

May 29, 2026

Dear Member,

You are cordially invited to attend the 45th Annual General Meeting (AGM) of the members of Infosys Limited (“the Company”) to be held on Tuesday, June 23, 2026 at 4:00 p.m. IST through video conference and other audio-visual means (“VC”).

The Notice of the meeting, containing the business to be transacted, is enclosed herewith. As per Section 108 of the Companies Act, 2013 (“the Act”), read with the related rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the LODR Regulations”), the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice.

Very truly yours,

Sd/-

Nandan M. Nilekani

Chairman

Enclosures:

- 1. Notice of the 45th Annual General Meeting*
- 2. Instructions for participation through VC*
- 3. Instructions for e-voting*

Note: Attendees who require technical assistance to access and participate in the meeting through VC are requested to contact either of these helpline numbers:
+91 80 4156 5555 / +91 80 4156 5777

INFOSYS LIMITED
CIN: L85110KA1981PLC013115
Electronics City, Hosur Road
Bengaluru 560 100, India
Tel: +91 80 2852 0261
Fax: +91 80 2852 0362

investors@infosys.com
www.infosys.com

Notice of the 45th Annual General Meeting

Notice is hereby given that the 45th Annual General Meeting (AGM) of the members of Infosys Limited ("the Company") will be held on Tuesday, June 23, 2026, at 4:00 p.m. IST through video conference / other audio-visual means ("VC") to transact the following business:

Ordinary business

Item no. 1 – Adoption of financial statements

To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors ("the Board") and auditors thereon.

Item no. 2 – Declaration of dividend

To declare a final dividend of ₹25/- per equity share for the financial year ended March 31, 2026.

Item no. 3 – Appointment of Nandan M. Nilekani as a director, liable to retire by rotation

To appoint a director in place of Nandan M. Nilekani (DIN: 00041245), who retires by rotation and being eligible, seeks reappointment.

Explanation: Based on the terms of appointment, executive directors, and the non-executive and non-independent chairman are subject to retirement by rotation. Nandan M. Nilekani, who was initially appointed on August 24, 2017 and last appointed on June 26, 2024, and whose office is liable to retire at the ensuing AGM, being eligible, seeks reappointment. Based on his performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his reappointment.

To consider and if thought fit, to pass the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to reappoint Nandan M. Nilekani (DIN: 00041245) as a director who is liable to retire by rotation.

Special business

Item no. 4 – Approval of the proposed amendment to the Infosys Expanded Stock Ownership Program – 2019 ("Amended 2019 Plan") and grant of stock incentives to the eligible employees of the Company under the Amended 2019 Plan

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI Regulations") for the time being in force and as may be modified from time to time, and other rules, regulations, circulars and guidelines of any / various statutory / regulatory authority(ies) that are or may become applicable (collectively referred to herein as "Applicable Laws") and subject to any approvals, permissions and sanctions of any / various authority(ies) as may be required and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall include the Nomination and Remuneration Committee and any other committee(s) constituted / to be constituted by the Board to exercise its powers including the powers conferred by this resolution) the approval of the shareholders be and is hereby accorded to the proposed amendments to the Infosys Expanded Stock Ownership Program – 2019 (such amended plan is hereinafter referred as the "Amended 2019 Plan") and to introduce, offer, issue and provide share-based incentives under the Amended 2019 Plan, details whereof are furnished in the explanatory statement to this Notice and the same shall be deemed to be incorporated herein.

RESOLVED FURTHER THAT the Board for this purpose be and is hereby authorized (including authorizing any officials of the Company) to grant such stock incentives, to such person(s) who are in the permanent employment of the Company, whether working in India or out of India, and to the directors of the Company and to such other persons as may from time to time be allowed to be eligible for the benefits of the stock incentives under Applicable Laws prevailing from time to time (all such persons are hereinafter collectively referred to as "Eligible Employees"), except persons who are promoters or belong to the promoter group, an independent director or a director who either himself / herself or through his relative / any body corporate holds more than 10% of the outstanding equity shares in the Company; at such price or prices, in one or more tranches and on such terms and conditions as may be determined by the Board in accordance with the Amended 2019 Plan;

RESOLVED FURTHER THAT the approval of the shareholders be and is hereby accorded to the Board to carry out the following amendments / modifications to the existing plan:

- A) To amend and modify Section 13 of the existing plan to extend the period during which awards may be granted under the Amended 2019 Plan to Eligible Employees by a further period of seven years from the date of approval by the Company's shareholders, subject to such terms and conditions as may be determined from time to time, and consequently, the Amended 2019 Plan to continue to remain in effect for a further period of 10 years from the date of such approval by the Company's shareholders,
- B) To amend and modify Section 6(c) of the existing plan pertaining to vesting based on performance parameters,
- C) To amend and modify Section 3 of the existing plan to reflect the unutilized share pool available for grant,
- D) To amend and modify the existing plan for certain editorial and clarificatory changes, and to bring it in line with the amended SEBI Regulations.

