



16 January 2025

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,

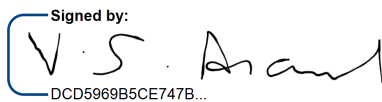
Sub: Submission of Shareholding Pattern for the quarter ended 31 December 2024

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

Signed by:

DCD5969B5CE747B...



Aravind Viswanathan
Chief Financial Officer

Encl.- As above

DS
SP

DS
PRK

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Mphasis Limited
Registered Office:
Bagmane World Technology Centre,
Marathahalli Outer Ring Road, Doddanakundi Village,
Mahadevapura, Bangalore 560 048, India
CIN: L30007KA1992PLC025294

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 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) (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) 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	76,299,642			76,299,642	40.23%	76,299,642			76,299,642						76,299,642
(B)	Public	143,698	113,355,683			113,355,683	59.77%	113,355,683			113,313,431						113,313,431
(C)	Non Promoter - Non Public	1	2,520			2,520	0.00%	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						2,520
	Total	143,700	189,657,845			189,657,845	100.00%	189,657,845			189,615,593						189,615,593

Note: The Trustees of the Employee Trusts 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)	PAN (II)	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	76,299,642	76,299,642		40.23	76,299,642	76,299,642	40.23		76,299,642								
	Sub-Total (A)(2)		1	76,299,642	76,299,642		40.23	76,299,642	76,299,642	40.23		76,299,642								
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		1	76,299,642	76,299,642		40.23	76,299,642	76,299,642	40.23		76,299,642								

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 disclosures 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 and 11 June 2024. 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)	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)			Total Shareholding, as a % assuming full	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 (X)			
							No of Voting Rights		Total as a % of Total Voting rights						Shareholding (No. of Shares) un			
							Equity	No other							Total	Sub-category (i)	Sub-category (ii)	Sub-category (iii)
(1)	Institutions (Domestic)																	
(a)	Mutual Funds		213	41,657,791	41,657,791	21.96	41,657,791	41,657,791	21.96				41,657,791	-	-	-		
	<i>ICICI PRUDENTIAL MUTUAL FUND (including other ICICI Prudential mutual funds consolidated based on PAN)</i>			2,358,232	2,358,232	1.24	2,358,232	2,358,232	1.24				2,358,232	-	-	-		
	<i>HDFC MUTUAL FUND - HDFC MID-CAP OPPORTUNITIES FUND (including other HDFC mutual funds consolidated based on PAN)</i>			6,124,721	6,124,721	3.23	6,124,721	6,124,721	3.23				6,124,721	-	-	-		
	<i>KOTAK EMERGING EQUITY SCHEME (including other Kotak mutual funds consolidated based on PAN)</i>			12,707,722	12,707,722	6.70	12,707,722	12,707,722	6.70				12,707,722	-	-	-		
	<i>MIRAE ASSET EMERGING BLUECHIP FUND (including other Mirae mutual funds consolidated based on PAN)</i>			4,038,870	4,038,870	2.13	4,038,870	4,038,870	2.13				4,038,870	-	-	-		
(b)	Venture Capital Funds		-	-	-	-	-	-	-				-	-	-	-		
(c)	Alternative Investment Funds		6	144,516	144,516	0.08	144,516	144,516	0.08				144,516	-	-	-		
(d)	Banks		5	267,475	267,475	0.14	267,475	267,475	0.14				267,275	-	-	-		
(e)	Insurance Companies		71	22,740,329	22,740,329	11.99	22,740,329	22,740,329	11.99				22,740,329	-	-	-		
	<i>LIFE INSURANCE CORPORATION OF INDIA (including other LIC funds consolidated based on PAN)</i>			12,518,668	12,518,668	6.60	12,518,668	12,518,668	6.60				12,518,668	-	-	-		
	<i>TATA AIA LIFE INSURANCE CO LTD-WHOLE LIFE MID CAP EQUITY FUND (including other TATA funds consolidated based on PAN)</i>			1,973,455	1,973,455	1.04	1,973,455	1,973,455	1.04				1,973,455	-	-	-		
	<i>HDFC LIFE INSURANCE COMPANY LIMITED (including other HDFC funds consolidated based on PAN)</i>			2,405,941	2,405,941	1.27	2,405,941	2,405,941	1.27				2,405,941	-	-	-		
(f)	Provident / Pension Funds		4	76,497	76,497	0.04	76,497	76,497	0.04				76,497	-	-	-		
(g)	Asset Reconstruction Companies		-	-	-	-	-	-	-				-	-	-	-		
(h)	Sovereign Wealth Funds		-	-	-	-	-	-	-				-	-	-	-		
(i)	NBFCs registered with RBI		3	334,773	334,773	0.18	334,773	334,773	0.18				334,773	-	-	-		
(j)	Other Financial Institutions		-	-	-	-	-	-	-				-	-	-	-		
(k)	Any Other (specify)		2	429,709	429,709	0.23	429,709	429,709	0.23				429,709	-	-	-		
	<i>Insurance Funds-Department Of Post India</i>		2	429,709	429,709	0.23	429,709	429,709	0.23				429,709	-	-	-		
	Sub-Total B(1)		304	65,651,090	65,651,090	34.62	65,651,090	65,651,090	34.62				65,650,890	-	-	-		
(2)	Institutions (Foreign)																	
(a)	Foreign Direct Investment		-	-	-	-	-	-	-				-	-	-	-		
(b)	Foreign Venture Capital Investors		-	-	-	-	-	-	-				-	-	-	-		
(c)	Sovereign Wealth Funds		-	-	-	-	-	-	-				-	-	-	-		
(d)	Foreign Portfolio Investors Category I		667	38,043,569	38,043,569	20.06	38,043,569	38,043,569	20.06				38,043,569	-	-	-		
	<i>GOVERNMENT PENSION FUND GLOBAL</i>			3,286,944	3,286,944	1.73	3,286,944	3,286,944	1.73				3,286,944	-	-	-		
	<i>KOTAK FUNDS - INDIA MIDCAP FUND</i>			2,150,000	2,150,000	1.13	2,150,000	2,150,000	1.13				2,150,000	-	-	-		
(e)	Foreign Portfolio Investors Category II		31	1,367,252	1,367,252	0.72	1,367,252	1,367,252	0.72				1,367,252	-	-	-		
(g)	Any Other (specify)		-	-	-	-	-	-	-				-	-	-	-		
	Sub-Total B(2)		698	39,410,821	39,410,821	20.78	39,410,821	39,410,821	20.78				39,410,821	-	-	-		
(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. of Shares Underlying Outstanding convertible securities (including Warrants) (X) - 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

