



12 April 2024

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

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

Dear Sirs,

Sub: Submission of Shareholding Pattern for the quarter ended 31 March 2024

Please find enclosed the Shareholding Pattern under Regulation 31(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31 March 2024.

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

Thanking you,

Yours faithfully,
For Mphasis Limited

DocuSigned by:
Subramanian Narayan
864FB8DBFAE44A7...



Subramanian Narayan
Senior Vice President and Company Secretary

Encl.- As above

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PRK

Format of Holding of Securities

- 1 Name of the Listed Entity
 2 Scrip Code/Name of Scrip/Class of Security
 3 Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c)
 a. If under 31(1)(b) then indicate the report for Quarter ending
 b. If under 31(1)(c) then indicate date of allotment/extinguishment
 4

Mphasis Limited
BSE - 526299; NSE: MPHASIS / EQUITY
31 March 2024

Particulars	Yes*	No*
1. Whether the Listed Entity has issued any partly paid up shares?		No
2. Whether the Listed Entity has issued any Convertible Securities or Warrants?		No
3. Whether the Listed Entity has any shares against which depository receipts are issued?		No
4. Whether the Listed Entity has any shares in locked-in?		No
5. Whether any shares held by promoters are pledge or otherwise encumbered?		No

* If the Listed Entity selects the option 'No' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed Entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

- 5 The tabular format for disclosure of holding of specified securities is as follows:-



Table I - Summary Statement holding of specified securities

Category (I)	Category of shareholder (II)	Nos. of shareholders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid up equity shares held (V) - Nil	No. of Shares underlying Depository Receipts (VI) - Nil	Total Nos. shares held (VII)=(IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) - Nil	Shareholding as a % assuming full conversion of convertible securities (as a percentage of total share capital) - Not Applicable	Number of Locked in shares (XII) Refer Note		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No. of Voting Rights		Total as a % of (A+B+C)			No.	(a)	As a % of total Shares held (b)			
								Equity	Total									
(A)	Promoter & Promoter Group	1	104,799,642			104,799,642	55.45%	104,799,642									104,799,642	
(B)	Public	147,347	84,175,835			84,175,835	44.54%	84,175,835										84,129,983
(C)	Non Promoter - Non Public	2	22,522			22,522	0.01%	22,522										22,522
(C1)	Shares underlying DRs	-	-			-	-	-										-
(C2)	Shares held by Employee Trusts (Refer Note)	2	22,522			22,522	0.01%	22,522										22,522
	Total	147,350	188,997,999			188,997,999	100.00%	188,997,999										188,952,147

Note: The Trustees of the Employee Trust of the Company do not exercise Voting Rights over the Shares held by them in such Trusts as per the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Table II - Statement showing Shareholding Pattern of the Promoter and Promoter Group

	Category & Name of the Shareholders (I)	No. of shareholders (III)	No. of fully paid up equity shares held (IV)	Total Nos. Shares held (VII)=IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) - Nil	Shareholding, as a% assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)=(VII)+(X) as a % of A+B+C2 - Nil	Number of Locked in shares (XII) - Nil	Number of Shares pledged or otherwise encumbered (XIII) - Nil	Number of equity shares held in dematerialized form (XIV)
						No of Voting Rights		Total as a % of Total Voting rights					
						Equity	Total						
(1)	Indian	-	-	-	-	-	-	-	-	-	-	-	-
(a)	Individual/Hindu Undivided Family	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Central Government / State Government(s)	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(1)	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Foreign	-	-	-	-	-	-	-	-	-	-	-	-
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Government	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-	-	-
	Foreign Companies	-	-	-	-	-	-	-	-	-	-	-	-
	BCP TOPCO IX PTE. LTD	1	104,799,642	104,799,642	55.45	104,799,642	104,799,642	55.45	-	-	-	-	104,799,642
	Sub-Total (A)(2)	1	104,799,642	104,799,642	55.45	104,799,642	104,799,642	55.45	-	-	-	-	104,799,642
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	1	104,799,642	104,799,642	55.45	104,799,642	104,799,642	55.45	-	-	-	-	104,799,642

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

Notes:

- PAN would not be displayed on website of Stock Exchange(s)
- The term 'Encumbrance' has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- BCP Asia (SG) Mirror Holding Pte. Ltd. (Holding Company of BCP Topco IX Pte. Ltd) has created a pledge on its entire shareholding in BCP Topco IX Pte. Ltd., in favour of DB International Trust (Singapore) Limited, (being the security agent), as a security in relation to the loan availed by BCP Topco IX Pte. Ltd. The disclosure in terms of Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations") in this regard was made on 10 August 2021. There is no pledge on the shares of the Company held by BCP Topco IX Pte. Ltd.

