	1,738.44	1,673,1	2,403,79	1,739,44	2,403.79	
Information Technology, Communication and Entertainment	1,130.81	1,536.20	1,132.29	1,130,81	1,132.29	
Emerging Industries	2,647.99	3,405.81	3,161.21	2,647.99	3,161.21	
Lotal segment assets	11,535.47	13,311,77	12,855.18	11,535,47	12,855.18	
Calaborized assets	30,943.95	31,458,36	42,608.37	30,943.95	42,608,37	
Tetal spets	42,479,42	44,770,07	55,463.55	42,479,42	55,463,55	
Partition and Control Market						
	1 241 (1	1,000,02	2,794.30	2,139,00	2,794,58	
Information Technology, Communication and Entertainment	92.69	853.05	C8.47.87	1,241.11	784.63	ě
Emerging Industries	1.284.40	1.519.06	476 70	794 40	1 27.0	
Total segment linbilities	5,357,20	6.182.3	6.945.67	515720	6,945.67	
Unallocated imbilities	2,187.95	715.65	348.07	2.187.95	348.07	
Total limbilities	7,545,15	7,297.59	7,292,74	7,545.15	7,293,74	
Capital employed						
CHESTER STORY CAPTER MARKET	3,879.23	3,930.58	3,363.39	3,879.23	3,363,39	
	497,33	229.35	\$23.94	497.33	523.94	
Entertainment	438.12	683.15	337.67	438.12	337.67	
I inglicental	1,363.39	1,586.75	1,684,51	1,363.59	1,684.51	
Total Canital ampleted	28,756,00	30,742.65	42,260.30	28,756,00	42,260.30	
The state of the s	34,534,27	37,477.43	18031-87	7, 02, 37	12 474 81	

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Mphasis Telephone 91 89 3332 390	Registered Office : Beyware World Technology Center, Marsiball Ring Road, Daddansidauoti Village, Mahaderapura, Be Telephone: 91 80 3150 5000, Fax: 91 80 6696 9943, Websitei www.mphasis.com, E-mail: Investor.mbrismo@mphasis.com	alli Ring Road, Daddanathuodi VIII -mail: Investor.rukstiona@mphasis.c
Standalan Standard & American I in billion	1 1	
Stratishine Statement of Assets and Liabilities ASSETS	As at 30 September 2017 As at	As at 31 March 3017
Non-convent exects Property Plant and Paulinmont	Pb cd.y	5 4 c
Other Intengible assets	05.161	146,50
Intengible assets under development	- 8	200
Financial assets Investments	15.435 GB	15.435.77
Trade receivables	10.60	31.32
Court and advances	113611	1,094,73
Deferred tax assets (Net)	551.04	291.44
Other non-current assets	1,707.01	3,540,58
Sub-lectal Contract Assets	23,105,077	23,232,299
Financial aspets		
Trade receivables	\$,020,16	14,706.53
Cash and cash equivalents	20034	1,520,52
Bank balances other than cash and cash equivalents	109.13	i I .
Other Soundail assets	2,600.88	301132
Other current assets	1,477.60	1,707,06
OTAL ASSETS	41/79/41	S1.751.95
EQUITY AND LIABILITIES		83
Equity share capital	1,931.72	2,104,24
Other equity Securities provides	47.52	1,654.10
General reserve	32,030,38	6,576.85 33,453.23
Other reserves	924.68	1,162.84
Titol equity	34,534.27	46,000
Pour cial fishibites		
Other firspecial liabilities Not erreplayen defined benefit liabilities	430.91	10.73 536.05
Sub total	44714	546,78
Christi undabet		<u> </u>
Trade payables	1,309.00) 3,524.67	4,297.74
Other fluorial liabilities	692.07	536,30
Provisions	157.00	287.09
Other current liabilities [Incomes text (sublities (Net)	387.51	241.66 452.66
Sub-defail	7,101.61	161579
TOTAL EQUITY AND LIABILITIES Note:	42,673,42	53,751.95
The above results were taken on record at the Board Meeting held on 26 October 2017. The above results were taken on record at the Board Meeting held on 26 October 2017. The above results were taken on record at the Board Meeting held on 26 October 2017. The above results were taken on record at the Board Meeting held on 26 October 2017. The above results were taken on record of the Company has completed the buyback of 17,370,078 filley paid op opany taken of 10 each ("explainy shares") on 2 Inno 2017, operating 8,26% of the total paid-up equity share capital of the Company has been reduced to that exercise Subsequent to complete of 18,000 of the total paid of the Company has been reduced to that exercise Subsequent to complete held of 18,000	r 2017. ck of 17,370,078 tilly paid-up equity neares of thee value of the Taylor tilly paid-up equity neares of thee value on 5 or Company under the heybrack has been entinguished on 7 or equity plants bought back. East dividend of 8 17 per plants for the year ended 31 March of 0.	(T) (0 each ("sequity shares") on 2 Jone Jone 2017 and the paid up equity share a 2017. The dividend proposed by the
and the same of the production of the same	composition cost on an excelerated least over the remaining verying period annothing to \$ 9,000 (see the cost of \$ 0.1 d.4) and had accommoded the same as exceptioned item. Provious period's figures have been realessified to confirm with the current period's classification, whenever periodic periodic periodic.	TOTAL OF STREET STREET, ST.
apensation cost en at eccelerated basis over the remaining vesting period to trious period's figures have been reclassified to confirm with the current peri		The game as ecosphonal irea,
impossibini cosi en as eccelerased basa over the remaining, verting period as reviews period.'s figural have been reclassified to confirm with the current per		the same as ecceptional test.
Silterious period's figure have been reclassified to confirm with the current period's classification, whetever applicable. Manubria		I the same as exceptioned item.

