

Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (“TC”)						Mphasis Limited							
Names of the Stock Exchanges where the shares of the target company are listed						BSE Limited National Stock Exchange of India							
Date of reporting						06 September 2016							
Name of the promoter or PAC on whose shares encumbrance has been created/ released / invoked						Marble II Pte. Ltd. (the promoter of the TC) is the wholly owned subsidiary of Marble I Pte. Ltd. Marble I Pte. Ltd. has created pledge on its entire shareholding in Marble II Pte. Ltd. in favour of DB International Trust (Singapore) Limited on 30 August 2016. A non-disposal undertaking entered into by Marble II Pte. Ltd. came into effect with respect to 127,106,266 shares of TC held by it on 1 September 2016.							
Details of the creation/invocation/release of encumbrance:													
Name of the promoter(s) or PACs with him (**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)						Post event holding of encumbered shares [creation {(2)+(3)}/ release {(2)-(3)}/ invocation {(2)-(3)}]	
	No. of shares	% of total share capital	% w.r.t diluted share capital (*)	No. of shares	% of total share capital	Type of event (creation/ release/ invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	No. of shares	% of total share capital	Name of the entity in whose favour shares encumbered	No. of shares	% of total share capital
Marble II Pte. Ltd.	127,108,444	60.4714%		2,178	0.0010%	Creation	1 September 2016	Non disposal undertaking	127,106,266	60.4704%	DB International Trust (Singapore) Limited	127,108,444	60.4714%

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Signature of the Authorised Signatory:



Place: Singapore

Date: 06 September 2016

(**) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share 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.