Table III - Statement showing Shareholding Pattern of the Public Shareholder

	Category & Name of the Shareholders (I)	No of shareholder (III)	No of fully paid up equity shares held (IV)	Total Nos. Shares held (VII=IV+V-VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (X)			Total Shares Underlying Outstanding convertible securities (including Warrants) (X) (XI)	Number of Locked in Shares (XII)	Number of Shares pledged or otherwise encumbered (XIII)	Number of equity shares held in dematerialized form (XIV)	Sub-categorization of shareholding (No. of Shares)	
						No of Voting Rights		Total as a % of Total Voting rights					Sub-category (ii)	Sub-category (iii)
						Equity	Other							
(1)	Institutions (Domestic)													
(a)	Mutual Funds	171	26,237,726	26,237,726	13.88	26,237,726	26,237,726	13.88			26,237,726	-	-	
	HDFC MUTUAL FUND - HDFC MID-CAP OPPORTUNITIES FUND (including other HDFC mutual funds consolidated based on PAN)		5,160,831	5,160,831	2.73	5,160,831	5,160,831	2.73			5,160,831	-	-	
	KOTAK EMERGING EQUITY SCHEME (including other Kotak mutual funds consolidated based on PAN)		4,138,271	4,138,271	2.19	4,138,271	4,138,271	2.19			4,138,271	-	-	
	MIRAE ASSET EMERGING BLUECHIP FUND (including other Mirae mutual funds consolidated based on PAN)		1,948,500	1,948,500	1.03	1,948,500	1,948,500	1.03			1,948,500	-	-	
(b)	Venture Capital Funds	-	-	-	-	-	-	-			-	-	-	
(c)	Alternative Investment Funds	7	456,365	456,365	0.24	456,365	456,365	0.24			456,365	-	-	
(d)	Banks	3	639	639	0.00	639	639	-			439	-	-	
(e)	Insurance Companies	55	19,434,568	19,434,568	10.28	19,434,568	19,434,568	10.28			19,434,568	-	-	
	LIFE INSURANCE CORPORATION OF INDIA (including other LIC funds consolidated based on PAN)		12,046,701	12,046,701	6.37	12,046,701	12,046,701	6.37			12,046,701	-	-	
	TATA AIA LIFE INSURANCE CO LTD-WHOLE LIFE MID CAP EQUITY FUND (including other TATA funds consolidated based on PAN)		1,975,420	1,975,420	1.05	1,975,420	1,975,420	1.05			1,975,420	-	-	
(f)	Provident / Pension Funds	2	16,960	16,960	0.01	16,960	16,960	0.01			16,960	-	-	
(g)	Asset Reconstruction Companies	-	-	-	0.00	-	-	-			-	-	-	
(h)	Sovereign Wealth Funds	-	-	-	0.00	-	-	-			-	-	-	
(i)	NBFCs registered with RBI	5	199,778	199,778	0.11	199,778	199,778	0.11			199,778	-	-	
(j)	Other Financial Institutions	-	-	-	0.00	-	-	-			-	-	-	
(k)	Any Other (specify)	2	406,960	406,960	0.22	406,960	406,960	0.22			406,960	-	-	
	Insurance Funds-Department of Post, India	2	406,960	406,960	0.22	406,960	406,960	0.22			406,960	-	-	
	Sub-Total B(1)	245	46,752,996	46,752,996	24.74	46,752,996	46,752,996	24.74			46,752,796	-	-	
(2)	Institutions (Foreign)													
(a)	Foreign Direct Investment	-	-	-	-	-	-	-			-	-	-	
(b)	Foreign Venture Capital Investors	-	-	-	-	-	-	-			-	-	-	
(c)	Sovereign Wealth Funds	-	-	-	-	-	-	-			-	-	-	
(d)	Foreign Portfolio Investors Category I	520	26,892,201	26,892,201	14.23	26,892,201	26,892,201	14.23			26,892,201	-	-	
	NOMURA INDIA INVESTMENT FUND MOTHER FUND		1,994,334	1,994,334	1.06	1,994,334	1,994,334	1.06			1,994,334	-	-	
(e)	Foreign Portfolio Investors Category II	18	1,146,952	1,146,952	0.61	1,146,952	1,146,952	0.61			1,146,952	-	-	
(g)	Any Other (specify)	-	-	-	0.00	-	-	-			-	-	-	
	Sub-Total B(2)	538	28,039,153	28,039,153	14.84	28,039,153	28,039,153	14.84			28,039,153	-	-	
(3)	Central Government / State Government(s)													
(a)	Central Government / President of India	-	-	-	-	-	-	-			-	-	-	
(b)	State Government / Governor	-	-	-	-	-	-	-			-	-	-	
(c)	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	-	-	-	-	-	-	-			-	-	-	
	Sub-Total B(3)	-	-	-	-	-	-	-			-	-	-	

