

27 September 2016

The Listing Manager Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI -400 001

Dear Sirs,

Sub: Intimation under the Listing Regulations

We wish to inform you that the Board had, at its meeting held today at 11.15 am ,which concluded at 12:45 pm, at New York, USA, approved the following:

- i. Recommendation of a dividend of Rs. 20/- per Equity Share of Rs. 10/- each for the financial year ended 31 March 2016. The dividend, if declared at the ensuing Annual General Meeting of the Company, will be paid within 30 days of the Annual General Meeting.
- ii. Convening the Twenty Fifth Annual General Meeting of the members of the Company at 10.00 am on Friday, the 4 November 2016, at The Vivanta by Taj, 41/3, Mahatma Gandhi Road, Bangalore, Karnataka 560 001. Please note that the Company has obtained an approval from the Ministry of Corporate Affairs, Registrar of Companies, Bangalore, for extension of time for holding the twenty fifth Annual General Meeting till 31 December 2016.

We further wish to inform you that, pursuant to Regulation 42 of the SEBI Listing Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 21 October 2016 to Friday, 4 November 2016 (both days inclusive) in connection with the Twenty Fifth Annual General Meeting and the declaration of dividend.

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