

## Mphasis Limited

Registered Office : Bagmane World Technology Center, Marathalli Outer Ring Road, Doddanakhundi Village, Mahadevapura, Bangalore 560 048, India  
Ph.: +91 80 3352 5000 Fax: +91 80 6695 9943

CIN: L30007KA1992PLC025294

SCRIP CODE : BSE 526299  
NSE MPHASIS  
NAME OF THE SCRIP MPHASIS LIMITED  
CLASS OF SECURITY EQUITY SHARES

SHAREHOLDING PATTERN IN COMPLIANCE WITH CLAUSE 35 OF THE LISTING AGREEMENT FOR THE QUARTER ENDED 30 JUNE 2015

### 1(a) Statement showing Shareholding Pattern

Partly paid-up shares	No of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company
Held by promoter/promoter group	-	-	-
Held by Public	-	-	-
Total	-	-	-
Outstanding convertible securities	No of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	-	-	-
Held by Public	-	-	-
Total	-	-	-
Warrants	No of warrants	As a % of total no. of warrants	As a % of total no. of shares of the Company, assuming full conversion of warrants
Held by promoter/promoter group	-	-	-
Held by Public	-	-	-
Total	-	-	-
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities		-	210,141,663



**MPHASIS LIMITED**

Regd. Office: Banane World Technology Center, Marathalli Outer Ring Road, Doddanakhundi Village, Mahadevapura, Bangalore - 48  
 Phone: +91-080-3352 5000, Fax: +91-080-6695 9943

CIN: L30007KA1992PLC025294

SHAREHOLDING PATTERN IN COMPLIANCE WITH CLAUSE 35 OF THE LISTING AGREEMENT FOR THE QUARTER ENDED 30 JUNE 2015

SCRIP CODE

BSE 526299

NSE MPHASIS

NAME OF THE SCRIP

MPHASIS LIMITED

CLASS OF SECURITY

EQUITY SHARES

**1(a) Statement showing Shareholding Pattern**

Category Code	Category of shareholder	Total Number of shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV) *100
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group[2]</b>							
(1)	<b>Indian</b>							
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
	<b>Sub-Total (A)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
(2)	<b>Foreign</b>							
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	3	127,106,266	127,106,266	60.49	60.49	0	0.00
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
	<b>Sub-Total (A)(2)</b>	<b>3</b>	<b>127,106,266</b>	<b>127,106,266</b>	<b>60.49</b>	<b>60.49</b>	<b>-</b>	<b>-</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>3</b>	<b>127,106,266</b>	<b>127,106,266</b>	<b>60.49</b>	<b>60.49</b>	<b>0</b>	<b>0.00</b>
<b>(B)</b>	<b>Public shareholding[3]</b>							
(1)	<b>Institutions</b>							
(a)	Mutual Funds/ UTI	46	4,862,685	4,861,085	2.30	2.30		
(b)	Financial Institutions/ Banks	21	7,245,839	7,245,839	3.45	3.45		
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	0	0	0	0.00	0.00		
(f)	Foreign Institutional Investors	125	48,041,121	48,037,921	22.86	22.86		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Any Other (specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (B)(1)</b>	<b>192</b>	<b>60,149,645</b>	<b>60,144,845</b>	<b>28.61</b>	<b>28.61</b>		
(2)	<b>Non-Institutions</b>							
(a)	Bodies Corporate	516	9,763,046	9,762,046	4.65	4.65		
(b)	<b>Individuals</b>							
	i. Individual shareholders holding nominal share capital up to Rs. 1 lakh.	29,881	4,845,346	4,702,351	2.31	2.31		
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	69	2,670,843	2,670,843	1.27	1.27		
(d)	Any Other (specify)							
	Director	1	17,010	17,010	0.01	0.01		
	Mphasis Limited - Unclaimed Suspense Account	1	18,150	18,150	0.01	0.01		
	Trust	4	284,300	284,300	0.14	0.14		
	Clearing Member	197	109,998	109,998	0.05	0.05		
	Foreign Portfolio Investor	26	5,177,059	5,177,059	2.46	2.46		
	<b>Sub-Total (B)(2)</b>	<b>30,695</b>	<b>22,885,752</b>	<b>22,741,757</b>	<b>10.90</b>	<b>10.90</b>		
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>30,887</b>	<b>83,035,397</b>	<b>82,886,602</b>	<b>39.51</b>	<b>39.51</b>		
	<b>TOTAL (A)+(B)</b>	<b>30,890</b>	<b>210,141,663</b>	<b>209,992,868</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>							
	Promoter and Promoter Group	-	-	-	-	-	-	-
	Public	-	-	-	-	-	-	-
	<b>Sub-Total (C)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>30,890</b>	<b>210,141,663</b>	<b>209,992,868</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>

NOT APPLICABLE

NOT APPLICABLE

**Note:-**

- Excludes 21,000 bonus shares kept in abeyance as per Section 206A of the Companies Act 1956/ Stop Transfer/ Litigation/ Court Order.
  - Shares held by Trusts represents 279,740 shares held by Mphasis Employees Benefit Trust and 2,520 shares held by BFL Equity Reward Trust.
- The said shareholding is to be considered as being classified under "Non Promoter and Non Public shareholding" as per SEBI (Share Based Employee Benefits) Regulations, 2014.