RESOLVED FURTHER THAT the maximum number of stock incentives granted to Eligible Employees of both the Company and its subsidiaries (in aggregate) under the Amended 2019 Plan will be 3,26,63,903 equity shares representing the unutilized balance equity shares out of the original approved pool of 5,00,00,000 equity shares approved by the shareholders and that the exercise price and the vesting criteria will be decided by the Board or by the Nomination and Remuneration Committee (hereinafter referred to as "the Administrator"), which to the extent of secondary acquisition of the Company's equity shares by the Infosys Expanded Stock Ownership Trust and related administrative matters shall also include delegation of administration to the Infosys Expanded Stock Ownership Trust from time to time in accordance with the Amended 2019 Plan;

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger, or sale of division(s) of the Company or other similar events, the Board and / or the Administrator (as the case may be) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under Applicable Laws, so as to ensure that fair and equitable benefits under the Amended 2019 Plan are passed on to the Eligible Employees;

RESOLVED FURTHER THAT the Board be and is hereby authorized to allot equity shares of the Company as may be required for the Amended 2019 Plan;

RESOLVED FURTHER THAT the Board and / or the Administrator (as the case may be) be and is hereby authorized to take necessary steps for listing of the shares allotted under the Amended 2019 Plan on the stock exchanges as per the provisions of Applicable Laws and any listing-related requirements of the concerned stock exchanges;

RESOLVED FURTHER THAT for the purpose of bringing into effect the Amended 2019 Plan and generally for giving effect to these resolutions, the Board and / or the Administrator be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, necessary or desirable for such purpose and with power to settle any issues, questions, difficulties or doubts that may arise in this regard;

RESOLVED FURTHER THAT the Infosys Expanded Stock Ownership Trust formed with the purpose to inter alia administer the Amended 2019 Plan and trustees of the Infosys Expanded Stock Ownership Trust be and are hereby authorized to take such steps as may be required in relation to the Amended 2019 Plan or its implementation.

RESOLVED FURTHER THAT the Board and / or the Administrator (as the case may be) be and is hereby authorized to delegate all or any powers conferred herein, to any committee of directors, with power to further delegate such powers to any executives / officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc., as may be necessary in this regard.

Item no. 5 – Approval of the proposed amendment to the Infosys Expanded Stock Ownership Program – 2019 ("the Amended 2019 Plan") and grant of stock incentives to the eligible employees of the Company's subsidiaries under the Amended 2019 Plan

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI Regulations") for the time being in force and as may be modified from time to time, and other rules, regulations, circulars and guidelines of any / various statutory / regulatory authority(ies) that are or may become applicable (collectively referred herein as "Applicable Laws") and subject to any approvals, permissions and sanctions of any / various authority(ies) as may be required and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall include the Nomination and Remuneration Committee and any other committee(s) constituted / to be constituted by the Board to exercise its powers including the powers conferred by this resolution), the approval of the shareholders be and is hereby accorded to the proposed amendments to the Infosys Expanded Stock Ownership Program – 2019 (such amended plan is hereinafter referred as the "Amended 2019 Plan"), as applicable to the eligible employees of the Company's subsidiaries, details whereof are furnished in the explanatory statement to this Notice and the same shall be deemed to be incorporated herein.

RESOLVED FURTHER THAT the Board for this purpose be and is hereby authorized (including authorizing any officials of the Company) to introduce, offer, issue and provide share-based incentives under the Amended 2019 Plan, the salient features of which are furnished in the explanatory statement to this Notice and to grant such incentives, to such person(s) who are in the permanent employment of the

Company's subsidiaries, whether working in India or out of India, and to the directors of the subsidiaries and to such other persons as may from time to time be allowed to be eligible for the benefits of the stock incentives under Applicable Laws prevailing from time to time (all such persons are hereinafter collectively referred to as "Eligible Employees"), except persons who are promoters or belong to the promoter group, an independent director or a director who either himself / herself or through his relative / any body corporate holds more than 10% of the outstanding equity shares in the Company; at such price or prices, in one or more tranches and on such terms and conditions, as may be fixed or determined by the Board in accordance with the Amended 2019 Plan;

RESOLVED FURTHER THAT the approval of the shareholders be and is hereby accorded to the Board to carry out the following amendments/ modifications to the existing plan:

- A) To amend and modify Section 13 of the existing plan to extend the period during which awards may be granted under the Amended 2019 Plan to Eligible Employees by a further period of seven years from the date of approval by the Company's shareholders, subject to such terms and conditions as may be determined from time to time, and consequently, the Amended 2019 Plan to continue to remain in effect for a further period of 10 years from the date of such approval by the Company's shareholders,
- B) To amend and modify section 6(c) of the existing plan pertaining to vesting based on performance parameters,
- C) To amend and modify Section 3 of the existing plan to reflect the unutilized share pool available for grant,
- D) To amend and modify the existing plan for editorial and clarificatory changes, and to bring it in line with the amended SEBI Regulations.

RESOLVED FURTHER THAT the maximum number of stock incentives granted to Eligible Employees of both the Company and its subsidiaries (in aggregate) under the Amended 2019 Plan will be 3,26,63,903 equity shares representing the unutilized balance equity shares out of the original approved pool of 5,00,00,000 equity shares approved by the shareholders and that the exercise price and the vesting criteria will be decided by the Board and / or the Nomination and Remuneration Committee (hereinafter referred to as "the Administrator"), which to the extent of secondary acquisition of the Company's equity shares by the Infosys Expanded Stock Ownership Trust and related administrative matters shall also include delegation of administration to the Infosys Expanded Stock Ownership Trust from time to time in accordance with the Amended 2019 Plan;

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger, restructuring, sale of division of the Company or other similar event, the Board and / or the Administrator (as the case may be) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under Applicable Laws, so as to ensure that fair and equitable benefits under the Amended 2019 Plan are passed on to the Eligible Employees;

