

12 January 2021

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 guarter ended 31 December 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 December 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 — 864FB8DBFAE44A7...



Subramanian Narayan Vice President and Company Secretary

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Encl.- As above

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www.mphasis.com

Mphasis Limited Registered Office: Bagmane World Technology Centre, Marathahalli Outer Ring Road, Doddanakundi Village, Mahadevapura, Bangalore 560 048, India CIN: L30007KA1992PLC025294 DocuSign Envelope ID: DBE276C1-7DCE-4248-BE49-93BAA3683DA0

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

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Mphasis Limited BSE - 526299; NSE: MPHASIS / EQUITY

31 December 2020

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)	held (V) - Nil	eceipts (VI)- Nil	Total Nos. shares held (VII)=(IV)+(V)+(VI)	Shareholding as a % of total no.of shares (calculated as per SCRR, 1957)		5 5					(IX) (IX) No. of Voting Rights (A+b+C)		wertible securities Nil	conversion of : of dilluted share e	Loc sh (Number of Sha or otherwise e (XII No. (a)	ncumbered	Number of equity shares held in dematerlialized form (XIV)
				/ shares	ository R		(VIII) As a % of (A+B+C2)	Equity		Total	(,	iding col nts) (X)-	uming full cc percentage o ot Applicable		(d) - Ni		Shares held (b)					
(A)	Promoter & Promoter Group	1	104,799,577	equity	g Depc	104,799,577	56.12%	104,799,577	urities	104,799,577	56.12%	butstar Warra	assum s a per Not A	Ī	s held	-	-	104,799,577				
(B)	Public	58,214	81,929,718	dn-p	rlyin	81,929,718	43.88%	81,929,718	Seci	81,929,718	43.88%	lying C luding	s a% es (a ital)-	- (a)	hare	NA	NA	81,857,460				
(C)	Non Promoter - Non Public	-	-	tly pai	s under	-	-	-	Class of	-	-	nderlyi (incluo	ding, as a ecurities capita	No.	total SI	NA	NA	-				
(C1)	Shares underlying DRs	-	-	f Par	Jare	-	-	-	ler C	-	-	es U	ehold ole si		% of	NA	NA	-				
(C2)	Shares held by Employee Trusts ^(Refer Note)	1	2,520	No.o	No.of sł	2,520	0.00%	2,520	No Oth	2,520	0.00%	of Shar	Shareholding, onvertible securi ca		As a 9	NA	NA	2,520				
	Total	58,216	186,731,815		-	186,731,815	100.00%	186,731,815]	186,731,815	100.00%	N0.1	CC			-	-	186,659,557				

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.

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

	Category & Name of the Shareholders (I)	PAN (II)	No.of sharehol der (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	; Right	ts held in each class of sec	curities (IX)	X)- Nil	Shareholding, as a% assuming full conversion of convertible securities (as a percentage of dilluted share capital) (XI)=(VII)+(X) as a % of A+B+C2 - NII	Loc sł	cked in hares (XII)	Sh pled othe encu	nber of nares Iged or erwise Imbere d	Number of equity shares held in dematerlialized form (XIV)
					-Nil			No o Equity	of Voti	ing Rights Total	Total as a % of Total Voting rights	securities (including Warrants) (X)-	ecurities (as a - Nil					
(1)	Indian	-	-	-	(N	-	-	-		-	-	udin	ole s +C2		i			-
(a)	Individual/Hindu Undivided Family	-	-	-		-	-	-		-	-	es (incl	of A+B		l I			
(b)	Central Government / State Government(s)	-	-	-	Depository Receipts	-	-	-		-	-	ecuriti	n of cc as a %					
(c)	Financial Institutions / Banks		-	-	eposito	-	-	-	se	-	-		iversio II)+(X)		in -(d)		lin -(d)	
(d)	Any Other (specify)	-	-	-	^g De	-	-	-	Securities	-	-	Iver	=(V		eld		eld	
	Sub-Total (A)(1)	-	-	-	underlying	-	-	-	ect	-	-	COL	full (XI)	N.	i s h	∍	es hi	
(2)	Foreign				der				ę			ling	ing tal)	1	Jare	-	Jare	
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-	of shares un	-	-	-	Other Class	-	-	Outstanding convertible	% assum are capi	No.(a)	% of total Shares held (b)- Nil	No.(a) - Nil	of total Shares held (b)-	
(b)	Government	-	-	-	of sh	-	-	-	Ğ	-	-	ng O	is a'		o ما		% ol	
(c)	Institutions	-	-	-	Nos. o	-	-	-	2 N	-	-	irlyi	ig, ä utec		σ	1	a	
(d)	Foreign Portfolio Investor	-	-	-	Ň	-	-	-		-	-	Underlying	holdir dilli		As		As	
(e)	Any Other (specify)	-	-	-		-	-	-		-	-	Shares	lare		ł	1		
	Foreign Companies								1			Shi	Sh		i	1		
	MARBLE II PTE LTD		1	104,799,577		104,799,577	56.12	104,799,577		104,799,577	56.12	o.of			ł	1		104,799,577
	Sub-Total (A)(2)		1	104,799,577		104,799,577	56.12	104,799,577		104,799,577	56.12	No.			ł	1		104,799,577
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		1	104,799,577		104,799,577	56.12	104,799,577		104,799,577	56.12							104,799,577

Notes:

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

(2) The term 'Encumbrance' has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

(3) 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.