Mphasis Group

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Registered Office: Bagmane World Technology Center, Marathalli Ring Road, Doddenskhundi Village, Mahadevapura, Bengahuru - 560 048.

Telephone: 91 80 3352 5000, Fax: 91 80 6695 9943. Websiter work makes in the Control of the Contro Telephone: 91 80 3352 5000, Fax: 91 80 6695 9943, Website: www.mphasis.com, E-mail: Investor.relations@mphasis.com

	Statement of Consolidated Andited Financial Results for the quarter	and six menths ended 30 Series	ept share and per share data unber 2017	unitess otherwise
9	Particulars	Ouarter ended	Six months ended	Quarter end
		38 September 2017	30 September 2017	30 September
	veaue from operations	16,046,87	31,406.57	15,1
	t profit (before tax, exceptional items)	2,650.23	5,212.66	2,9
Ne	t profit before tax (after exceptional items)	2,650.23	5,212.66	2,8
Ne	t profit after tax (after exceptional items)	1,976.90	3,848.83	2,0
To	tal comprehensive income (comprising Net profit after tax and other comprehensive income after tax)	2,009.08		
For	uity Share capital		3,609.93	1,7
	serves excluding Revaluation Reserve	1,931.72	1,931.72	2,1
		48,285.98	48,285.98	60,7
E.S	rnings per equity share before exceptional item (par value ₹ 10 per share)		20 1984	
	sic (₹)	10.24	19.30	
	iuted (₹)	10.22	19.28	
Es	rnings per equity share after exceptional item (par value ₹ 10 per share)		M40000000	
Ba	sic (₹)	10,24	19.30	,
	tuted (₹)	10.22	19.28	
		19.22	17,20	
Co	usolidated Statement of Assets and Linbilities	As at 38 September 2017	As at 31 March 2017	F
	SETS	134,30 30 104,000	THE REAL PROPERTY.	
	n-current assets			
	Property, Plant and Equipment		1 222 24	
		1,004.34	1,040.84	
	Capital work-in-progress	1	7.24	
	Goodwill	14,186.99	14,068.99	
	Other Intengible assets	1,075.23	1,192.65	•
	Intangible assets under development	4.80	3.53	
	Financial assets	1		
,	Investments	1,255.17	1,255.17	
1	Trade receivables	10,60	31.32	
1	Loans and advances	1,151,95	1,110.59	
1	Other financial assets			
1.		1.64	110.79	
	Deferred tax assets (Net)	3,790.74	3,527.06	
	Income tax assets (Net)	4,388.48	4,352.88	
, 81	Other non-current assets	1,749.85	1,977.80	1.
Sul	b total	28,619.79	28,678.86	
Cu	rrent assets	500-pat • 1 600-pat (500-pat (•	
	Financial assets	1		
1	Investments	15,400.64	22,701.28	
l .	Trade receivables			
		7,403.22	6,278.71	*
	Cash and cash equivalents	3,233,32	6,132.66	5
	Bank balances other than cash and eash equivalents	1,193.86	11,46	E .
	Loans and advances	704.39	707.00	
	Other financial assets	5,588.71	5,965.91	
	Other current assets	2,552.75	2,695.01	19
	b total	36,076,89	44,492.03	
	OTAL ASSETS	64,696.68	73,170.89	8
EQ	OUITY AND LIABILITIES			(*)
Eq	uity .	l i	1	
	Equity share capital	1,931,72	2,104,24	
	her equity	1	4,104,44	
	Securities premium	47.52	1,654,10	
	General reserve			
		19.19	6,596.04	
	Relained carnings	42,883.36	45,835,25	
	Otker reserves	5,335.91	5,334.43	
	tal equity	50,217.70	61,524.06	· ·
	ABILITIES	1		
No	n-current liabilities	1		
1	Financial Nabilities			
535	Other financial liabilities	11.53	11.03	
	Net employee defined benefit liabilities	439.97	543,53	
	Net employee detrica beneat monthes Deferred tax liabilities (Net)	74.35		
			158.30	
	Other non-current liabilities	51,34	48.02	
	b tetal	577.19	760.88	
	rrent liabilities	1		
	Financial liabilities	1		6
1	Borrowings	3,927.00	2,601,60	Î
ſ	Trade payables	5,380.05	3,878,22	
1				
١.	Other financial liabilities	1,653.46	1,600.76	
	Not employee defined benefit liabilities	717,96	783.98	
	Provisions	172,73	373.20	
100	Other current liabilities	1,043.54	997.39	
1 1	Income tax liabilities (Net)	1,007.05	650,80	
10000000				8
_	b tetal	13,901.79	10,885.95	