Partly paid-up equity shares held (V) - Nil

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(4) Non-institutions															
(a)	Associate companies / Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Directors and their relatives (excluding independent directors and nominee directors)	2	149,429	149,429	0.08	149,429	0.08	149,429	0.08	149,429	0.08	149,429	0.08	149,429	0.08
(c)	Key Managerial Personnel	2	9,168	9,168	0.00	9,168	0.00	9,168	0.00	9,168	0.00	9,168	0.00	9,168	0.00
(d)	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	-	-	-	0	-	-	-	-	-	-	-	-	-	-
(e)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	-	-	-	0	-	-	-	-	-	-	-	-	-	-
(f)	Investor Education and Protection Fund (IEPF)	1	75,102	75,102	0.04	75,102	0.04	75,102	0.04	75,102	0.04	75,102	0.04	75,102	0.04
(g)	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	142,733	6,029,758	6,029,758	3.19	6,029,758	3.19	6,029,758	3.19	6,029,758	3.19	6,029,758	3.19	6,029,758	3.19
(h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	18	854,676	854,676	0.45	854,676	0.45	854,676	0.45	854,676	0.45	854,676	0.45	854,676	0.45
(i)	Non Resident Indians (NRIs)	3,201	1,731,690	1,731,690	0.92	1,731,690	0.92	1,731,690	0.92	1,731,690	0.92	1,731,690	0.92	1,731,690	0.92
(j)	Foreign Nationals	21	55,456	55,456	0.03	55,456	0.03	55,456	0.03	55,456	0.03	55,456	0.03	55,456	0.03
(k)	Foreign Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(l)	Bodies Corporate	572	448,067	448,067	0.24	448,067	0.24	448,067	0.24	448,067	0.24	448,067	0.24	448,067	0.24
(m)	Any Other (specify)	14	30,340	30,340	0.02	30,340	0.02	30,340	0.02	30,340	0.02	30,340	0.02	30,340	0.02
	Clearing Member	8	25,636	25,636	0.01	25,636	0.01	25,636	0.01	25,636	0.01	25,636	0.01	25,636	0.01
	Unclaimed suspense account	1	3,000	3,000	-	3,000	-	3,000	-	3,000	-	3,000	-	3,000	-
	Trusts	5	1,704	1,704	-	1,704	-	1,704	-	1,704	-	1,704	-	1,704	-
	Sub-Total (B)(4)	146,564	9,383,686	9,383,686	4.97	9,383,686	4.97	9,383,686	4.97	9,383,686	4.97	9,383,686	4.97	9,383,686	4.97
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)+(B)(4)	147,347	84,175,835	84,175,835	44.55	84,175,835	44.55	84,175,835	44.55	84,175,835	44.55	84,175,835	44.55	84,175,835	44.55

Details of the shareholders acting as persons in Concert including their Shareholding (No. and %)

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

Notes:

- (1) PAN would not be displayed on website of Stock Exchange(s)
- (2) The above format needs to be disclosed along with the name of following persons:
-Institutions/Non Institutions holding more than 1% of total number of shares.
- (3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed the respective columns to the extent information available and the balance to be disclosed as held by custodian.
- (4) Categorization and disclosure of each shareholder category should be carried out in the order prescribed in the above format. If a shareholder is falling under more than one category, then the same shall be classified in the category falling first in the order prescribed in the above format. Shareholding under any of the categories shall be unique and will not be duplicated under multiple categories.
- (5) Sub-categorization of shares under column no. (XV) will be based on shareholding (no. of shares) under the following sub-categories:
(i) Shareholders who are represented by a nominee Director on the board of the listed entity or have the right to nominate a representative (i.e. Director) on the board of the listed entity.
(ii) Shareholders who have entered into shareholder agreement with the listed entity.
(iii) Shareholders acting as persons in concert with promoters.

