

TO ALL STOCK EXCHANGES

**BSE LIMITED
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
NEW YORK STOCK EXCHANGE**

June 22, 2019

Dear Sir/Madam,

Sub: 38th Annual General Meeting ('AGM') and voting results.

In continuation to our letter dated May 18, 2019, the 38th AGM of the Company was held today and the business mentioned in the Notice dated May 15, 2019 was transacted and passed with requisite majority.

In this regard, please find enclosed the following-

1. Proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and the Chairman's speech as read out during the AGM as Annexure – I
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – II.
3. Report of the Scrutinizer dated June 22, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as Annexure – III.
4. Copy of the Annual Report for the financial year 2018-19 is enclosed as Annexure – IV.
5. Business responsibility report as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations forms part of the annual report enclosed herewith as Annexure – IV.
6. Copy of the sustainability report of the Company is available for download from the website of the company under following link:

<https://www.infosys.com/sustainability/Documents/infosys-sustainability-report-2018-19.pdf>

This is for your information and records.

The Company facilitated live webcast of proceedings of the meeting. The archive of webcast of the 38th Annual General Meeting ('AGM') will be made available on the company's website:
<https://www.infosys.com/investors/news-events/annual-general-meeting/2019/pages/index.aspx>

Thanking You

Yours Sincerely,
For **Infosys Limited**



A.G.S. Manikantha
Company Secretary

Summary of proceedings of the 38th Annual General Meeting of Infosys Limited:

The 38th Annual General Meeting (AGM) of the Members of Infosys Limited ('the Company') was held on Saturday, June 22, 2019 at 3.00 P.M (IST) at the Christ University Auditorium, Hosur Road, Bengaluru 560029 and a live webcast of the proceedings was made available on the Company's website.

DIRECTORS IN ATTENDANCE
Nandan M. Nilekani <i>Non-Executive, Non-Independent Chairman</i>
Salil Parekh <i>Chief Executive Officer and Managing Director</i>
U.B. Pravin Rao <i>Chief Operating Officer and Whole-time Director</i>
Kiran Mazumdar-Shaw <i>Lead Independent Director and Chairperson of Nomination and Remuneration Committee</i>
D. Sundaram <i>Independent Director and Chairperson- Audit Committee</i>
Dr. Punita Kumar-Sinha <i>Independent Director</i>
Roopa Kudva <i>Independent Director and Chairperson- Stakeholders Relationship Committee</i>
D.N. Prahlad <i>Independent Director and Chairperson- Risk Management Committee</i>
Michael Gibbs <i>Independent Director</i>
Nilanjan Roy <i>Chief Financial Officer</i>
Inderpreet Sawhney <i>Group General Counsel and Chief Compliance Officer</i>

A.G.S. Manikantha <i>Company Secretary</i>
OTHER REPRESENTATIVES
Statutory Auditors <i>M/s. Deloitte Haskins & Sells LLP, Chartered Accountants</i>
Internal Auditors <i>M/s Ernst & Young LLP</i>
Secretarial Auditor/Scrutinizer <i>Parameshwar G. Hegde</i>
QUORUM OF THE MEETING
Members in person 1,144 representing 4,93,61,965 shares
Members by proxy 19 (22 folios) representing 5,96,86,295 shares

The meeting commenced at 3:00 PM (IST) and concluded at around 5:45 PM (IST).

Nandan M. Nilekani chaired the meeting. He requested his colleagues on the dais to introduce themselves. The requisite quorum being present, the Chairman called the meeting to order. All the directors of the Company attended the meeting. The Chairman delivered his speech followed by presentation by Salil Parekh, CEO and Managing Director. The Chairman informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting by way of “InstaPoll”, an electronic voting system. It was further informed that there would be no voting by show of hands. A.G.S. Manikantha, Company Secretary, provided the summary of the statutory auditors’ report and secretarial audit report for the financial year 2018-19.

The following items of business, as per the Notice of AGM dated May 15, 2019, were transacted at the meeting and passed with requisite majority.

No.	Resolutions	Type of resolution
Ordinary Business		
1	Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors (‘the Board’) and Auditors thereon.	Ordinary
2	Declaration of dividend	Ordinary

3	Appointment of Nandan M. Nilekani as a director liable to retire by rotation	Ordinary
Special Business		
4	Approval of the Infosys Expanded Stock Ownership Program – 2019 (“the 2019 Plan”) and grant of stock incentives to the eligible employees of the Company under the 2019 Plan	Special
5	Approval of the Infosys Expanded Stock Ownership Program – 2019 (“the 2019 Plan”) and grant of stock incentives to the eligible employees of the Company’s subsidiaries under the 2019 Plan	Special
6	Approval for secondary acquisition of shares of the Company by the Infosys Expanded Stock Ownership Trust for the implementation of the Infosys Expanded Stock Ownership Program – 2019 (“the 2019 Plan”)	Special
7	Approval of grant of Stock Incentives to Salil Parekh, Chief Executive Officer and Managing Director (CEO & MD), under the Infosys Expanded Stock Ownership Program – 2019 (“the 2019 Plan”)	Ordinary
8	Approval for changing the terms of the appointment of Salil Parekh, Chief Executive Officer and Managing Director (CEO & MD)	Ordinary
9	Approval of grant of Stock Incentives to U.B. Pravin Rao, Chief Operating Officer (COO) and Whole-time Director, under the Infosys Expanded Stock Ownership Program – 2019 (“the 2019 Plan”)	Ordinary

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed Parameshwar G. Hegde as the Scrutinizer to supervise the e-voting and InstaPoll process. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

The details of the voting results (remote e-voting and InstaPoll) on all the resolutions as set out in the Notice of AGM is available in Annexure I.

This is for your information and records.
Thanking you,

Yours sincerely,
For Infosys Limited



A.G.S Manikantha
Company Secretary