



17 April 2020

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 2020**

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 2020.

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*  
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**Subramanian Narayan**  
**Vice President and Company Secretary**

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Encl.- As above

**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

**Mphasis Limited**  
**BSE - 526299; NSE: MPHASIS / EQUITY**

**31 March 2020**

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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:-

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**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)		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)	No. (a) - Nil	As a % of total Shares held (b) - Nil		
								Equity	Total									
(A)	Promoter & Promoter Group	1	104,799,577			104,799,577	56.18%	104,799,577									104,799,577	
(B)	Public	61,136	81,733,710			81,733,710	43.82%	81,733,710										81,659,852
(C)	Non Promoter - Non Public	-	-			-	-	-										-
(C1)	Shares underlying DRs	-	-			-	-	-										-
(C2)	Shares held by Employee Trusts <sup>(Refer Note)</sup>	1	2,520			2,520	0.00%	2,520										2,520
	<b>Total</b>	<b>61,138</b>	<b>186,535,807</b>			<b>186,535,807</b>	<b>100.00%</b>	<b>186,535,807</b>										<b>186,461,949</b>

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) Regulation, 2014 .

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

	Category & Name of the Shareholders (I)	PAN (II)	No. of shareholder (III)	No. of fully paid up equity shares held (IV)	s (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)	<b>Indian</b>	-	-	-	underlying Deposits (VI) - Nil	-	-	-	-	-	No Other Class of Securities	-	-	-		
(a)	Individual/Hindu Undivided Family	-	-	-		-	-	-	-	-		-	-	-	-	
(b)	Central Government / State Government(s)	-	-	-		-	-	-	-	-		-	-	-	-	
(c)	Financial Institutions / Banks	-	-	-		-	-	-	-	-		-	-	-	-	
(d)	Any Other (specify)	-	-	-		-	-	-	-	-		-	-	-	-	
	<b>Sub-Total (A)(1)</b>	-	-	-		-	-	-	-	-		-	-	-	-	
(2)	<b>Foreign</b>															
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-		-	-	-	-	-		-	-	-	-	
(b)	Government	-	-	-		-	-	-	-	-		-	-	-	-	
(c)	Institutions	-	-	-		-	-	-	-	-		-	-	-	-	
(d)	Foreign Portfolio Investor	-	-	-		-	-	-	-	-		-	-	-	-	
(e)	Any Other (specify)	-	-	-		-	-	-	-	-		-	-	-	-	
	<i>Foreign Companies</i>															
	MARBLE II PTE LTD	-	1	104,799,577			104,799,577	56.18	104,799,577			104,799,577	56.18			104,799,577
	<b>Sub-Total (A)(2)</b>		<b>1</b>	<b>104,799,577</b>			<b>104,799,577</b>	<b>56.18</b>	<b>104,799,577</b>			<b>104,799,577</b>	<b>56.18</b>			<b>104,799,577</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>		<b>1</b>	<b>104,799,577</b>			<b>104,799,577</b>	<b>56.18</b>	<b>104,799,577</b>			<b>104,799,577</b>	<b>56.18</b>			<b>104,799,577</b>

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.
- On 20 June 2017, Marble I (Holding Company of Marble II Pte. Ltd.) has created a pledge on its entire shareholding in Marble II Pte. Ltd., in favour of DB International Trust (Singapore) Limited (being the trustee and collateral agent), as a security in relation to the senior notes issued by Marble II 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 already made on 29 June 2017. There is no encumbrance on the shares of the Company held by Marble II Pte. Ltd.

