

20 March 2015

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

Dear Sir/Madam,

Sub: Closure of Trading Window

Ref: NSE Circular NSE/CML/2013/15 dated December 18, 2013

Pursuant to clause 36 of the listing agreement, we wish to inform you that the trading window of the Company, under our Code of Conduct for prevention of Insider Trading, will remain closed for the Covered Persons* effective 23 March 2015 and shall open 24 hours after the announcement of financial results of Mphasis Limited and Group for the financial year ending 31 March 2015.

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

Thanking You,

Yours faithfully,
For **Mphasis Limited**


A Sivaram Nair
Sr. VP, Company Secretary,
General Counsel & Ethics Officer

* **Covered Persons** under Mphasis Code of Conduct for prevention of Insider Trading includes:

- Directors of the Company
- Key Managerial Personnel (as defined under the provisions of the Companies Act, 2013 and the Rules made thereunder)
- Executive Management of the Group (i.e. Presidents, Group Chief Financial Officer and Group Chief Human Resource Officer)
- All employees of the Finance, Audit, Strategy, Corporate Communications, Legal and Secretarial Departments across the Group
- Employees of statutory and internal audit firms that are part of the audit team for Mphasis 'audit.