(4)	Non-institutions		
(a)	Associate companies / Subsidiaries	-	-
(b)	Directors and their relatives (excluding independent directors and nominee directors)	2	181,588
(c)	Key Managerial Personnel	2	164
(d)	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	-	-
(e)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	-	-
(f)	Investor Education and Protection Fund (IEPF)	1	78,296
(g)	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	138,191	5,666,210
(h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	19	628,012
(i)	Non Resident Indians (NRIs)	3,832	1,251,694
(j)	Foreign Nationals	17	70,897
(k)	Foreign Companies	-	-
(l)	Bodies Corporate	615	396,550
(m)	Any Other (specify)	17	20,361
	<i>Clearing Member</i>	10	15,039
	<i>Unclaimed suspense account</i>	1	3,000
	<i>Trusts</i>	6	2,322
	Sub-Total (B)(4)	142,696	8,293,772
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)+(B)(4)	143,698	113,355,683

-	-	-
181,588	0.10	181,588
164	-	164
-	-	-
-	-	-
78,296	0.04	78,296
5,666,210	2.99	5,666,210
628,012	0.33	628,012
1,251,694	0.66	1,251,694
70,897	0.04	70,897
-	-	-
396,550	0.21	396,550
20,361	0.01	20,361
15,039	0.01	15,039
3,000	-	3,000
2,322	-	2,322
8,293,772	4.38	8,293,772
113,355,683	59.78	113,355,683

-	-
181,588	0.10
164	-
-	-
-	-
78,296	0.04
5,666,210	2.99
628,012	0.33
1,251,694	0.66
70,897	0.04
-	-
396,550	0.21
20,361	0.01
15,039	0.01
3,000	-
2,322	-
8,293,772	4.38
113,355,683	59.78

-	-
181,588	-
164	-
-	-
-	-
78,296	-
5,626,658	-
628,012	-
1,249,294	-
70,897	-
-	-
396,450	-
20,361	-
15,039	-
3,000	-
2,322	-
8,251,720	-
113,313,431	-

-	-
181,588	-
164	-
-	-
-	-
78,296	-
5,626,658	-
628,012	-
1,249,294	-
70,897	-
-	-
396,450	-
20,361	-
15,039	-
3,000	-
2,322	-
8,251,720	-
113,313,431	-

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.
- (6) Number of shareholders are counted based on the number of Demat accounts in respect of shares held in electronic mode.
- (7) Investor Education and Protection Fund (IEPF) includes transfer of 2,296 shares by the Company to IEPF initiated on 27 September 2024 pursuant to section 124 of the Companies Act, 2013, and credited to IEPF on 1 October 2024 .
- (8) Resident Individuals holding nominal share capital up to Rs. 2 lakhs includes 700 bonus shares earlier held in abeyance, which was allotted on 28 August 2024 and the listing and trading approval for which is under progress.

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					
									EQUITY	Total						
(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)	Name (abc.....)	-	-	-			-	-	-	-	-					-
	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.
- (4) Employee Benefit Trust / Employee Welfare Trust under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 includes 54,107 shares allotted by the Company pursuant to exercise of stock options on 16 September 2024 which is under the process of being credited to the Mphasis Employees Equity Reward Trust.

Mphasis Limited**Report Date : 31 December 2024****Annexure - B****Table VI - Statement showing foreign ownership limits**

Particulars	Approved Limits (%)	Limits Utilized (%)
As on shareholding date	100	61.71
As on the end of previous 1st quarter	100	59.59
As on the end of previous 2nd quarter	100	59.23
As on the end of previous 3rd quarter	100	72.13
As on the end of previous 4th quarter	100	71.24

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.

Annexure to Table III - Unclaimed Suspense Account**Mphasis Limited****Details of shares held by Mphasis Limited-Unclaimed Suspense Account****Report Date : 31 December 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)
	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	United Kingdom	BCP TOPCO IX PTE. LTD	NA	Singapore	40.23%	-	-	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.