RESOLVED FURTHER THAT the Board be and is hereby authorized to allot equity shares of the Company as may be required for the Amended 2019 Plan;

RESOLVED FURTHER THAT, the Board and / or the Administrator (as the case may be) be and is hereby authorized to take necessary steps for listing of the shares allotted under the Amended 2019 Plan on the stock exchanges as per the provisions of Applicable Laws and any listing-related requirements of the concerned stock exchanges;

RESOLVED FURTHER THAT for the purpose of bringing into effect the Amended 2019 Plan and generally for giving effect to these resolutions, the Board and / or the Administrator be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, necessary or desirable for such purpose and with power to settle any issues, questions, difficulties or doubts that may arise in this regard;

RESOLVED FURTHER THAT the Infosys Expanded Stock Ownership Trust formed with the purpose to inter alia administer the Amended 2019 Plan and trustees of the Infosys Expanded Stock Ownership Trust be and are hereby authorized to take such steps as may be required in relation to the Amended 2019 Plan or its implementation.

RESOLVED FURTHER THAT the Board and / or the Administrator be and is hereby authorized to delegate all or any powers conferred herein, to any committee of directors, with power to further delegate such powers to any executives / officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc., as may be necessary in this regard.

Item 6: Approval of the request for re-classification of certain members of the 'Promoter and Promoter Group' of Company to 'Public' category

To consider and if thought fit, to pass the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to the provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and to the approval of the Board of Directors, at its meeting held on April 30, 2026 and in accordance with the No-objection letter received from BSE Limited ("BSE") vide letter no. LIST/ COMP/ HG/ 059/ 2026-27 dated May 11, 2026 and from National Stock Exchange of India Limited ("NSE", together with BSE, "Stock Exchanges") vide letter

no. NSE/ LIST/ COMP/ INFY/ 587/ 2026-2027 dated May 11, 2026, and subject to such other approvals as may be necessary, consent of the members of the Company be and is hereby accorded for the re-classification of the persons listed hereunder ("Applicants") from 'Promoter and Promoter Group' category to 'Public' category.

Sl. No.	Name of the entity	Category
1	Shreyas Shibulal	Promoter
2	Bhairavi Madhusudhan Shibulal	Promoter Group

RESOLVED FURTHER THAT any Director and Company Secretary of the Company be and are hereby severally authorized to perform all such acts, deeds, matters and things as may be required, including but not limited to filing appropriate documents with the Stock Exchanges or other relevant authorities, representing the Company before the Stock Exchanges in this regard, taking requisite steps towards obtaining relevant approvals as may be necessary and to execute all such documents, applications, filings, etc. as may be required and take all such steps to give effect to the aforesaid resolutions.

RESOLVED FURTHER THAT a copy of the aforesaid resolution certified by any Director or the Company Secretary of the Company be provided to the concerned persons/ authorities as may be necessary.

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www.infosys.com

by order of the Board of Directors
 for Infosys Limited

Sd/-

A.G.S. Manikantha
 Company Secretary
 Membership No. ACS 21918

May 28, 2026

Notes

- Pursuant to the General Circular No. 3/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and the Circulars issued from time to time by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
- A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held through VC, the facility for the appointment of proxies by the members will not be available.
- Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
- Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email to evoting@infosys.com with a copy marked to evoting@nsdl.com.
- The register of directors and Key Managerial Personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of AGM, i.e. June 23, 2026. Members seeking to inspect such documents can send an email to investors@infosys.com.
- In accordance with relevant SEBI Circulars, dividend payments are mandated to be made through the Electronic Clearing System (ECS). Members holding shares in physical mode are encouraged to opt for and utilize ECS to ensure timely receipt of dividends. Members holding shares in demat mode are requested to promptly notify any changes in their address or bank account details to their respective Depository Participants (DPs). Please refer to point no. 16 for the procedure to update bank account details.
- Members may note that the Board, at its meeting held on April 23, 2026, has recommended a final dividend of ₹25 per equity share for the financial year ended March 31, 2026. The record date for the purpose of final dividend is June 10, 2026. The final dividend, once approved by the members in the ensuing AGM, will be paid on June 25, 2026, through various modes. Members are requested to update their KYC with their depositories (where shares are held in dematerialized mode) and with the Company's Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to enable receipt of dividend directly into their bank account on the payout date.
- Members may note that the Income-tax Act, 2025, ("the IT Act 2025"), mandates that dividend paid or distributed by a company shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act 2025.

For resident shareholders, taxes shall be deducted at source under Section 393 of the IT Act as follows:

Members having valid Permanent Account Number (PAN)	10%* or as notified by the Government of India (GOI)
Members not having PAN / valid PAN	20% or as notified by the GOI

* As per Section 262 of the IT Act 2025, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed invalid / inoperative and, such person shall be liable to all consequences under the IT Act 2025 and tax shall be deducted at the higher rates as provided in Section 397 of the IT Act 2025, i.e., 20% of tax deduction at source.