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Table III - Statement showing Shareholding Pattern of the Public Shareholder

	Category & Name of the Shareholders (I)	PAN (II)	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)				o canital) (VI) - Nil	Loc sh	nber of ked in hares (XII)	Number o Shares pledged o otherwise encumbere (XIII)	shares held in r dematerlialized form
									No of Equity	f Voting	Rights Total	Total as a % of Total Voting rights	dilluted chare				
(1)	Institutions											TIRITIS					
	Mutual Fund		113	21,350,818			21,350,818	11.43	21,350,818		21,350,818	11.43	Nil vi	<i>i</i>		1	21,350,818
(=)													(X)-P	3		1	
	L AND T MUTUAL FUND TRUSTEE LTD (including other L & T mutual funds consolidated based on PAN)			2,410,439			2,410,439	1.29	2,410,439		2,410,439	1.29	ts)	j		1	2,410,439
	UTI (including other UTI mutual funds consolidated based on PAN)			3,629,134			3,629,134	1.94	3,629,134		3,629,134	1.94	ran			1	3,629,134
	, , , ,							4.05					War	2		1	
	PARAG PARIKH TAX SAVER FUND (including other Parag Parikh mutual funds consolidated based on PAN)			1,982,003		1	1,982,003	1.06	1,982,003		1,982,003	1.06	V BL	3		ı	1,982,003
(b)	Venture Capital Funds		-	-		1	-		-		-		(including Warrants) (X)-			ı	-
(c)	Alternative Investment Funds		16	909,420			909,420	0.49	909,420		909,420	0.49	nclu	5		e l	909,420
(d)	Foreign Venture Capital Investors		-	-	Ï	1	-	-	-]	-	-		1		Not Applicable	-
(e)	Foreign Portfolio Investors		342	42,472,507			42,472,507	22.75	42,472,507		42,472,507	22.75	securities	; ā		i iii	4,247,407
	ABERDEEN GLOBAL INDIAN EQUITY LIMITED			2,218,434	2		2,218,434	1.19	2,218,434		2,218,434	1.19	ecui	-		Api	2,218,434
	FIRST STATE ASIAN EQUITY PLUS FUND			1,978,652	held (V)		1,978,652	1.06	1,978,652		1,978,652	1.06				ot	1,978,652
	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL			2,446,218	est		2,446,218	1.31	2,446,218		2,446,218	1.31	convertible	-	⊒		2,446,218
	GOVERNMENT PENSION FUND GLOBAL			3,182,529	Jare		3,182,529	1.7	3,182,529	s.	3,182,529	1.70	vert	i	lin-(d)	(q)	3,182,529
(f)	Financial Institutions/Banks		2	546,711	γ sh	_	546,711	0.29	546,711	itie	546,711	0.29	NUO:) pi	ole)	546,711
(g)	Insurance Companies		42	7,048,037	equity shares		7,048,037	3.77	7,048,037	cr	7,048,037	3.77		- Ni	held	icat	7,048,037
2	HDFC LIFE INSURANCE COMPANY LIMITED			3,373,352	o ec		3,373,352	1.81	3,373,352	Se	3,373,352	1.81	anding	(a)	res	pp ild	3,373,352
(h)	Provident Funds / Pension Funds	-	-	-	paid-up		-	-	-	s of	-	-	Outstanding	é.	Shares	ot al	-
(i)	Any Other (specify)	-	-	-	paic		-	-	-	clas	-	-	Out	i	tal	S Q	-
	Sub-Total (B)(1)		515	72,327,493	Partly		72,327,493	38.73	72,327,493	er	72,327,493	38.73			of total	No Not Applicable held (Not applicable) (b) -	72,327,393
					Par					oth			r ki	8	%	s h	
. ,	Central Government / State Government(s) / President of India		-	-			-	-	-	Ŷ			nde inde	ò	As a	r Shares	-
	Sub-Total (B)(2)		-	-			-	-	-		-	-	s Ur	;	A	I SI	-
	Non-institutions		-	-			-	-	-				are	į		ota	
(a)	Individuals-					1							She			of total	
	 Individual shareholders holding nominal share capital up to Rs.2 lakhs. 		56,985	5,577,315		1	5,577,315	2.99	5,577,315		5,577,315		No.of	1		%	5,506,157
	 Individual shareholders holding nominal share capital in excess of Rs.2 lakhs. 		32	2,028,508		1	2,028,508	1.09	2,028,508		2,028,508		No.	·		As a % i	2,028,508
	NBFCs registered with RBI		1	4,414		1	4,414	0	4,414		4,414	-					4,414
	Employee Trusts		-	-		1	-	-	-		-	-				ı	-
	Overseas Depositories (holding DRs)(balancing figure)		-	-		1	-	-	-		-	-				ı	-
	Any Other (specify)		681	1,991,988		1	1,991,988	1.07	1,991,988		1,991,988					ı	1,990,988
	Unclaimed suspense account (Details Attached)		1	3,000		1	3,000	-	3,000		3,000					ı	3,000
	Body Corporate		463	1,808,680		1	1,808,680	0.97	1,808,680		1,808,680					ı	1,807,680
	Clearing Member		202	93,124		1	93,124	0.05	93,124		93,124					ı	93,124
	Foreign National		8	22,062		1	22,062	0.01	22,062		22,062					ı	22,062
	IEPF		1	61,602		1	61,602	0.03	61,602		61,602					ı	61,602
	Trusts		6	3,520			3,520	-	3,520		3,520					1	3,520
	Sub-Total (B)(3)		57,699	9,602,225		1	9,602,225	5.15	9,602,225		9,602,225					ı	9,530,067
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)		58,214	81,929,718			81,929,718	43.87	81,929,718		81,929,718	43.87					81,857,460

