



1 October 2018

The Listing Manager  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, MUMBAI - 400 001

The Listing Manager  
The National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E),  
MUMBAI -400 051

Dear Sir/Madam,

**Sub.: Submission of advertisement published for the Postal ballot (including e-voting) results declared on 28 September 2018 for the Buy-back of equity shares through tender offer**

Further to our letter dated 28 September 2018 regarding the intimation of outcome of Postal ballot results for the buy-back of equity shares of the Company, please find enclosed a copy of advertisement published on 29 September 2018 in Business standard and Samyuktha Karnataka in relation to the results of the said postal ballot.

We request you to kindly take the above on record as per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,  
For Mphasis Limited

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



Subramanian Narayan  
Vice President and Company Secretary

Encl.: As above

DS  
*GL*



## Mphasis Limited

Regd. Office: Bagmane World Technology Centre,  
Marathahalli Outer Ring Road, Doddanakhundi Village,  
Mahadevapura, Bengaluru - 560048  
CIN: L30007KA1992PLC025294  
Tel: 91 80 6750 1000 Fax: 91 80 6695 9943  
Website: [www.mphasis.com](http://www.mphasis.com)  
email: [investor.relations@mphasis.com](mailto:investor.relations@mphasis.com)

### DECLARATION OF POSTAL BALLOT RESULTS DATED 28 SEPTEMBER 2018

It is hereby declared that, on basis of report submitted by the Scrutinizer for conducting the Postal Ballot (Including e-voting), the members have approved, by means of a Special Resolution, with 99.99% votes in favour, the proposed Buy-back of equity shares of the Company as per Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998 (which has been repealed and replaced by the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 with effect from 11 September 2018). The following are the results of voting on the approval sought from the members:

Particulars	No. of Shares	% of votes
Assent	166,377,376	99.999
Dissent	1,133	0.001
<b>Total</b>	<b>166,378,509</b>	<b>100</b>
Rejected	19	-

For Mphasis Limited  
Sd/-

Date : 28 September 2018  
Place : Bengaluru

Subramanian Narayan  
Vice President and Company Secretary