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during tax year 2026-27 does not exceed ₹10,000 and also in cases where members provide Form 121, subject to conditions specified in the IT Act 2025. Resident shareholders may also submit any other document as prescribed under the IT Act 2025 to claim a lower / nil withholding of tax. PAN is mandatory for members providing Form 121 or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 393 and other applicable sections of the IT Act 2025, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the GOI on the amount of dividend payable. However, as per Section 159 of the IT Act 2025, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("tax treaty" or "DTAA"), read with Multilateral Instrument (MLI), if any, between India and the country of tax residence of the shareholders, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the shareholders/ authorized signatory. In case of non-availability of PAN, information under sub-rule 2 of rule 217 of the Income-tax Rules, 2026
- Copy of the Tax Residency Certificate for the tax year 2026-27 obtained from the revenue or tax authorities of the country of tax residence, duly attested by shareholders / authorized signatory
- Form 41 (for claiming tax treaty benefit), which can be obtained electronically through the e-filing portal of the income tax website at <https://www.incometax.gov.in/iec/foportal>
- Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable tax treaty and IT Act 2025
- Self-declaration of beneficial ownership of equity shares by the non-resident shareholder
- Self-declaration of fulfilling all conditions of applicable tax treaty for being eligible to claim benefit of the tax treaty read with MLI
- Any other documents as prescribed under the IT Act 2025, if applicable, or certificate for lower withholding of taxes, duly attested by the shareholders.

In case of Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI), tax will be deducted under Section 393 of the IT Act 2025 at the rate of 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents, if applicable.

The aforementioned documents are required to be uploaded on the shareholder portal at <https://www.infosys.com/investors/shareholder-services/dividend-tax.html> on or before June 11, 2026. Members are requested to visit <https://www.infosys.com/investors/shareholder-services/dividend-tax.html> for more instructions and information on this subject. No communication would be accepted from members after June 11, 2026, regarding tax-withholding matters. Shareholders may write to dividend.tax@infosys.com for any clarifications on this subject.

Shareholders can check their tax credit in Form 168 (erstwhile Form 26AS) from the e-filing account at <https://www.incometax.gov.in/iec/foportal>

9. Members are requested to address all correspondence, including dividend-related matters, to RTA, KFin Technologies Limited, Unit: Infosys Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032 and e-mail at einward.ris@kfintech.com.
10. Members wishing to claim dividends that remain unclaimed are requested to correspond with the RTA as mentioned above, or with the Company Secretary, at the Company's registered office or at investors@infosys.com. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to the IEPF as per Section 124 of the Act, read with applicable IEPF rules.
11. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice. The Board has appointed Hemanth, Holla & Co., (Membership No. FCS 6374) (CP No. 6519) Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner.

12. Members holding shares either in physical or dematerialized mode, as on cut-off date, i.e. June 16, 2026, may cast their votes electronically. The e-voting period commences on Thursday, June 18, 2026 (9:00 a.m. IST) and ends on Monday, June 22, 2026 (5:00 p.m. IST). The e-voting module will be disabled by NSDL thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. June 16, 2026. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.
13. The facility for voting will also be made available during the AGM. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
14. Any person holding shares in physical mode or a person, who acquires shares and becomes a member of the Company after the Notice is sent and holding shares as on the cut-off date, i.e. June 16, 2026, may obtain the login ID and password by sending a request to evoting@nsdl.com. However, if he / she is already registered with NSDL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote.
15. In compliance with the Circulars, the Integrated Annual Report for 2025-26, the Notice of the 45th AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s) (DP). A letter providing the web-link for accessing the Integrated Annual report, including the exact path, will be sent to those members who have not registered their email address with the Company.
16. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses, are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at einward.ris@kfintech.com, to receive copies of the Integrated Annual Report 2025-26 in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the report and update bank account details for the receipt of dividend.

Type of holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, KFin Technologies Limited either by email to einward.ris@kfintech.com or by post to KFin Technologies Limited, Unit: Infosys Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014	Form SH-13
	Declaration to opt out	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee	Form SH-14
	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical mode	Form ISR-4
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

17. Members may also note that the Notice of the 45th AGM and the Integrated Annual Report 2025-26 will also be available on the Company's website at, <https://www.infosys.com/investors/reports-filings.html>, websites of the stock exchanges, i.e. BSE and NSE, at www.bseindia.com and www.nseindia.com, respectively, and on the website of NSDL, <https://www.evoting.nsdl.com>.
18. An Explanatory Statement pursuant to Section 102 of the Act in respect of the business under item nos. 4 to 6 set out above and additional information, pursuant to Regulation 36 of the LODR Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
19. All holders of physical shares are requested to furnish their KYC details for their respective folios. [viz (i) PAN, (ii) contact details (postal address with PIN and mobile number), (iii) bank account details, and (iv) specimen signature.] Accordingly, effective April 1, 2024, dividends will be paid exclusively through electronic mode and only to those physical shareholders who have duly complied with the mandatory KYC requirements. Shareholders are requested to complete their KYC by writing to the Company's RTA, KFin Technologies Limited, at einward.ris@kfintech.com. The forms for updating the same are available at <https://www.infosys.com/investors/shareholder-services/investors-service.html>.

20. As per Section 72 of the Act, members holding shares in physical mode may submit their nomination by submitting SH-13 which can be downloaded from the Company's website at <https://www.infosys.com/investors/shareholder-services/documents/investors-service/form-sh13.pdf>. Members holding shares in demat mode may contact their respective DPs to update the nomination.
21. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's website, www.infosys.com.
22. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

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May 28, 2026

by order of the Board of Directors
for Infosys Limited

Sd/-

A.G.S. Manikantha
Company Secretary
Membership No. ACS 21918

Explanatory Statement

Background and context for item nos. 4 and 5

Approval of the proposed amendment to the Infosys Expanded Stock Ownership Program – 2019 (such amended plan is hereinafter referred as the “Amended 2019 Plan”) and grant of stock incentives to the eligible employees of the Company and its subsidiaries under the Amended 2019 Plan.

