



22 November 2019

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: Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015**

Further to our letter dated 14 November 2019 regarding the adoption of financial results of the Company for the quarter and half year ended 30 September 2019 and pursuant to Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we hereby submit disclosure of Related Party Transactions for the quarter and half year ended 30 September 2019, on consolidated basis, drawn in accordance with applicable accounting standards.

The aforesaid disclosure is also being hosted on the website of the Company at [www.mphasis.com](http://www.mphasis.com) under the Investors Section.

We request you to kindly take the above on your 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*  
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**Subramanian Narayan**  
**Vice President and Company Secretary**

Encl: As above

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**Disclosure of Related Party Transactions on consolidated basis pursuant to Regulations 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**ENTITIES WHERE CONTROL EXISTS**

Blackstone Capital Partners (Cayman II) VI L.P	Ultimate Holding Company
Blackstone Capital Partners (Singapore) VI Holding Co. Pte Ltd.	Intermediate Holding Company
Marble I Pte Limited	Intermediate Holding Company
Marble II Pte Limited	Holding Company

**KEY MANAGEMENT PERSONNEL**

Nitin Rakesh	Chief Executive Officer and Executive Director
V. Suryanarayanan	Executive Vice President & Chief Financial Officer
Subramanian Narayan	Vice President & Company Secretary
Davinder Singh Brar	Independent Director and Chairman of the Board
Narayanan Kumar	Independent Director
Jan Kathleen Hier	Independent Director
Amit Dixit	Director
Amit Dalmia	Director
Paul James Upchurch	Director
David Lawrence Johnson	Director
Marshall Jan Lux	Director – Appointed w.e.f. 7 August 2018
Dario Zamarian	Director – Resigned w.e.f. 6 August 2018

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The following is a summary of significant transactions with related parties by the group:

(Amounts in Millions)

Particulars	Six months ended 30 September 2019	Year ended 31 March 2019
<b>Dividend paid (on cash basis)</b>	<b>2,627.58</b>	<b>2,025.08</b>
-Marble II PTE Ltd.	2,627.58	2,024.62
- Others	-	0.46
<b>Remuneration to executive key management personnel</b>	<b>104.95</b>	<b>181.98</b>
-Nitin Rakesh	70.89	120.79
-Others	34.06	61.19

The balances receivable from and payable to related parties are as follows:

(Amounts in millions)

Particulars	As at 30 September 2019	As at 31 March 2019
<b>Remuneration/Commission payable to key management personnel</b>	<b>7.87</b>	<b>8.11</b>
Davinder Singh Brar	1.51	1.57
Narayanan Kumar	1.39	1.42
David Lawrence Johnson	1.23	1.28
Jan Kathleen Hier	1.29	1.34
Paul James Upchurch	1.23	1.25
Marshall Lux	1.22	1.25



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Contact Us:

T : +91 080 67501000

F : +91 080 66959943

E : investor.relations@mphasis.com

www.mphasis.com

**Mphasis Limited**

Registered Office:

Bagmane World Technology Centre,  
Marathahalli Outer Ring Road, Doddanakundi Village,  
Mahadevapura, Bangalore 560 048, India

CIN: L30007KA1992PLC025294