Mphasis Group

VIDDASIS Registered Office: Bagmane World Technology Center, Marathalli Ring Read, Deddanakhundi Village, Mahadevapara, Bengaluru - 560 048. Telephone: 91 80 3352 5000, Fax: 91 80 6695 9943, Website: www.mphasis.com, E-mail: Investor.relations@mphasis.com

CIN:L30007KA1992PLC025294

Notes:

Amounts in ₹ millions except share and per share data, unless otherwise stated

1 The above results were taken on record at the Board Meeting held on 26 October 2017. 2 Audited Financial Results of Mphasis Limited (Standalone Information).

Particulars Particulars	Quarter ended	Six months ended	Ouarter ended
Denomina Company of the Company of t	30 September 2017	30 September 2017	30 September 2016
Revenue from operations	8,056.96	15,916.89	7.637.06
Net profit for the period (before tax, exceptional items)	2,310.76	4,499.61	2,070.54
Net profit for the period after tax (after exceptional items)	1,726.72	3,374,71	1,536,52

During the quarter ended 30 June 2017, the Company has completed the buyback of 17,370,078 fully paid-up equity shares of face value of ₹ 10 each ("equity shares") on 2 June 2017, representing 8.26% of the total paid-up equity share capital of the Company at a price of ₹ 635 per equity share for an aggregate amount of up to ₹ 11,030.00. The shares accepted by the Company under the buyback has been extinguished on 7 June 2017 and the paid up equity share capital of the Company has been reduced to that extent. Subsequent to completion of buyback, the Company has transferred ₹ 173.70 to Capital Redemption Reserve representing face value of equity shares bought back.

The Group had previously prepared its financial results for period through 31 December 2016, in accordance with the recognition and measurement principles of IND AS, based on its prelimina assessment and selection of exemptions and accounting policies. During the year ended 31 March 2017, the Group has opted to apply the optional exemption provided in Ind AS 101, with regard to nusiness combinations wherein the Group has considered 1 August 2011 as the effective date, rather than the date of transition opted till 31 December 2016, for applying business combinations retrospectively and has restated all business combinations as per IND AS 103 post effective date. This has resulted in the Group recognising certain items of intangibles (License, Custome relationship, Technology and Non-Compute agreement) and related amortisation earlier subsumed within goodwill in previous GAAP. Accordingly, the Group has recognised amortisation charges towards the same amounting to ₹246.42, ₹65.84 and ₹131.91 during the year ended 31 March 2017, quarter and six months ended 30 September 2016 respectively. Accordingly, financial results for the quarter and six months ended 30 September 2016 has now been restated offecting the above change in exemption option as per IND AS 103.

