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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)\***

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**WNS (Holdings) Ltd.**  
(Name of Issuer)

**Common Shares**  
(Title of Class of Securities)

**92932M101**  
(CUSIP Number)

**July 8, 2022**  
(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1.	Names of Reporting Persons <b>Macquarie Group Limited</b>	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Citizenship or Place of Organization Sydney, New South Wales Australia	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 58,553 deemed beneficially owned due to reporting person's ownership of Macquarie Bank Limited. Company whose individual holdings are shown on the following forms.	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 0.12%	
12.	Type of Reporting Person (See Instructions) HC	

1.	Names of Reporting Persons <b>Macquarie Bank Limited</b>	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only <input type="checkbox"/>	
4.	Citizenship or Place of Organization Sydney, New South Wales, Australia	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 58,553
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 58,553
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 58,553	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 0.12%	
12.	Type of Reporting Person (See Instructions) CO	

1.	Names of Reporting Persons <b>Macquarie Management Holdings Inc</b>	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Citizenship or Place of Organization State of Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 0 deemed beneficially owned due to reporting person's ownership of Macquarie Management Holdings Inc	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 0	
12.	Type of Reporting Person (See Instructions) HC	

1.	Names of Reporting Persons <b>Macquarie Investment Management Business Trust</b>	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Citizenship or Place of Organization State of Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 0	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 0	
12.	Type of Reporting Person (See Instructions) IA	

1.	Names of Reporting Persons <b>Ivy Investment Management Company</b>	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Citizenship or Place of Organization State of Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 0	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 0.00%	
12.	Type of Reporting Person (See Instructions) IA	

**Item 1.**

- (a) Name of Issuer  
WNS (Holdings) Ltd
- (b) Address of Issuer's Principal Executive Offices  
Gate 4, Godrej & Boyce Complex, Pirojshanagar, Vikhroli (W), Mumbai 400 079, India

**Item 2.**

- (a) Name of Person Filing  
This Schedule 13G is jointly filed by Macquarie Group Limited, Macquarie Bank Limited, Macquarie Management Holdings Inc, Macquarie Investment Management Business Trust, and Ivy Investment Management Company
- (b) Address of Principal Business Office or, if none, Residence  
The principal business address of Macquarie Group Limited and Macquarie Bank Limited is 50 Martin Place Sydney, New South Wales, Australia. The principal business address of Macquarie Management Holdings Inc. and Macquarie Investment Management Business Trust is 2005 Market Street, Philadelphia, PA 19103. The principal business address of Ivy Investment Management Company is 6301 Glenwood St Overland Park, KS 66202
- (c) Citizenship  
Macquarie Group Limited, Macquarie Bank Limited—Sydney, New South Wales, Australia Corporation Macquarie Management Holdings Inc., Macquarie Investment Management Business Trust and Ivy Investment Management Company— incorporated or formed under the laws of the State of Delaware.
- (d) Title of Class of Securities  
Common Stock
- (e) CUSIP Number  
92932M101

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:  
See responses on the cover page hereto.
- (b) Percent of class:  
See responses on the cover page hereto.
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote  
See responses on the cover page hereto.
  - (ii) Shared power to vote or to direct the vote  
0
  - (iii) Sole power to dispose or to direct the disposition of  
See responses on the cover page hereto.
  - (iv) Shared power to dispose or to direct the disposition of  
0

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

See Exhibit A.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.



**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**Signature**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Macquarie Group Limited

July 8, 2022

Date

/s/ Gus Wong

/s/ Charles Glorioso

Signature

Signature

Gus Wong  
Associate Director

Charles Glorioso  
Division Director

Macquarie Bank Limited

July 8, 2022

Date

/s/ Gus Wong

/s/ Charles Glorioso

Signature

Signature

Gus Wong  
Associate Director

Charles Glorioso  
Division Director

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Macquarie Management Holdings, Inc.

July 8, 2022

Date

/s/ Brian L. Murray

Signature

Brian L. Murray  
Chief Compliance Officer

Macquarie Investment Management Business Trust

July 8, 2022

Date

/s/ Brian L. Murray

Signature

Brian L. Murray  
Chief Compliance Officer

## EXHIBIT A

### AGREEMENT TO FILE JOINT ACQUISITION STATEMENTS

AGREEMENT made this 2<sup>nd</sup> day of FEBRUARY, 2021 by and between Delaware Funds® by Macquarie listed on Annex A hereto, Macquarie Investment Management Business Trust, Macquarie Management Holdings, Inc, and the Macquarie Parties listed on Annex B hereto (collectively referred to as the “parties”).

WHEREAS, the parties hereto may be deemed to be the direct or indirect beneficial owners of the same equity securities for the purpose of the reporting requirements of Section 13(d) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and

WHEREAS, the regulations promulgated under Section 13(d) of the Exchange Act permit the joining of such beneficial owners in the filing of a single Joint Acquisition Statement reporting such ownership to the Securities and Exchange Commission.

