

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Infosys Limited
2. Quarter ending - 31-Mar-2019

I. Composition of Board of Directors								
Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure (months)	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Nandan Nilekani	00041245	C & NED	24-Aug-2017	-	19	1	0	0
Salil Parekh	01876159	ED	02-Jan-2018	-	15	1	0	0
U.B. Pravin Rao	06782450	ED	18-Aug-2017	-	19	1	0	0
Kiran Mazumdar-Shaw*	00347229	ID	10-Jan-2014	-	60	5	0	0
Roopa Kudva	00001766	ID	04-Feb-2015	-	50	2	1	1
Michael Nelson Gibbs	08177291	ID	13-Jul-2018	-	9	1	0	0
Dr. Punita Kumar-Sinha	05229262	ID	14-Jan-2016	-	39	6	3	1
D.N. Prahlad	00504146	ID	14-Oct-2016	-	30	1	1	0
D. Sundaram	00016304	ID	14-Jul-2017	-	21	5	2	4
* Reappointed effective April 1, 2019 for a second term as Independent Director till March 22, 2023								

II. Composition of Committees

Audit Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	D. Sundaram	ID	Chairperson	14-07-2017
2	Roopa Kudva	ID	Member	24-04-2015
3	Dr. Punita Kumar-Sinha	ID	Member	14-07-2017

Stakeholders Relationship Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Roopa Kudva	ID	Chairperson	21-05-2018
2	D.N. Prahlad	ID	Member	21-05-2018
3	Dr. Punita Kumar-Sinha	ID	Member	14-07-2017

Risk and Strategy Committee (Name changed to Risk Management Committee effective April 1, 2019)				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	D.N. Prahlad	ID	Chairperson	09-03-2017
2	Kiran Mazumdar-Shaw	ID	Member	01-04-2014
3	D. Sundaram	ID	Member	14-07-2017
4	Michael Nelson Gibbs	ID	Member	13-07-2018

Nomination and Remuneration Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Kiran Mazumdar-Shaw	ID	Chairperson	01-04-2014
2	D.N. Prahlad	ID	Member	13-01-2017
3	D. Sundaram	ID	Member	14-07-2017

CSR Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Kiran Mazumdar-Shaw	ID	Chairperson	15-04-2014
2	U.B. Pravin Rao	ED	Member	26-08-2017
3	Roopa Kudva	ID	Member	26-08-2017
4	Dr. Punita Kumar Sinha	ID	Member	24-10-2017

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two meetings</i>
16-Oct-2018	11-Jan-2019	75 Days
15-Nov-2018	28-Mar-2019	
14-Dec-2018		
20-Dec-2018		

IV. Meeting of Committees				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (YES) (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two meetings</i>
				86 days
Audit Committee	10-Jan-19	3	15-Oct-2018	
Audit Committee	08-Mar-19	3	15-Nov-2018	
Audit Committee	-	-	14-Dec-2018	
Audit Committee	-	-	20-Dec-2018	
Stakeholders Relationship Committee	10-Jan-19	3	15-Oct-2018	
Risk Management Committee	10-Jan-19	4	08-Oct-2018	
Risk Management Committee	-		15-Oct-2018	
Nomination & Remuneration Committee	10-Jan-19	3	15-Oct-2018	
Nomination & Remuneration Committee	-		15-Nov-2018	
Nomination & Remuneration Committee	-		20-Dec-2018	
CSR Committee	10-Jan-19	4	15-Oct-2018	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
 - a. The report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

This report was placed before the Board of Directors in their meeting held on April 12, 2019

Name : A G S Manikantha
Designation : Company Secretary

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

1. **Name of Listed Entity:** Infosys Limited
2. **Financial year ending:** March 31, 2019

I. Disclosure on website in terms of Listing Regulations	
Item	Compliance status (Yes/No/NA) refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their Associates	NA
New name and the old name of the listed entity	NA

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of Risk management</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes*
<i>Other Corporate Governance requirements</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes

<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to obligations of directors and senior management</i>	26(2) & 26(5)	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

*The Company does not have unlisted material subsidiary.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Yes

Sd/-

Name : A G S Manikantha
Designation : Company Secretary