The Company has been a pioneer in India by rewarding its employees through stock ownership programs starting in 1994. This philosophy has created a culture of aligning employee and shareholder interests. The 2015 Incentive Compensation Plan (“2015 Plan”) was approved by shareholders pursuant to the postal ballot dated March 31, 2016, and stock incentives continue to be granted to the eligible employees of the Company thereunder. The vesting criteria for stock incentives under the 2015 Plan are largely time-based.

The existing plan was approved by shareholders pursuant to the Annual General Meeting held on June 22, 2019. The shareholders had approved the existing plan and the grant of stock incentives to the Eligible Employees of the Company and its subsidiaries thereunder, which provided for approximately 1.15% of the equity shares of the Company then outstanding, amounting to approximately 5,00,00,000 equity shares. As on date of the Notice, 3,26,63,903 equity shares remain available for grant under the existing plan, representing the unutilized balance equity shares out of the original shareholder approved pool of 5,00,00,000 equity shares, and constituting approximately 0.8% of the outstanding equity shares of the Company as on the date of this Notice.

As on the date of this Notice, the Company has 4,44,19,917 RSUs available for grant under all ESOP Plans, representing approximately 1.1% of the outstanding equity share capital of the Company. This includes RSUs that have vested but remain unexercised, as well as RSUs that are yet to vest.

The shareholders had approved the Expanded Stock Ownership Program, 2019 (“2019 Plan”) for a period of seven years, which is due to expire on June 21, 2026.

To ensure continuity of the Company’s performance-based stock incentive plan and in line with its philosophy of aligning employee interests with long-term shareholder value creation, the Board has approved the amendments to ensure:

- Continuity of performance-based stock incentive program across an expanded employee base
- Ability to attract, retain and incentivize key talent in an increasingly competitive and evolving market
- Sustained alignment of employee interests with long-term shareholder value creation

The summary of the proposed amendments is as under:

1. Extension of the 2019 Plan tenure:

Extension of 2019 Plan for a further period of seven (7) years from the date of shareholder approval. The grants made under the 2019 Plan shall be made over seven (7) years, and the 2019 Plan shall be valid for a period of ten (10) years from the date of receipt of approval of shareholders.

2. Strengthening alignment with Long-Term Shareholder Value creation and rationalization of Operational Metrics based on the inputs received from investors:

- In line with the feedback received from shareholders to align the Management compensation with long-term interests of shareholders, the introduction of a three-year rolling Relative Total Shareholder Return (TSR) as a vesting parameter for strengthening alignment with sustained shareholder value creation and reinforcing long-term market performance.
- Rationalization of the Operating metrics to ensure continued focus on the core financial metrics of revenue and margin, ensuring consistency and comparability over time. Given the rapid evolution of technology and business models, sub-segment metrics (like digital revenue growth) may become transient and less comparable.

3. The proposed extension of the 2019 Plan does not involve any increase in the share pool of 5,00,00,000 equity shares that was initially approved. The Company will continue to operate within the existing approved pool, and accordingly, there will be no further dilution of the equity share capital. The shareholders had approved the existing plan and the grant of stock incentives to the Eligible Employees of the Company and its subsidiaries thereunder, which provided for approximately 1.15% of the equity shares of the Company then outstanding, amounting to approximately 5,00,00,000 equity shares. As on date of this Notice, 3,26,63,903 equity shares remain available for grant under the existing plan, representing the unutilized balance equity shares out of the original shareholder approved pool of 5,00,00,000 equity shares, and constituting approximately 0.8% of the equity share capital of the Company as on the date of this Notice.

4. Other amendments for clarity, consistency and to bring the 2019 Plan in line with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

The proposed extension to the 2019 Plan is continuity-driven and aimed at further strengthening alignment between employee interest and long-term shareholder value creation. The 2019 Plan continues to support the Company’s ability to attract, retain and incentivize key talent, while reinforcing a culture of ownership and performance. The enhancements to vesting parameters with long-term TSR further strengthens linkage to shareholder value creation. The proposal will not result in further dilution of equity share capital.

The disclosures pursuant to the SEBI Regulations and the Companies Act, 2013 and the rules made thereunder are as under:

