

**Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A- Details of the Acquisition**

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> BCP Topco IX Pte. Ltd.  <b>PAC 1:</b> Blackstone Capital Partners Asia NQ L.P.  <b>PAC 2:</b> Blackstone Capital Partners (CYM) VIII AIV – F 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 acquisition 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 acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	65	0.00%	0.00%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	0	0%	0%
c) Voting rights (“VR”) otherwise than by equity 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)	65	0.00%	0.00%

<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	104,799,577	55.99%	55.99%
b) VRs acquired otherwise than by equity shares	0	0%	0%
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired	0	0%	0%
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	0	0%	0%
e) Total (a+b+c+/-d)	104,799,577	55.99%	55.99%
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	104,799,642	55.99%	55.99%
b) VRs otherwise than by equity 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) after acquisition	0	0%	0%
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	0	0%	0%
e) Total (a+b+c+d)	104,799,642	55.99%	55.99%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Acquisition by way of an “off-market” purchase.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares carrying voting rights		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	10 August 2021		

Equity share capital / total voting capital of the TC before the said acquisition	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 acquisition	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 acquisition	187,174,403 equity shares of the TC (as per the shareholding pattern as on 30 June 2021 as publicly disclosed by the TC)

**Note:**

(\*) 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

**For and on behalf of BCP Topco IX Pte. Ltd.** )

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**Authorised Signatory**

Name: William Nicholson

Designation: **Director**

Date: 10 August 2021

Place: Singapore

**For and on behalf of Blackstone Capital  
Partners Asia NQ 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

For and on behalf of Blackstone Capital )  
Partners (CYM) VIII AIV – F L.P.

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**Authorised Signatory**

Name: Christopher Striano

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United States