

7 April 2016

The Manager-Listing
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI-400 001

Dear Sir/Madam,

Reg: Disclosure in terms of Regulations 30 of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011.

In terms of Regulations 30 of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011, we enclose herewith the disclosures as received from the promoter shareholders, EDS Asia Pacific Holdings, EDS World Corporation (Far East) LLC and EDS World Corporation (Netherlands) LLC .

This is for your information and records

Thanking You

Yours faithfully
For **Mphasis Limited**



A Sivaram Nair
Executive Vice President, Company Secretary,
General Counsel & Ethics Officer

Encl: a/a 

EDS Asia Pacific Holdings
IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius
Tel: 467 3000 Fax: 467 4000

6th April 2016

The Listing Manager
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Dear Sir,

Disclosure under Regulations 30 of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011.

Please find enclosed the disclosure of shareholding as at 31 March 2016, as required to be made under Regulations 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 .

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for **EDS ASIA PACIFIC HOLDINGS**



Name : David Gill
Designation : Director

CC: Mr. A Sivaram Nair
EVP, Company Secretary,
General Counsel & Ethics Officer
Mphasis Limited
Bagmane World Technology Center
Marathalli Outer Ring Road
Doddannakhundi Village
Mahadevapura
Bangalore – 560 048, India

EDS Asia Pacific Holdings
 IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius
 Tel: 467 3000 Fax: 467 4000

DISCLOSURE UNDER REGULATIONS 30(1) AND 30(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

| | | | | |
|---|---|--|---|---|
| 1 | NAME OF THE TARGET COMPANY (TC) | MPHISIS LIMITED | | |
| 2 | NAME(S) OF THE STOCK EXCHANGE(S) WHERE THE SHARES OF THE TC ARE LISTED | 1. THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED 2. BOMBAY STOCK EXCHANGE LIMITED | | |
| 3 | PARTICULARS OF THE SHAREHOLDER(S): a. Name(s) of promoter(s), member of the promoter group and PAC with him. | 1. EDS ASIA PACIFIC HOLDINGS, acting in concert with: 2. EDS WORLD CORPORATION (FAR EAST) LLC, and 3. EDS WORLD CORPORATION (NETHERLANDS) LLC <small>(The ultimate parent Company of EDS Asia Pacific Holdings and person acting in concert is Hewlett Packard Enterprise Co. For the sake of abundant caution, the shareholders acting in concert with EDS Asia Pacific Holdings have also been mentioned above.)</small> | | |
| 4 | PARTICULARS OF THE SHAREHOLDING OF PERSON(S) MENTIONED AT (3) ABOVE 1. EDS ASIA PACIFIC HOLDINGS, acting in concert with: 2. EDS WORLD CORPORATION (FAR EAST) LLC, and 3. EDS WORLD CORPORATION (NETHERLANDS) LLC | NUMBER OF SHARES | % W.R.T TOTAL SHARE/VOTING CAPITAL WHEREVER APPLICABLE | % OF TOTAL DILUTED SHARE/VOTING CAPITAL OF TC(*) |
| | | 1. 83,002,201 2. 44,104,064 3. 1 (one share) | 1. 39.49% 2. 20.98% 3. 0.00% | 1. 39.49% 2. 20.98% 3. 0.00% |
| | AS OF MARCH 31 ST OF THE YEAR, HOLDING OF: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC. | a) Shares: EDS ASIA PACIFIC HOLDINGS: 83,002,201 shares EDS WORLD CORPORATION (FAR EAST) LLC: 44,104,064 shares EDS WORLD CORPORATION (NETHERLANDS) LLC: 1 share b) Not Applicable c) Not Applicable d) Not Applicable e) Not Applicable | | |
| | TOTAL | 127,106,266 | 60.47% | 60.47% |

(*) 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 EDS ASIA PACIFIC HOLDINGS

Place: New South Wales, Australia

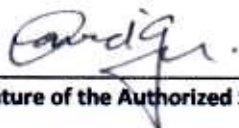
Date: 6th April 2016

DISCLOSURE UNDER REGULATIONS 30(1) AND 30(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART B

NAME OF THE TARGET COMPANY: MPHASIS LIMITED

| Name(s) of the person and Persons Acting in Concert (PAC) with the person | Whether the person belongs to Promoter/ Promoter group | PAN of the person and PACs |
|--|---|-----------------------------------|
| 1. EDS ASIA PACIFIC HOLDINGS, acting in concert with: | 1. PROMOTER GROUP | 1. AABCE9610L |
| 2. EDS WORLD CORPORATION (FAR EAST) LLC, and | 2. PROMOTER GROUP | 2. AABCE7979E |
| 3. EDS WORLD CORPORATION (NETHERLANDS) LLC | 3. PROMOTER GROUP | 3. AABCE7978F |
| <small>(The ultimate parent Company of EDS Asia Pacific Holdings and person acting in concert is Hewlett Packard Enterprise Co. For the sake of abundant caution, the shareholders acting in concert with EDS Asia Pacific Holdings have also been mentioned above.)</small> | | |



Signature of the Authorized Signatory

Place: New South Wales, Australia

Date: 6th April 2016

EDS World Corporation (Far East) LLC
5400 Legacy Drive
Plano, Texas 75024
972-604-6000

6 April 2016

The Listing Manager
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Dear Sir,

Disclosure under Regulations 30 of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011.


Please find enclosed the disclosure of shareholding as at 31 March 2016, as required to be made under Regulations 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 .

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for **EDS WORLD CORPORATION (FAR EAST) LLC**

Please sign here.


