

Board meetings

Scheduling and selection of agenda items for Board meetings

The dates of Board meetings for the next fiscal are decided in advance and published in the Annual Report as part of *Shareholder information*. The non-executive chairman of the Board and the Company Secretary draft the agenda for each meeting, along with explanatory notes, in consultation with the CEO and MD, and distribute these in advance to the directors. Every Board member can suggest the inclusion of additional items in the agenda. The Board meets at least once a quarter to review the quarterly results and other items on the agenda, and also on the occasion of the AGM. Additional meetings are held when necessary. Independent directors are expected to attend at least four Board meetings in a year. However, with the Board being represented by independent directors from various parts of the world, it may not be possible for each one of them to be physically present at all the meetings. Hence, we use video / teleconferencing facilities to enable their participation. Committees of the Board usually meet the day before the formal Board meeting, or whenever the need arises for transacting business. Eight Board meetings were held during the year ended March 31, 2016. These were held on April 24, 2015, June 5, 2015, June 22, 2015, July 21, 2015, October 12, 2015, October 19, 2015, January 14, 2016 and February 24, 2016.

Attendance of directors during fiscal 2016

Name of the director	Attendance at the last AGM held on June 22, 2015	No. of Board meetings held, and attended, during tenure								% of attendance	% of attendance including audio conference	
		1	2	3	4	5	6	7	8			
R. Seshasayee											75	88
Dr. Vishal Sikka											75	75
U. B. Pravin Rao											100	100
Carol M. Browner ⁽²⁾											33	67
Prof. Jeffrey S. Lehman											88	100
Prof. John W. Etchemendy											50	63
K. V. Kamath ⁽¹⁾	NA										100	100
Kiran Mazumdar-Shaw											75	75
Dr. Punita Kumar-Sinha ⁽²⁾	NA										50	50
Ravi Venkatesan											100	100
Roopa Kudva											88	100

Attended in person or through video conference Absent Attended through audio conference (not counted for quorum)

⁽¹⁾ For the period April 1, 2015 to June 5, 2015

⁽²⁾ For the period April 1, 2015 to November 23, 2015

⁽³⁾ For the period January 14, 2016 to March 31, 2016