

**Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (“TC”)	Mphasis Limited		
Name(s) of the acquirer and Persons Acting in Concert (“PAC”) with the acquirer	<b>Acquirer:</b> Marble II Pte. Ltd.  <b>PAC 1:</b> Marble I Pte. Ltd.  <b>PAC 2:</b> Blackstone Capital Partners (Cayman II) VI L.P.		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited  National Stock Exchange of India Limited		
Details of the <del>acquisition</del> / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the <del>acquisition</del>/ disposal under consideration, holding of :</b>			
a) Shares carrying voting rights	104,799,577	55.99%	55.99%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	0	0%	0%
c) Voting rights (“VR”) otherwise than by shares	0	0%	0%
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	0	0%	0%
e) Total (a+b+c+d)	104,799,577	55.99%	55.99%

<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights <del>acquired</del> /sold	104,799,577	55.99%	55.99%
b) VRs <del>acquired</del> /sold otherwise than by shares	0	0%	0%
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) <del>acquired</del> /sold	0	0%	0%
d) Shares encumbered / invoked / released by the acquirer	0	0%	0%
e) Total (a+b+c+/-d)	104,799,577	55.99%	55.99%
<b>After the <del>acquisition</del>/sale, holding of:</b>			
a) Shares carrying voting rights	0	0%	0%
b) Shares encumbered with the acquirer	0	0%	0%
c) VRs otherwise than by shares	0	0%	0%
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	0	0%	0%
e) Total (a+b+c+d)	0	0%	0%
Mode of <del>acquisition</del> / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Disposal by way of an “off-market” sale.		
Date of <del>acquisition of shares / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</del>	10 August 2021		
Equity share capital / total voting capital of the TC before the said <del>acquisition</del> / sale	187,174,403 equity shares of the TC (as per the shareholding pattern as on 30 June 2021 as publicly disclosed by the TC)		
Equity share capital/ total voting capital of the TC after the said <del>acquisition</del> / sale	187,174,403 equity shares of the TC (as per the shareholding pattern as on 30 June 2021 as publicly disclosed by the TC)		

Total diluted share/voting capital of the TC after the said <del>acquisition</del> <b>sale</b>	187,174,403 equity shares of the TC (as per the shareholding pattern as on 30 June 2021 as publicly disclosed by the TC)
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(\* ) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\* ) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**For and on behalf of Marble II Pte. Ltd.**

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**Authorised Signatory**

Name: Kwang Yew See

Designation: **Director**

Date: 10 August 2021

Place: Singapore

**For and on behalf of Marble I Pte. Ltd.**

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**Authorised Signatory**

Name: Kwang Yew See

Designation: **Director**

Date: 10 August 2021

Place: Singapore

**For and on behalf of Blackstone Capital )  
Partners (Cayman II) VI L.P.**

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**Authorised Signatory**

Name: Christopher Striano

Designation: Authorised Signatory

Date: 10 August 2021

Place: 345 Park Avenue, New York, NY  
10154, United States