



22 October 2021

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

The Manager, Listing  
**National Stock Exchange of India Ltd**  
 Exchange Plaza, Plot No. c/1,  
 G-Block, Bandra-Kurla Complex,  
 MUMBAI – 400 051

Dear Sir/Madam,

**Sub: Intimation of grant of stock options and restricted stock units**

We wish to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as SEBI Regulations), the Board of Directors of the Company in its meeting held on 21 October 2021, have approved following grant of Stock Options (the “Options”) and Restricted Stock Units (the “RSUs”), effective 22 October 2021, to Mr. Nitin Rakesh, CEO and Managing Director of the Company:

1. Grant of 274, 226 Options under the Employee Stock Option Plan 2016 (ESOP 2016) as per the following details.
  - a) Exercise Price : Rs. 3,397 per Option
  - b) Vesting Period : Vests over a period of 5 years in equal proportion.
  - c) Exercise Period : The Options are exercisable within 60 months from the respective date of vesting.
  - d) Other Terms : The shares arising out of the exercise of the Options are proposed to be allotted and the Plan will be administered through Mphasis Employees Equity Reward Trust.

The Options granted are governed as per ESOP 2016 Plan, which was submitted with the exchanges at the time of obtaining the in-principle approval and each of the Option entitles the holder to apply for one equity share of the Company of Rs.10/- each.

2. Grant of 345,196 RSUs under Restricted Stock Units Plan 2021 (RSU Plan 2021) as per the following details.
  - a) Exercise Price : Rs.10 per RSUs
  - b) Vesting Period : The RSUs vest over a period of 5 years from the date of grant in the proportion of 10:10:20:30:30.
  - c) Exercise Period : All RSUs granted to the RSU Grantee are subject to Automatic Exercise as per the RSU Plan 2021.
  - d) Other Terms : The shares arising out of the exercise of RSUs are proposed to be allotted and the Plan will be administered through Mphasis Employees Benefit Trust and the settlement of the vested units will be on a cashless basis.

The RSUs granted are governed as per RSU Plan 2021, which was submitted with the exchanges at the time of obtaining the in-principle approval and each of the RSUs entitles the holder for one equity share of the Company of Rs.10/- each.

We request you to kindly take the above on record as per the provisions of the Listing and SEBI Regulations.

Thanking you,

Yours faithfully,

**For Mphasis Limited**

DocuSigned by:

*Subramanian Narayan*

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**Subramanian Narayan**

**Senior Vice President and Company Secretary**



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**Mphasis Limited**

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CIN: L30007KA1992PLC025294