Table III - Statement showing Shareholding Pattern of the Public Shareholder

(1)	Category & Name of the Shareholders (I)	PAN (II)	No. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V) - 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 (XIII)	Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights		Total as a % of Total Voting rights					
								Equity	Total						
<b>(1)</b>	<b>Institutions</b>														
(a)	Mutual Fund		54	12,647,398		12,647,398	6.78	12,647,398						12,647,398	
	UTI-DIVIDEND YIELD FUND (including other UTI mutual funds consolidated based on PAN)	-		4,708,604		4,708,604	2.52	4,708,604						4,708,604	
(b)	Venture Capital Funds		-	-		-	-	-						-	
(c)	Alternative Investment Funds		3	101,350		101,350	0.05	101,350						101,350	
(d)	Foreign Venture Capital Investors		-	-		-	-	-						-	
(e)	Foreign Portfolio Investors		309	44,523,559		44,523,559	23.87	44,523,559						44,523,459	
	ABERDEEN GLOBAL INDIAN EQUITY LIMITED	-		3,383,934		3,383,934	1.81	3,383,934						3,383,934	
	FIRST STATE ASIAN EQUITY PLUS FUND	-		1,978,652		1,978,652	1.06	1,978,652						1,978,652	
	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL	-		3,915,384		3,915,384	2.10	3,915,384						3,915,384	
(f)	Financial Institutions/Banks		11	3,883,046		3,883,046	2.08	3,883,046						3,883,046	
	LIFE INSURANCE CORPORATION OF INDIA	-		3,280,578		3,280,578	1.76	3,280,578						3,280,578	
(g)	Insurance Companies		18	9,807,174		9,807,174	5.26	9,807,174						9,807,174	
	HDFC LIFE INSURANCE COMPANY LIMITED	-		3,499,348		3,499,348	1.88	3,499,348						3,499,348	
	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	-		3,452,908		3,452,908	1.85	3,452,908						3,452,908	
(h)	Provident Funds / Pension Funds		-	-		-	-	-						-	
(i)	Any Other (specify)		-	-		-	-	-						-	
	<b>Sub-Total (B)(1)</b>		<b>395</b>	<b>70,962,527</b>		<b>70,962,527</b>	<b>38.04</b>	<b>70,962,527</b>						<b>70,962,427</b>	
<b>(2)</b>	<b>Central Government / State Government(s) / President of India</b>		-	-		-	-	-						-	
	<b>Sub-Total (B)(2)</b>		-	-		-	-	-						-	
<b>(3)</b>	<b>Non-institutions</b>		-	-		-	-	-						-	
(a)	Individuals- i. Individual shareholders holding nominal share capital up to Rs.2 lakhs.		59,953	6,822,894		6,822,894	3.66	6,822,894						6,750,136	
	ii. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.		30	1,908,667		1,908,667	1.02	1,908,667						1,908,667	
1	NBFCs registered with RBI		1	4,414		4,414	-	4,414						4,414	
(C)	Employee Trusts		-	-		-	-	-						-	
(D)	Overseas Depositories (holding DRs)(balancing figure)		-	-		-	-	-						-	
(E)	Any Other (specify)		757	2,035,208		2,035,208	1.10	2,035,208						2,034,208	
	Unclaimed suspense account (Details Attached)		1	4,300		4,300	0.00	4,300						4,300	
	Body Corporate		610	1,614,393		1,614,393	0.88	1,614,393						1,613,393	
	Clearing Member		130	310,185		310,185	0.17	310,185						310,185	
	Foreign National		9	46,584		46,584	0.02	46,584						46,584	
	IEPF		1	56,235		56,235	0.03	56,235						56,235	
	Trusts		6	3,511		3,511	-	3,511						3,511	
	<b>Sub-Total (B)(3)</b>		<b>60,741</b>	<b>10,771,183</b>		<b>10,771,183</b>	<b>5.78</b>	<b>10,771,183</b>						<b>10,697,425</b>	
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)</b>		<b>61,136</b>	<b>81,733,710</b>		<b>81,733,710</b>	<b>43.82</b>	<b>81,733,710</b>						<b>81,659,852</b>	

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:**

- PAN would not be displayed on website of Stock Exchange(s)
- 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.
- 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.

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

	Category & Name of the Shareholders (I)	PAN (II)	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			No. Nil	As a % of total Shares held - Nil			
									EQUITY	Total								No. - Not Applicable
<b>(1)</b>	<b>Custodian/DR Holder</b>																	
(a)	Name of DR Holder (if available)	-	-	-			-	-	-									
(2)	Employees Benefit Trust [under SEBI (Share based Employee Benefit) Regulations, 2014	-	1	2,520			2,520	0.00	2,520									2,520
(a)	Name (abc.....)	-	-	-			-	-	-									
	<b>Total Non-Promoter-Non Public Shareholding (C)= (C)(1)+(C)(2)</b>	-	<b>1</b>	<b>2,520</b>			<b>2,520</b>	<b>0.00</b>	<b>2,520</b>									<b>2,520</b>

**Notes:**

- (1) PAN would not be displayed on website of Stock Exchange(s).
- (2) The above format needs to be disclose name of all holders holding more than 1% of total number of shares.
- (3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available.

Table V - Statement showing details of significant beneficial owners

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	Christopher Striano	NA	-	United Stated of America	Marble II Pte Ltd.	NA	Singapore	56.18	-	-	No	Yes	1 September 2016

**Annexure to Table III - Unclaimed Suspense Account****Mphasis Limited****Details of shares held by Mphasis Limited-Unclaimed Suspense Account****Report Date : 31 March 2020**

SL.NO.	NAME OF THE SHAREHOLDER	NAME OF THE JOINT HOLDER	NO.OF SHARES HELD IN SUSPENSE ACCOUNT
1	KIRAN ARORA	MAJ J L ARORA	100
2	SATPAL S CHOUDHARY		300
3	AWADHESH KUMAR DUBEX		600
4	GEETA DUTTA		300
5	LALIT PARMANAND MANWANI		200
6	SOURYA RANJAN MAHAPATRA		600
7	HIRALAL PATEL		600
8	PAVAMAN D R		700
9	SHRENIWAS SAH		600
10	SUMITHA SAHA	SIKHARESH SAHA	100
11	FRANCIS SANTAMARIA		200
<b>TOTAL</b>			<b>4,300</b>

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