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Table IV - Statement showing shareholding pattern of the Non Promoter-Non Public shareholder

(1)	Category & Name of the Shareholders (I)	No. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid up equity shares held (V) - Nil	Nos. of shares underlying Depository Receipts (VI) - Nil	Total Nos. Shares held (VII=IV+V+VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) Nil	Total Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) Nil	Number of Locked in shares (XII)	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form (XIV) (Not Applicable)
								No of Voting Rights		Total as a % of Total Voting rights					
								EQUITY	Total						
	Custodian/DR Holder														
(a)	Name of DR Holder (if available)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Employee Benefit Trust / Employee Welfare Trust under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	2	22,522	-	-	22,522	0.01	22,522	22,522	0.01	-	-	-	22,522	-
(a)	Name (abc.....)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total Non-Promoter-Non Public Shareholding (C)= (C1)+(C2)	2	22,522			22,522	0.01	22,522	22,522	0.01				22,522	

Notes:-

- (1) PAN would not be displayed on website of Stock Exchange(s).
- (2) The above format needs to be disclosed along with the names of the shareholders holding 1% or more than 1% of shares of the listed entity. Column no. (XIII) is not applicable in the above format.
- (3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available.

Mphasis Limited
Report Date : 31 March 2024

Annexure - B
Table VI - Statement showing foreign ownership limits

Particulars	Approved Limits (%)	Limits Utilized (%)
As on shareholding date	100	71.24
As on the end of previous 1st quarter	100	71.53
As on the end of previous 2nd quarter	100	73.11
As on the end of previous 3rd quarter	100	72.13
As on the end of previous 4th quarter	100	71.82

Notes:

- 1) "Approved Limits (%)" means the limit approved by Board of Directors / shareholders of the Listed entity. In case the listed entity has no Board approved limit, provide details of sectoral / statutory cap prescribed by Government / Regulatory Authorities
- 2) Details of Foreign ownership includes foreign ownership / investments as specified in Rule 2(s) of the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, made under the Foreign Exchange Management Act, 1999.

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Annexure to Table III - Unclaimed Suspense Account

Mphasis Limited

Details of shares held by Mphasis Limited-Unclaimed Suspense Account

Report Date : 31 March 2024

SL.NO.	NAME OF THE SHAREHOLDER	NAME OF THE JOINT HOLDER	NO.OF SHARES HELD IN SUSPENSE ACCOUNT
1	AWADHESH KUMAR DUBEX		400
2	GEETA DUTTA		300
3	LALIT PARMANAND MANWANI		200
4	SOURYA RANJAN MAHAPATRA		600
5	HIRALAL PATEL		600
6	PAVAMAN D R		600
7	SUMITHA SAHA	SIKHARESH SAHA	100
8	FRANCIS SANTAMARIA		200
TOTAL			3,000

Sl. No.	Details of the significant beneficial owner (1)				Details of the registered owner (2)			Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect*: (3)					Date of creation/acquisition of significant beneficial interest (4)
	Name	PAN	Passport No. in case of a foreign national	Nationality	Name	PAN/Passport No. in case of a foreign national	Nationality	Whether by virtue of:					
								Shares %	Voting rights %	Rights on distributable dividend or any other distribution %	Exercise of control	Exercise of significant influence	
1	Melanie Mei Lan Ng.	NA	000000000	Singaporean	BCP TOPCO IX PTE. LTD	NA	Singapore	55.45	-	-	No	No	10 August 2021

Note: Ms. Melanie Mei Lan Ng., who is the authorised signatory of the director entity of the pooled investment vehicle, is the designated 'significant beneficial owner' with respect to the shares held by BCP Topco IX Pte. Ltd., on account of falling under the category of 'CEO in case of entity controlled by pooled investment vehicle'.

The Significant Beneficial Owner ("SBO") identified has redacted the passport details and has provided the following in the SBO declaration furnished to the Company pursuant to the Companies Act, 2013:

Please note that the passport number of the SBO has been redacted from the form as it is sensitive personal information. In case the stock exchanges requires the passport number of the SBO in future, the passport number will be provided by the SBO.