(l) (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (l)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	EDS ASIA PACIFIC HOLDINGS	83,002,201	39.50	-	-	-	-	-	-	-	-
2	EDS WORLD CORPORATION (FAR EAST) LLC	44,104,064	20.99	-	-	-	-	-	-	-	-
3	EDS WORLD CORPORATION (NETHERLANDS) LLC	1	0.00	-	-	-	-	-	-	-	-
	<b>Total</b>	<b>127,106,266</b>	<b>60.49</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

Note : The above mentioned shareholders are wholly owned subsidiaries HP. Hence, the ultimate parent Company of Mphasis Limited and person acting in concert with the aforesaid promoter shareholders is HP.

(l)(c) (i)

Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Details of Shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.e.t total number of convertible securities of the same class	
1	ABERDEEN GLOBAL INDIAN EQUITY (MAURITIUS) LIMITED	15,861,788	7.55	-	-	-	-	-
2	ABERDEEN GLOBAL-ASIAN SMALLER COMPANIES FUND	5,155,800	2.45	-	-	-	-	-
3	BARING INDIA PRIVATE EQUITY FUND III LISTED INVESTMENTS LIMITED	4,114,679	1.96	-	-	-	-	-
4	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LTD.	3,543,461	1.69	-	-	-	-	-
5	ABERDEEN GLOBAL-EMERGING MARKETS SMALLER COMPANIES FUND	3,441,490	1.64	-	-	-	-	-
6	LIC OF INDIA MARKET PLUS 1 GROWTH FUND	3,437,518	1.64	-	-	-	-	-
7	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LTD	2,833,738	1.35	-	-	-	-	-
8	THE INDIA FUND INC	2,600,000	1.24	-	-	-	-	-
	<b>TOTAL</b>	<b>40,988,474</b>	<b>19.51</b>					

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(l)(c) (ii)

Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	No. of shares	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.e.t total number of convertible securities of the same class	
1	ABERDEEN GLOBAL INDIAN EQUITY (MAURITIUS) LIMITED	15,861,788	7.55	-	-	-	-	-
2	ABERDEEN GLOBAL-ASIAN SMALLER COMPANIES FUND	5,155,800	2.45					
3	ABERDEEN GLOBAL-EMERGING MARKETS SMALLER COMPANIES FUND	3,441,490	1.64					
4	ABERDEEN EMERGING MARKETS SMALLER COMPANIES FUND A SERIES OF THE ABERD	1,355,000	0.64					
5	ABERDEEN EMERGING MARKETS SMALLER COMPANY OPPORTUNITIES FUND, INC.	263,074	0.13					
6	ABERDEEN ASIA-PACIFIC SMALLER COMPANIES FUND	45,196	0.02					
	<b>TOTAL</b>	<b>26,122,348</b>	<b>12.43</b>					

(l)(d) Statement showing details of locked-in shares

Sr. No	Name of the shareholder	Category of Shareholder (Promoters /Public)	Number of locked-in shares	Locked-in shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above)
-	-	-	-	-

(II)(a)

Statement showing details of Depository Receipts (DRs)

Sr. No	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above)
-	-	-	-	-

(II)(b)

Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter / promoter group' are in excess of 1% of the total number of shares

Sr. No	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above)
-	-	-	-	-

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(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer as on 30 June 2015

Category Code	Category of shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V)	Total Voting Rights i.e (VI)	
		Class X	Class Y	Class Z		As a percentage of (A+B)	As a percentage of (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)
(A)	Promoter and Promoter Group						
-1	Indian	0	0	0	0	0.00	0.00
(a)	Individuals/ Hindu Undivided Family	0	0	0	0	0.00	0.00
(b)	Central Government/ State Government(s)	0	0	0	0	0.00	0.00
(c)	Bodies Corporate	0	0	0	0	0.00	0.00
(d)	Financial Institutions/ Banks	0	0	0	0	0.00	0.00
(e)	Any Other (specify)	0	0	0	0	0.00	0.00
	<b>Sub-Total (A)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
-2	Foreign					0.00	0.00
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0	0.00	0.00
(d)	Any Other (specify)	0	0	0	0	0.00	0.00
	<b>Sub-Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
(B)	Public shareholding					0.00	0.00
-1	Institutions	0	0	0	0	0.00	0.00
(a)	Mutual Funds/UTI	0	0	0	0	0.00	0.00
(b)	Financial Institutions/ Banks	0	0	0	0	0.00	0.00
(c)	Central Government/ State Government(s)	0	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	0	0	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0	0.00	0.00
(h)	Any Other (specify)	0	0	0	0	0.00	0.00
	<b>Sub-Total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
-2	Non-institutions					0.00	0.00
(a)	Bodies Corporate	0	0	0	0	0.00	0.00
(b)	Individuals -	0	0	0	0	0.00	0.00
	iii. Individual shareholders holding nominal share capital up to Rs. 1 lakh.	0	0	0	0	0.00	0.00
	iv. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	0	0	0	0	0.00	0.00
(c)	Any Other (specify)	0	0	0	0	0.00	0.00
	<b>Sub-Total (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL (A)+(B)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0	0.00	0.00
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

NOTE: NO SEPARATE CLASS OF EQUITY SHARES WITH DIFFERENT VOTING RIGHTS ARE ISSUED BY THE COMPANY. THE EQUITY SHARES ISSUED BY THE COMPANY FROM TIME TO TIME ARE PARI PASSU IN ALL RESPECTS WITH THE EXISTING EQUITY SHARES.  
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