The Board of Directors, in its meeting held on 25 May 2017 has proposed the final dividend of ₹ 17 per share for the year ended 31 March 2017. The dividend proposed by the Board of Directors is

approved by the shareholders' in the Annual General meeting held on 26 July 2017. During the quarter the Company has accounted the same in accordance with Ind AS-10.

Previous period's figures have been reclassified to confirm with the current period's classification, wherever applicable.

The above is an extract of the detailed format of Quarterly Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements.) Regulation, 2015. The full format of the Quarterly Financial Results is available on the Stock Exchange websites, www.nacindia.com and www.bscindia.com and on the Company's website

By Order of the Board.

Nitin Rakesh Chief Executive Officer

Mumbai 26 October 2017

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

100 & 170 Pto e Septembrio Santarra Ano. x No. 24, Vottal Mallya Reng Bertabada Sept 001, buda

1- 991 30 5727 4/3/3 Fac 991 80 2/10 6090

Auditor's Report On Quarterly Standalone Ind AS Financial Results and Year to Date Results of Mphasis Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of Mphasis Limited

- 1. We have audited the accompanying statement of quarterly standalone Ind AS financial results of Mphasis Limited (the 'Company') for the quarter ended 30 September 2017 and the year-to-date results for the period 1 April 2017 to 30 September 2017 (the 'Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016. The Statement has been prepared on the basis of the interim condensed standalone Ind AS financial statements in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting", specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company.
- 2. Our responsibility is to express an opinion on this Statement based on our audit of such interim condensed standalone Ind AS financial statements, which was prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 "Interim Financial Reporting", specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016.
- 3. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
- 4. In our opinion and to the best of our information and according to the explanations given to us this Statement:
 - is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016, in this regard; and



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

 give a true and fair view of the total comprehensive income (comprising of net profit and other comprehensive income) and other financial information for the quarter ended 30 September 2017 as well as the year-to-date results for the period from 1 April 2017 to 30 September 2017.

For S.R. Batliboi & Associates LLP Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

Bengaluru

per Adarsh Ranka

Partner

Membership No.: 209567

Place: Bengaluru Date: 26 October 2017

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

12th & 13th Floor "UB City" Canberra Block No.24, Vittal Maliya Road Bengaluru-560 001, India

Tel: +91 80 6727 5000 lax: +91.80.2210.6000

Auditor's Report on Quarterly Consolidated Ind AS Financial Results and Consolidated Year to Date Results of Mphasis Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To. Board of Directors of Mphasis Limited

- 1. We have audited the accompanying statement of quarterly consolidated Ind AS financial results of Mphasis Limited (the 'Company') and its subsidiaries (together referred to as 'Mphasis Group') for the quarter ended 30 September 2017 and the consolidated year-to-date results for the period 1 April 2017 to 30 September 2017 (the 'Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016. The Statement has been prepared on the basis of the interim condensed consolidated Ind AS financial statements in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting", specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016, which are the responsibility of the Company's management and has been approved by the Board of Directors of the Company.
- 2. Our responsibility is to express an opinion on this Statement based on our audit of such interim condensed consolidated Ind AS financial statements, which was prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 "Interim Financial Reporting", specified under section 133 of the Companies Act. 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016.
- 3. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
- 4. In our opinion and to the best of our information and according to the explanations given to us, this Statement:
 - includes the quarterly financial results and year-to-date results of the following entities:: (i)
 - Mphasis Limited
 - Mphasis Corporation
 - Mphasis Deutschland GmbH
 - Mphasis Australia Pty I imited
 - Mphasis (Shanghai) Software & Services Company Limited
 - Mphasis Consulting Limited
 - Mphasis Ireland Limited
 - Mphasis Belgium BVBA



S.R. BATLIBOL & ASSOCIATES LIP

Chartered Accountants

- Mphasis Europe BV
- Mphasis Pte Limited
- Mphasis UK Limited
- Mphasis Software and Services (India) Private Limited
- Msource Mauritius Inc.
- Msource (India) Private Limited
- Mphasis Lanka (Private) Limited
- Mphasis Poland s.p.z.o.o.
- Mphasis Infrastructure Services Inc.
- PT. Mphasis Indonesia
- Mphasis Wyde Inc.
- Wyde Corporation Inc.
- Mphasis Wyde SASU
- Wyde Solutions Canada Inc.
- Mphasis Philippines Inc.
- Digital Risk, LLC
- Digital Risk Valuation Services, LLC
- Investor Services, LLC
- Digital Risk Mortgage Services, LLC
- Digital Risk Analytics, LLC
- Digital Risk Compliance Services, LLC
- Digital Risk Europe, OOD
- Mphasis Employees Benefit Trust
- Mphasis Employees Equity Reward Trust