Particulars	2019 Plan	Proposed amended 2019 Plan	Rationale / Notes
Section 2 – Definitions	w) “SEBI Regulations” means Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.	w) “SEBI Regulations” means Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.	Pursuant to regulatory changes
Section 6(c) II	The Vesting Period of a Restricted Stock Unit awarded shall not be less than a period of one (1) year, and which may extend to a maximum of three (3) years from the date of the Award, as decided by the Administrator from time to time, and shall be provided in the Award Agreement.	The Vesting Period of a Restricted Stock Unit awarded shall not be less than a period of one (1) year, and which may extend to a maximum of three (3) years from the date of the Award, as decided by the Administrator from time to time, and shall be provided in the Award Agreement. No tranche of vesting shall exceed 50% of the total grants made under the scheme	This is to ensure that performance criteria set for each grant would be based on long-term performance.
Section 6(c) II	–	In the event of retirement / superannuation, for the Restricted Stock Units granted, the vesting scheduled will be determined by the Administrator as per the applicable laws and Company’s policies.	Pursuant to regulatory changes
Section 3 - Shares subject to the Plan	a) Shares Reserve. Subject to the provisions of Section 9 of the Plan, the maximum aggregate number of shares that may be awarded under the Plan is 5,00,00,000 shares, which is 1.15% of the equity capital of the Company (“the Share Reserve”) as on May 15, 2019.	a) Shares Reserve. Subject to the provisions of Section 9 of the Plan, the maximum aggregate number of shares that may be awarded under the amended Plan is 3,26,63,903 shares representing the balance unutilized shares out of the original shareholder-approved pool of 5,00,00,000 shares, which is 0.8% of the equity capital of the Company (“the Share Reserve”) as on date of this Notice i.e., May 28, 2026.	No increase in share pool: The proposed extension of the 2019 Plan does not involve any increase in the share pool of 5,00,00,000 equity shares that was initially approved. There will be no incremental dilution of the equity share capital as compared to earlier approval.
Section 13 - Effective date and term of the Plan	This Plan shall become effective on and from the date of receipt of approval of the Company’s shareholders. Awards granted under this Plan between the period of its adoption by the Board and shareholder approval shall become effective on and from the date of receipt of approval of the Company’s shareholders. The Awards under the Plan shall be made over seven (7) years from the date of approval by the Company’s shareholders referred above, and the Plan will continue in effect for a period of ten (10) years from the date of approval by the Company’s shareholders referred above, unless terminated under Section 14 of the Plan. This ten (10) year period can be extended by shareholders by passing a special resolution.	This amended Plan shall become effective on and from the date of receipt of approval of the Company’s shareholders. Awards granted under this Amended Plan, subsequent to the expiry of the earlier plan (i.e., June 21, 2026), shall, subject to shareholder approval, become effective from the date on which such approval is received. The Awards under the Plan shall be made over a further period of seven (7) years from the date of approval of the amended Plan by the Company’s shareholders, and the amended Plan will continue in effect for a period of further ten (10) years from the date of approval of the amended Plan by the Company’s shareholders, unless terminated under Section 14 of the Plan. This ten (10) year period can be further extended by shareholders by passing a special resolution.	Extension of 2019 Plan tenure: Extension of 2019 Plan for a further period of seven (7) years from the date of shareholder approval. The grants made under the 2019 Plan shall be made over seven (7) years, and the 2019 Plan shall be valid for a period of ten (10) years from the date of receipt of approval of shareholders.

Particulars	2019 Plan	Proposed amended 2019 Plan	Rationale / Notes
Section 6 c) Parameters for Vesting	<p>i. Relative Total Shareholder Return (“Relative TSR”) against a peer comparator group of not less than eight comparators, which will be identified by the Administrator from a basket of the following 10 industry peers, which include Indian and global companies, such as Accenture, DXC Technologies, Wipro, TCS, Cognizant, IBM, Capgemini, Tech Mahindra, Atos and HCL.</p> <p>In case of delisting of any of the above-mentioned peer group companies during the performance measurement period, the Administrator is entitled to include an additional peer set company to the comparator group.</p> <p>ii. Relative TSR against broader market domestic and global indices comprising Nifty 50, S&P 500 and MSCI index to be determined by the Administrator.</p>	<p>i. Long-term Relative Total Shareholder Return (“Relative TSR”) for rolling three years’ TSR against a peer comparator group of not less than eight comparators which will be identified by the Administrator from a basket of the following 10 industry peers, which include Indian and global companies such as Accenture, DXC Technologies, Wipro, TCS, Cognizant, IBM, Capgemini, Tech Mahindra, Atos, and HCL.</p> <p>In case of delisting of any of the above-mentioned peer group companies during the performance measurement period, the Administrator is entitled to include an additional peer set company to the comparator group.</p> <p>The Company will implement a phased transition to a three-year rolling relative TSR parameter, measured against a peer comparator group, with vesting based on one-year TSR in Year 1, two-year TSR in Year 2, and a full three-year TSR measure from Year 3 onwards</p> <p>ii. Annual TSR:</p> <p>A: Relative TSR against a peer comparator group not less than 8 comparators which will be identified by the Administrator from a basket of the following 10 industry peers which include Indian and global companies such as Accenture, DXC Technologies, Wipro, TCS, Cognizant, IBM, Capgemini, Tech Mahindra, Atos, and HCL.</p> <p>In case of delisting of any of the above-mentioned peer group companies during the performance measurement period, the Administrator is entitled to include an additional peer set company to the comparator group.</p> <p>B: Relative TSR against broader market domestic and global Indices: comprising MSCI, S&P 500 & Nifty 50 to be determined by the Administrator.</p>	<p>Strengthening alignment with long-term shareholder value creation and rationalization of operational metrics:</p> <p>In line with the feedback received from shareholders to align the Management compensation with long-term interests of the shareholders, the introduction of a 3-year rolling Relative Total Shareholder Return (TSR) as a vesting parameter, strengthening alignment with sustained shareholder value creation and reinforcing long-term market performance. There are no changes to the basket of existing industry peers.</p>

