



16 April 2018

The Listing Manager  
BSE Limited  
Floor 25, P J Towers, Dalal Street,  
Mumbai 400 001

Dear Sirs,

**SUB: Submission of Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We refer to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof and enclose the certificate under regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 31 March 2018.

We request you to kindly take the above on record as required under provisions of aforesaid listing regulations.

Thanking you,

Yours faithfully,  
**For Mphasis Limited**

DocuSigned by:  
*Subramanian Narayan*  
864FB8DBFAE44A7...



**Subramanian Narayan**  
**Vice President & Company Secretary**

Encl.- As above

DS  
*Gl*

**Mphasis Limited**

**Registered Office:** Bagmane World Technology Centre, Marathalli Outer Ring Road, Doddanakhundi Village, Mahadevapura, Bangalore 560 048, India. T : +91 080 3352 5000 | CIN : L30007KA1992PLC025294

[www.mphasis.com](http://www.mphasis.com)

**K RAJSHEKAR**  
**AARTHI G KRISHNA**  
COMPANY SECRETARIES

1<sup>ST</sup> FLOOR, 328/B, 14<sup>TH</sup> CROSS  
5<sup>TH</sup> MAIN, SADASHIVANAGAR  
BENGALURU - 560 080

Phone : 23603320/21  
4128 1966

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CERTIFICATE UNDER REGULATION 40(9) OF SEBI (LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

**FOR THE HALF YEAR ENDED 31<sup>ST</sup> MARCH, 2018**

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **Mphasis Limited** maintained by **Integrated Registry Management Services Private Limited** pertaining to transfer of equity shares of the company for the period from **1<sup>st</sup> October, 2017 to 31<sup>st</sup> March, 2018** for the purpose of issuing a Certificate as per Regulation 40(9) of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on **31<sup>st</sup> March, 2018**:

- A) Share Certificate(s) relating to the transfer of Shares received during the period from **1<sup>st</sup> October, 2017 to 31<sup>st</sup> March, 2018** as entered in the Memorandum of Transfers have been issued within Thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) Any other information, if applicable - NIL

  
AARTHI G KRISHNA  
COMPANY SECRETARY  
C P. NO. 5645



16<sup>th</sup> April, 2018