Name : Rishi Varma
Designation : Manager, President and Secretary

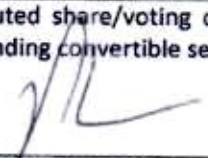
CC: Mr. A Sivaram Nair
EVP, Company Secretary,
General Counsel & Ethics Officer
Mphasis Limited
Bagmane World Technology Center
Marathalli Outer Ring Road
Doddannakhundi Village
Mahadevapura
Bangalore – 560 048, India

EDS World Corporation (Far East) LLC
 5400 Legacy Drive
 Plano, Texas 75024
 972-604-6000

DISCLOSURE UNDER REGULATIONS 30(1) AND 30(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES TAKEOVERS) REGULATIONS, 2011

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| 3 | PARTICULARS OF THE SHAREHOLDER(S): a. Name(s) of promoter(s), member of the promoter group and PAC with him. | 1. EDS WORLD CORPORATION (FAR EAST) LLC, concert with: 2. EDS WORLD CORPORATION (NETHERLANDS) 3. EDS ASIA PACIFIC HOLDINGS (The ultimate parent Company of EDS World Corporation (person acting in concert is Hewlett Packard Enterprise Co abundant caution, the shareholders acting in concert with EDS (Far East) LLC have also been mentioned above.) | | |
| 4 | PARTICULARS OF THE SHAREHOLDING OF PERSON(S) MENTIONED AT (3) ABOVE 1. EDS WORLD CORPORATION (FAR EAST) LLC, acting in concert with: 2. EDS WORLD CORPORATION (NETHERLANDS) LLC, and 3. EDS ASIA PACIFIC HOLDINGS | NUMBER OF SHARES | % W.R.T TOTAL SHARE/VOTING CAPITAL WHEREVER APPLICABLE | % OF DILUTED SHARE CAPITAL |
| | | 1. 44,104,064 2. 1 (ONE SHARE) 3. 83,002,201 | 1. 20.99% 2. 0.00% 3. 39.49% | 1. 20.99% 2. 0.00% 3. 39.49% |
| | AS OF MARCH 31 ST OF THE YEAR, HOLDING OF: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC. | a) Shares: EDS WORLD CORPORATION (FAR EAST) LLC: 44, shares EDS WORLD CORPORATION (NETHERLANDS) LLC EDS ASIA PACIFIC HOLDINGS: 83,002,201 shares b) Not Applicable c) Not Applicable d) Not Applicable e) Not Applicable | | |
| | TOTAL | 127,106,266 | 60.48% | 60.48% |

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


 For EDS WORLD CORPORATION (FAR EAST) LLC
 Place: Houston, Texas
 Date: April 6, 2016

EDS World Corporation (Netherlands) LLC
5400 Legacy Drive
Plano, Texas 75024
972-604-6000

6 April 2016

The Listing Manager
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Dear Sir,

Disclosure under Regulations 30 of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011.

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Thanking you,

Yours faithfully,
for **EDS WORLD CORPORATION (NETHERLANDS) LLC**

Please sign here.



Name : Rishi Varma
Designation : Manager, President and Secretary

CC: Mr. A Sivaram Nair
EVP, Company Secretary,
General Counsel & Ethics Officer
Mphasis Limited
Bagmane World Technology Center
Marathalli Outer Ring Road
Doddannakhundi Village
Mahadevapura
Bangalore – 560 048, India

EDS World Corporation (Netherlands) LLC
 5400 Legacy Drive
 Plano, Texas 75024
 972-604-6000

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| | AS OF MARCH 31 ST OF THE YEAR, HOLDING OF: | | | |
| | a) Shares b) Voting Rights (otherwise than by shares) c) Warrants d) Convertible Securities Any other instrument that would entitle the holder to receive shares in the TC. | a) Shares: EDS WORLD CORPORATION (NETHERLANDS) LLC: 1 share EDS ASIA PACIFIC HOLDINGS: 83,002,201 shares EDS WORLD CORPORATION (FAR EAST) LLC: 44,104,064 shares b) Not Applicable c) Not Applicable d) Not Applicable e) Not Applicable | | |
| | TOTAL | 127,106,266 | 60.48% | 60.48% |

(*) 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 EDS WORLD CORPORATION (NETHERLANDS) LLC
 Place: Houston, Texas
 Date: April 6, 2016

DISCLOSURE UNDER REGULATIONS 30(1) AND 30(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART B

NAME OF THE TARGET COMPANY: MPHASIS LIMITED

| Name(s) of the person and Persons Acting in Concert (PAC) with the person | Whether the person belongs to Promoter/ Promoter group | PAN of the person and PACs |
|--|--|--|
| <p>1. EDS WORLD CORPORATION (NETHERLANDS) LLC, acting in concert with:</p> <p>2. EDS ASIA PACIFIC HOLDINGS , and</p> <p>3. EDS WORLD CORPORATION (FAR EAST) LLC</p> <p>(The ultimate parent Company of EDS World Corporation (Netherlands) LLC and person acting in concert is Hewlett Packard Enterprise Co. For the sake of abundant caution, the shareholders acting in concert with EDS World Corporation (Netherlands) LLC have also been mentioned above.)</p> | <p>1. PROMOTER GROUP</p> <p>2. PROMOTER GROUP</p> <p>3. PROMOTER GROUP</p> | <p>1. AABCE7978F</p> <p>2. AABCE9610L</p> <p>3. AABCE7979E</p> |



Signature of the Authorized Signatory

Place: Houston, Texas

Date: April 6, 2016