



19 January 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 December 2023

Please find enclosed the Shareholding Pattern under Regulation 31(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31 December 2023.

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

DS
pk

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 December 2023

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:-

DS
pk

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) (VIII) As a % of (A+B+C2)	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)- Not Applicable	Number of Locked in shares (XII) <small>Refer Note</small>		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	55.52%	104,799,642									104,799,642
(B)	Public	148,426	83,961,889			83,961,889	44.48%	83,961,889									83,915,131
(C)	Non Promoter - Non Public	1	2,520			2,520	-	2,520									2,520
(C1)	Shares underlying DRs	-	-			-	-	-									-
(C2)	Shares held by Employee Trusts ^(Refer Note)	1	2,520			2,520	0.00%	2,520									2,520
	Total	148,428	188,764,051			188,764,051	100.00%	188,764,051									188,717,293

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.

DS

pk

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)	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	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)	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 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)	-	-		-	-	-	-	-					
	<i>Foreign Companies</i>													
	BCP TOPCO IX PTE. LTD	1	104,799,642		104,799,642	55.52%	104,799,642	104,799,642	55.52					104,799,642
	Sub-Total (A)(2)	1	104,799,642		104,799,642	55.52%	104,799,642	104,799,642	55.52					104,799,642
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	1	104,799,642		104,799,642	55.52%	104,799,642	104,799,642	55.52					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

(1)	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 (IX)			Total Shareholding, as No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) Nil	Number of Locked in shares (XII)	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 shares (XV)		
						No of Voting Rights		Total as a % of Total Voting rights						Shareholding (No. of Shares) under		
						Equity	Residual Class of Securities							Sub-category (i)	Sub-category (ii)	Sub-category (iii)
(1) Institutions (Domestic)																
(a)	Mutual Funds	151	25,684,213	25,684,213	13.61	25,684,213						25,684,213	-	-	-	
	ICICI PRUDENTIAL LONG TERM EQUITY FUND TAX SAVINGS (including other ICICI mutual funds consolidated based on PAN)		2,089,795	2,089,795	1.10	2,089,795						2,089,795	-	-	-	
	HDFC MUTUAL FUND (including other ICICI mutual funds consolidated based on PAN)		4,502,187	4,502,187	2.37	4,502,187						4,502,187	-	-	-	
	UTI (including other UTI mutual funds consolidated based on PAN)		2,213,892	2,213,892	1.18	2,213,892						2,213,892	-	-	-	
	MIRAE ASSET EMERGING BLUECHIP FUND (including other Mirae mutual funds consolidated based on PAN)		2,124,714	2,124,714	1.13	2,124,714						2,124,714	-	-	-	
	AXIS MUTUAL FUND TRUSTEE LIMITED (including other Mirae mutual funds consolidated based on PAN)		2,246,665	2,246,665	1.20	2,246,665						2,246,665	-	-	-	
(b)	Venture Capital Funds	-	-	-	-	-						-	-	-	-	
(c)	Alternative Investment Funds	6	358,677	358,677	0.19	358,677						358,677	-	-	-	
(d)	Banks	2	239	239	0.00	239						239	-	-	-	
(e)	Insurance Companies	53	18,283,102	18,283,102	9.69	18,283,102						18,283,102	-	-	-	
	LIFE INSURANCE CORPORATION OF INDIA (including other LIC funds consolidated based on PAN)		10,930,160	10,930,160	5.78	10,930,160						10,930,160	-	-	-	
	TATA AIA LIFE INSURANCE CO LTD (including other TATA AIA Life insurance funds consolidated based on PAN)		1,956,957	1,956,957	1.02	1,956,957						1,956,957	-	-	-	
(f)	Provident / Pension Funds	1	18	18	0.00	18						18	-	-	-	
(g)	Asset Reconstruction Companies	-	-	-	0.00	-						-	-	-	-	
(h)	Sovereign Wealth Funds	-	-	-	0.00	-						-	-	-	-	
(i)	NBFCs registered with RBI	4	199,777	199,777	0.11	199,777						199,777	-	-	-	
(j)	Other Financial Institutions	-	-	-	-	-						-	-	-	-	
(k)	Any Other (specify)	2	406,960	406,960	0.22	406,960						406,960	-	-	-	
	Insurance Funds-Department of Post, India	2	406,960	406,960	0.22	406,960						406,960	-	-	-	
	Sub-Total B(1)	219	44,932,986	44,932,986	23.80	44,932,986						44,932,786	-	-	-	
(2) Institutions (Foreign)																
(a)	Foreign Direct Investment	-	-	-	-	-						-	-	-	-	
(b)	Foreign Venture Capital Investors	-	-	-	-	-						-	-	-	-	
(c)	Sovereign Wealth Funds	-	-	-	-	-						-	-	-	-	
(d)	Foreign Portfolio Investors Category I	516	28,344,862	28,344,862	15.02	28,344,862						28,344,862	-	-	-	
	NOMURA INDIA INVESTMENT FUND MOTHER FUND		1,994,334	1,994,334	1.06	1,994,334						1,994,334	-	-	-	
	FSSA ASIAN EQUITY PLUS FUND AS A SUB FUND OF FIRST SENTIER INVESTORS GLOBAL UMBRELLA FUND PLC		2,158,680	2,158,680	1.14	2,158,680						2,158,680	-	-	-	
(e)	Foreign Portfolio Investors Category II	18	1,319,143	1,319,143	0.70	1,319,143						1,319,143	-	-	-	
(g)	Any Other (specify)	-	-	-	-	-						-	-	-	-	
	Sub-Total B(2)	534	29,664,005	29,664,005	15.72	29,664,005						29,664,005	-	-	-	
(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

No. (a) - Nil

As a % of total Shares held (b) - Nil

No. - Not Applicable

As a % of total Shares held (Not applicable) (b) - Not Applicable

DS
pk

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

	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 encumber ed		Number of equity shares held in dematerialized form (XIV) (Not Applicable)
								No of Voting Rights		Total as a % of Total Voting rights			No. Nil	No. -Not Applicable			
								EQUITY	Total						As a % of total Shares held - Nil	As a % of total Shares held - Not Applicable	
(1)	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	1	2,520			2,520	0.00	2,520	2,520	0.00							2,520
(a)	MPHASIS EMPLOYEES EQUITY REWARD TRUST - IN30180310040735	1.00	2520			2,520.00	-	2,520.00	2,520.00	-							2,520.00
	Total Non-Promoter-Non Public Shareholding (C)= (C)(1)+(C)(2)	1	2,520			2,520	0.00	2,520	2,520	0.00							2,520

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 December 2023****Annexure - B****Table VI - Statement showing foreign ownership limits**

Particulars	Approved Limits (%)	Limits Utilized (%)
As on shareholding date	100	72.13
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	74.72
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.

DS
pk

Annexure to Table III - Unclaimed Suspense Account**Mphasis Limited****Details of shares held by Mphasis Limited-Unclaimed Suspense Account****Report Date : 31 December 2023**

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

DS
pk

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)
						Whether by virtue of:							
	Name	PAN	Passport No. in case of a foreign national	Nationality	Name	PAN/Passport No. in case of a foreign national	Nationality	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	55.52	-	-	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.

DS
pk