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- (ii) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016, in this regard; and
- (iii) give a true and fair view of the consolidated total comprehensive income (comprising of net profit and other comprehensive income) and other financial information for the quarter ended 30 September 2017 as well as the consolidated year-to-date results for the period from 1 April 2017 to 30 September 2017.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Adarsh Ranka

Partner

Membership No.:209567

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Place: Bengaluru Date: 26 October 2017

Mphasis Net Revenue grew 8.9% YoY in Q2 FY 2018





Bengaluru, 26 October 2017: <u>Mphasis</u> Limited (*BSE* - <u>526299</u>; *NSE* - <u>MPHASIS</u>), an Information Technology (IT) services provider, today announced its financial results for the second quarter ended 30th September 2017.

Highlights of quarter ended 30th September 2017

- Net revenue grew by 4.5% QoQ to INR 16,047 million in Q2 FY18 (net of rupee depreciation growth was 3.7%)
 The growth was 5.7% YoY (net of rupee appreciation growth was 8.9%)
- Direct Core revenue grew 5.2% QoQ (net of rupee depreciation growth was 4.3%) and 7.2% YoY (net of rupee appreciation growth was 10.6%).
- HP/DXC revenue grew 6.6% QoQ (net of rupee depreciation growth was 5.7%) and 14.3% YoY (net of rupee appreciation growth was 17.7%)
- Robust new deal wins of USD 123 million TCV in Direct International business of which 72% are in focus areas of Digital, NextGen and Governance, Risk and Compliance (GRC)
- Net profit grew 5.6% QoQ and EPS grew 12.6% QoQ
- Board appoints Eric Winston as Executive Vice President, General Counsel and Chief Ethics & Compliance Officer and Subramanian Narayan as Company Secretary
- Sundar Subramanian, joins as President & Head Global Delivery, taking over the role from Gopinathan P, who retires in January 2018.

"in the midst of the technology macro shifts, we believe Mphasis has found the sweet spot in the digital space with a unique combination of cloud and cognitive based solutions that helps clients integrate front end consumer facing technologies with core back-end IT systems & infrastructure. This is reflective in our current performance," said Nitin Rakesh, Chief Executive Officer and Executive Director, Mphasis.

About Mphasis

Mphasis (*BSE* - <u>526299</u>; *NSE* - <u>MPHASIS</u>) enables customers to reimagine their digital future by applying a unique formula of integrated cloud and cognitive technology. Mphasis X2C² _{TM} formula for success, (shift anything to cloud and power everything with cognitive), drives five dimensions of business value with an integrated consumer-centric Front to Back Digital Transformation, enabling Business Operations and Technology Transformation. Mphasis applies advancements in cognitive and cloud to traditional application and infrastructure services to bring much needed efficiency and cost effectiveness. Mphasis' core reference architectures and tools, combined with domain expertise and hyper specialization are the foundation for building strong relationships with marquee customers. Click <u>here</u> to know more.

Safe Harbor:

Certain statements in this release concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in our earnings, revenue and profits, our ability to generate and manage growth, intense competition in IT services, wage increases in India, our ability to attract and retain highly skilled professionals, our ability to manage our international operations, reduced demand for technology in our key focus areas, withdrawal of fiscal governmental incentives, political instability, war, legal restrictions on raising capital or acquiring companies, and general economic conditions affecting our business and industry. We may, from time to time, make additional written and oral forward-looking statements. We do not undertake to update any forward-looking statement that may be made from time to time by us or on our behalf.

For further information please contact:

Corporate Communications

Deepa Nagraj

Mphasis Limited

Phone: + 91 080 4004 1091; Mobile: +91 98452 56283

Email: Deepa.Nagaraj@mphasis.com; investor.relations@mphasis.com;

investor Relations

. Varun Divadkar/Shiv Muttoo

CDR India

Phone: +91 22 6645 1234/07

E-mail: varun@cdr-indla.com; shiv@cdr-indla.com