Particulars	2019 Plan	Proposed amended 2019 Plan	Rationale / Notes
	<p>iii. Operating lead performance metrics of the Company, which are used to derive shareholder value, measured by</p> <ul style="list-style-type: none"> • Total revenue growth; • Digital revenue growth; and • Operating margin. <p>The annual performance targets against these metrics shall be determined by the Administrator.</p> <p>Each of the above three performance parameters will be distinct for the purposes of calculation of quantity of shares to vest based on performance.</p> <p>Shares will vest based on the Company's performance on Relative TSR in (i) and (ii) above as follows:</p> <ul style="list-style-type: none"> • If it ranks in the 75th percentile and above, then a maximum of 100% of the Restricted Stock Units due for vesting will vest. • If it ranks in the 50th to 75th percentile, then the Restricted Stock Units due for vesting will vest proportionately on a linear scale between 60% to 100%, and the balance will lapse. • If it ranks below the 50th percentile, then no Restricted Stock Units due for vesting will vest. 	<p>iii. Annual operating performance metrics of the Company, which are used to derive shareholder value, measured by</p> <ul style="list-style-type: none"> • Total revenue growth; and • Operating margin. <p>The performance targets against these metrics shall be determined by the Administrator.</p> <p>Each of the above three performance parameters will be distinct for the purposes of calculation of quantity of shares to vest based on performance.</p> <p>Shares will vest based on the Company's performance on Relative TSR in (i) and (ii) above as follows:</p> <ul style="list-style-type: none"> • If it ranks in the 75th percentile and above, then a maximum of 100% of the Restricted Stock Units due for vesting will vest; • If it ranks in the 50th to 75th percentile, then the Restricted Stock Units due for vesting will vest proportionately on a linear scale between 60% to 100%, and the balance will lapse; • If it ranks below the 50th percentile, then no Restricted Stock Units due for vesting will vest. <p>Shares will vest based on the Company's operating performance metrics of the Company (iii) above as follows:</p> <ul style="list-style-type: none"> • If performance achievement is at the minimum (threshold) level, 75% of the Restricted Stock Units due for vesting shall vest. If the performance achievement is below the minimum (threshold) level, no Restricted Stock Units due for vesting shall vest, it will lapse. • If the performance achievement is at target level, 100% of the Restricted Stock Units due for vesting shall vest. • If the performance achievement is at stretch target level, 125% of the Restricted Stock Units due for vesting shall vest. • If the performance achievement is greater than the threshold level and less than target level, then the Restricted Stock Units due for vesting shall vest proportionately on a linear scale between 75% to 100%, and the balance will lapse. • If the performance achievement is greater than the target level and less than the stretch target level, then the Restricted Stock Units due for vesting shall vest proportionately on a linear scale between 100% to 125%. 	<p>Rationalization of operating metrics to ensure continued focus on the core financial metrics of revenue and margin, ensuring consistency and comparability over time. Given the rapid evolution of technology and business models, sub-segment metrics (like digital revenue growth) may become transient and less comparable over the long term of 10 years.</p> <p>To increase transparency towards payout philosophy.</p>

Particulars	2019 Plan	Proposed amended 2019 Plan	Rationale / Notes
		While individual performance outcome may result in achievement levels above 100%, aggregate vesting under Operating performance parameter shall not exceed 100% of the shares due for vesting under such parameter.	
Section 6(e)	Notwithstanding the foregoing, the Exercise Period for the circumstances enumerated in Section 6(c)(iv) above (as relevant) shall be the following: iii) In the event of termination of employment, or resignation of the Participant, Restricted Stock Units that have vested in the Participant as on the date of termination / resignation (as the case may be, if the termination is not for misconduct), shall be exercised by the Participant within an Exercise Period of 90 calendar days of the date of termination / resignation.	Notwithstanding the foregoing, the Exercise Period for the circumstances enumerated in Section 6(c)(II) above (as relevant) shall be the following: iii) In the event of termination of employment, or resignation of the Participant, Restricted Stock Units that have vested in the Participant as on the date of termination / resignation (as the case may be, if the termination is not for misconduct), shall be exercised by the Participant within an Exercise Period of 90 calendar days of the date of vesting.	The changes have been made for clarity and to ensure consistency in the operation of the relevant provisions of the Plan relating to exercise period of the vested RSUs. The revised language clarifies that the exercise period shall commence from the date on which the relevant RSUs vest.

The Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include the Nomination and Remuneration Committee constituted by the Board, to exercise its powers in relation hereto, including the powers conferred by these resolutions), at its meeting held on April 23, 2026, has approved the above amendments to the existing plan.

The Company’s philosophy continues to align employee interests with shareholder value creation. To incentivize, retain, and attract key talent through the performance-based stock incentive plan among an expanded employee base, it is considered appropriate to extend the term of the existing plan.

The Board approved amendment of performance parameters with a view to

- Strengthen alignment with long term shareholder value creation and investor expectations,
- Reinforce a long-term performance orientation within the organization, and
- Align operating performance metrics to relevant financial metrics.

A copy of the Amended 2019 Plan is available for review by the shareholders on <https://www.infosys.com/investors/reports-filings/Documents/expanded-stock-ownership-program2019.pdf>

The Resolutions contained in Item 4 and Item 5 seek to obtain the shareholders’ approval to amend the existing plan and authorize the Board to grant RSUs, create, issue, offer and provide equity shares, American Depositary Receipts (ADRs) or cash, from time to time, to the Eligible Employees (as defined in the Amended 2019 Plan) of the Company or its subsidiaries under the Amended 2019 Plan.

Pursuant to Regulation 6 and Regulation 14 of the SEBI Regulations, as well as the requirements prescribed by Section 67(3)(b) of the Companies Act, 2013 read with Rule 16(2) of the Companies (Share Capital and Debentures) Rules, 2014, the key details of the Amended 2019 Plan are set out below:

All capitalized terms not defined herein shall carry the same meaning as ascribed to them in the 2019 Plan.