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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.

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

	Category & Name of the Shareholders	PAN	No.of shareholder	No.of fully paid			Total Nos.	Shareholding %	Number of	Votin	g Rights held ir	each class of		e	Num	oer of	Numb	oer of	Number of equity
	(1)	(11)	(111)	up equity shares			Shares held	calculated as per	securities			(IX)	S	convertible () (XI) NI	Lock	ed in	Sha		shares held in
				held		Ĭ.	(VII=IV+V+VI)	SCRR, 1957					curities	I) P	sha		pledg		
				(IV)		Ś		As a % of					ecu	Lo C	(X	(11)	othe		
					ïz			(A+B+C2) (VIII)					tible s	n of bital			encu		
					Ś	ceipts								sior	·		e	d	(Not Applicable)
					eld (V	Rece				Votin	g Rights	Total as a % of	g conver (X) Nil	ver				d)	
					hel	~			EQUITY		Total	Total Voting	8 🗵	con di				Applicable	
					res	ito						rights	ts)	= 0		Nil		plic	1
					sha	epositor							anding rrants) (a fille				Ap	
					lity								utst: War	uming fu		held	le	Not	
					edr	inderlying							0 50	assu	5	esh	Applicable	-	
	Custodian/DR Holder				dn	er	-	-	-	ïz	-	-	/ing udin	s t	ïz	Shares	bpl	held	-
	Name of DR Holder (if available)	-	-	-	-bie	pun	-	-	-	≻	-	-	fa lo	as a	No.	Ś	ťΑ	es	-
	Employees Benefit Trust [under SEBI				ä	es u				Class			Underlying (includin	8, a	. z	total	Not	har	
	(Share based Employee Benefit)				rtly	share				C			S	din as a		of t	No.	tal S	
	Regulations, 2014		1	2,520	Ра	of st	2,520		2,520		2,520	0.00	Share	hol s		%	z	tot	2,520
(a)	Name (abc)	-	-				-	-	-		-	-	fs	are		As a		oft	-
	Total Non-Promoter-Non Public					Nos.							0.0	Shareholding, a		A		%	
	Shareholding (C)= (C)(1)+(C)(2)	-	1	2,520			2,520	0.00	2,520		2,520	0.00	Ż	otal				As a	2,520
														Ĕ				4	

 Notes:
 PAN would not be displyaed 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. W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available. (3)

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SL	No.	D	etails of t	he significant benefici	al owner	Details	of the registered owne	r	Details o	of holding/ e	xercise of right of	the SBO in t	he reporting	Date of creation/acquisition of
		(1)				(2)				company	y, whether direct	significant beneficial interest		
											(3)		(4)	
									Whether by virtue of:					
		Name	PAN	Passport No. in case	Nationality	Name	PAN/Passport No. in	Nationality	Shares	Voting	Rights on	Exercise of	Exercise of	
				of a foreign national			case of a foreign		%	rights	distributable	control	significant	
							national			%	dividend or any		influence	
											other			
											distribution			
											%			
	1	Christopher Striano	NA		United Stated of America	Marble II Pte Ltd.	NA	Singapore	56.12	-	-	No	No	1 September 2016
			1				1							

Note: Christopher Striano, 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 Marble II Pte. Ltd. on account of falling under the category of 'CEO in case of entity controlled by pooled investment vehicle'.

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Annexure to Table III - Unclaimed Suspense Account

Mphasis Limited

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Details of shares held by Mphasis Limited-Unclaimed Suspense Account Report Date : 31 December 2020

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