NOW, THEREFORE, in consideration of the mutual covenants herein contained, and each of the parties hereto intending to be legally bound, it is agreed as follows:

1. In the event that any two or more parties shall be deemed to be the direct or indirect beneficial owners of the same equity security required to be reported to the Securities and Exchange Commission such parties may join together in the filing of a Joint Acquisition Statement with respect to that security. Additional persons who may after the date hereof be deemed to be the direct or indirect beneficial owners of the same equity security as a party hereto and required to be reported to the Securities and Exchange Commission (a “New Party”) may be added as a party this agreement by signing a counterpart hereof. An amendment to this agreement is deemed effective upon the signature of such new party and the amendment of the applicable Annex which may be affixed to this agreement as amended. Each party hereto agrees that this agreement, as it may be amended from time to time as provided herein, is a valid and binding agreement of each such party.
2. With respect to each Joint Acquisition Statement in which a party joins, each party acknowledges that (a) it will be eligible under applicable regulations of the Securities and Exchange Commission to join in the filing and (b) it will be responsible for the timely filing of such statement and any amendments thereto and the completeness and accuracy of the information concerning such party; but each such party shall not be responsible for the completeness and accuracy of the information concerning the other parties making the filing, unless such party knows or has reason to believe that such information with respect to such other parties is inaccurate.
3. The parties consent to the inclusion of a copy of this agreement as an exhibit to any Joint Acquisition Statement filed on behalf of any of them.

IN WITNESS WHEREOF, the parties hereto have executed this agreement by their duly authorized officers as of the date set forth above.

DELAWARE FUNDS® BY MACQUARIE (listed on Annex A hereto)

ATTEST BY:

\_\_\_\_\_  
/s/ Brian L. Murray  
Signature

\_\_\_\_\_  
/s/ David Connor  
Signature

\_\_\_\_\_  
Brian L. Murray  
Chief Compliance Officer

\_\_\_\_\_  
David Connor  
General Counsel

MACQUARIE INVESTMENT MANAGEMENT BUSINESS TRUST

\_\_\_\_\_  
/s/ Brian L. Murray  
Signature

\_\_\_\_\_  
/s/ David Connor  
Signature

\_\_\_\_\_  
Brian L. Murray  
Chief Compliance Officer

\_\_\_\_\_  
David Connor  
General Counsel

MACQUARIE MANAGEMENT HOLDINGS, INC.

\_\_\_\_\_  
/s/ Brian L. Murray  
Signature

\_\_\_\_\_  
/s/ David Connor  
Signature

\_\_\_\_\_  
Brian L. Murray  
Chief Compliance Officer

\_\_\_\_\_  
David Connor  
General Counsel

THE MACQUARIE PARTIES (LISTED ON ANNEX B HERETO)

ATTEST BY:

\_\_\_\_\_  
/s/ Gus Wong  
Signature

\_\_\_\_\_  
/s/ Charles Glorioso  
Signature

\_\_\_\_\_  
Gus Wong  
Associate Director

\_\_\_\_\_  
Charles Glorioso  
Division Director

DELAWARE GROUP EQUITY FUNDS I  
DELAWARE GROUP EQUITY FUNDS II  
DELAWARE GROUP EQUITY FUNDS IV  
DELAWARE GROUP EQUITY FUNDS V  
DELAWARE GROUP INCOME FUNDS  
DELAWARE GROUP LIMITED-TERM GOVERNMENT FUNDS  
DELAWARE GROUP CASH RESERVE  
DELAWARE GROUP GOVERNMENT FUND  
DELAWARE GROUP STATE TAX-FREE INCOME TRUST  
DELAWARE GROUP TAX-FREE FUND  
DELAWARE GROUP GLOBAL & INTERNATIONAL FUNDS  
DELAWARE GROUP ADVISER FUNDS  
DELAWARE VIP TRUST  
DELAWARE POOLED TRUST  
DELAWARE GROUP FOUNDATION FUNDS  
DELAWARE INVESTMENTS DIVIDEND AND INCOME FUND, INC.  
DELAWARE ENHANCED GLOBAL DIVIDEND AND INCOME FUND  
INVESTED PORTFOLIOS  
IVY HIGH INCOME OPPORTUNITIES FUND  
IVY FUNDS  
IVY VARIABLE INSURANCE PORTFOLIOS<sup>SM</sup>  
VOYAGEUR INSURED FUNDS  
VOYAGEUR INTERMEDIATE TAX FREE FUNDS  
VOYAGEUR MUTUAL FUNDS  
VOYAGEUR MUTUAL FUNDS II  
VOYAGEUR MUTUAL FUNDS III  
VOYAGEUR TAX FREE FUNDS  
DELAWARE INVESTMENTS COLORADO MUNICIPAL INCOME FUND, INC.  
DELAWARE INVESTMENTS NATIONAL MUNICIPAL INCOME FUND  
DELAWARE INVESTMENTS MINNESOTA MUNICIPAL INCOME FUND II, INC.

Macquarie Group Limited  
Macquarie Bank Limited  
Macquarie Affiliated Managers (USA) Inc.  
Macquarie Affiliated Managers Holdings (USA) Inc.  
Macquarie Americas Holdings Pty Ltd.  
Macquarie B.H. Pty Limited  
Macquarie FG Holdings Inc.  
Macquarie Funding Holdings LLC  
Macquarie Investment Management Europe Limited

**EXHIBIT B**

Powers of Attorney for Macquarie Group Limited and Macquarie Bank Limited incorporated by reference to 13G filings made by Macquarie Group Limited and Macquarie Bank Limited on May 25, 2021.