1. Brief description of the Amended 2019 Plan

The purpose of the Amended 2019 Plan is to :

- Encourage employees to align individual performance with the Company’s shareholder value creation objectives;
- Attract, retain and motivate talented and identified employees; and
- Reward employee performance with ownership.

The Amended 2019 Plan grants Restricted Stock Units (RSUs) to Eligible Employees, and subject to applicable law and conditions, the Eligible Employees shall be entitled to receive equity shares, ADRs or cash on exercise of the RSUs. The Amended 2019 Plan shall be administered by the NRC (hereinafter referred to as “the Administrator”, which to the extent of secondary acquisition and related administrative matters shall also include delegation of administration to the Infosys Expanded Stock Ownership Trust) from time to time, whose decisions, determinations, and interpretations will be final and binding on all Eligible Employees and participants under the Amended 2019 Plan. Each RSU granted shall be evidenced by an award agreement that will specify such terms and conditions as the Administrator will determine.

The total rewards for the Eligible Employees are designed to ensure their continued alignment with organizational goals. The emphasis on the performance-linked RSUs ensures alignment with shareholders’ interests, through a continued focus on the Company’s sustainable, long-term performance and value creation.

2. Total number of shares or benefits to be granted

The total number of equity shares and ADRs to be provided pursuant to the exercise of the RSUs under the Amended 2019 Plan to the Eligible Employees of the Company and its subsidiaries shall not cumulatively exceed 3,26,63,903 equity shares representing the balance unutilized equity shares out of the original shareholder approved pool of 5,00,00,000 equity shares (approximately 0.8% of the issued capital as on the date of this Notice).

3. Identification of classes of employees entitled to participate and be beneficiaries in the 2019 Plan

‘Employees’, as defined under the SEBI Regulations, of the Company and its subsidiary companies, whether working in India or abroad, will be entitled to participate in the Amended 2019 Plan, subject to the fulfillment of such eligibility criteria as may be specified in the SEBI Regulations and / or as may be determined by the Administrator from time to time.

It is clarified that as per the SEBI Regulations and the Companies Act 2013, Eligible Employees who are promoters or members of the promoter group, independent directors or directors who themselves or through a relative / body corporate (directly or indirectly) holds more than 10% of the outstanding equity shares of the Company; shall not be eligible to participate in the Amended 2019 Plan.

For determining the grant of RSUs under the Amended 2019 Plan, the appraisal process set forth in paragraph 8 below shall be considered.

4. Requirements of vesting and period of vesting

The RSUs granted under the Amended 2019 Plan shall vest as based on the following three performance parameters, the relative weightage of which shall be determined by the NRC provided that each parameter shall have a weightage of at least 25% and no single parameter will have a weightage of more than 50% :

- i) Long-term Relative Total Shareholder Return (“Relative TSR”) for rolling 3 years TSR against a peer comparator group of not less than 8 comparators, which will be identified by the Administrator from a basket of the following 10 industry peers, including Indian and global companies such as Accenture, DXC Technologies, Wipro, TCS, Cognizant, IBM, Capgemini, Tech Mahindra, Atos, and HCL.

In case of delisting of any of the above-mentioned peer group companies during the performance measurement period, the NRC is entitled to include an additional peer set company to the comparator group.

The Company will implement a phased transition to a three-year rolling relative TSR parameter, measured against a peer comparator group, with vesting based on one-year TSR in Year 1, two-year TSR in Year 2, and a full three-year TSR measure from Year 3 onwards.

- ii) Annual TSR:

A: Relative TSR against a peer comparator group not less than 8 comparators, which will be identified by the Administrator from a basket of the following 10 industry peers, including Indian and global companies such as Accenture, DXC Technologies, Wipro, TCS, Cognizant, IBM, Capgemini, Tech Mahindra, Atos, and HCL.

In case of delisting of any of the above-mentioned peer group companies during the performance measurement period, the NRC is entitled to include an additional peer set company to the comparator group.

B: Relative TSR against broader market domestic and global Indices comprising of MSCI, S&P 500 & Nifty 50 to be determined by the Administrator.

- iii) Annual operating performance metrics of the Company, which are used to derive shareholder value, measured by

- a. Total revenue growth; and
- b. Operating margin.

The performance targets against these metrics shall be determined by the Administrator.

Each of the above three performance parameters will be distinct for the purposes of calculation of quantity of shares to vest based on performance.

Shares will vest based on the Company’s performance on Relative TSR in (i) and (ii) above as follows:

- If it ranks in the 75th percentile and above, then a maximum of 100% of the RSUs due for vesting will vest.
- If it ranks in the 50th to 75th percentile, then the RSUs due for vesting will vest proportionately on a linear scale between 60% to 100%, and the balance will lapse.
- If it ranks below the 50th percentile, then no RSUs due for vesting will vest.

Shares will vest based on the Company’s operating performance metrics of the Company (iii) above as follows:

- If performance achievement is at the minimum (threshold) level, 75% of the Restricted Stock Units due for vesting shall vest. If the performance achievement is below the minimum (threshold) level, no Restricted Stock Units due for vesting shall vest, it will lapse.
- If the performance achievement is at target level, 100% of the Restricted Stock Units due for vesting shall vest.
- If the performance achievement is at stretch target level, 125% of the Restricted Stock Units due for vesting shall vest.
- If the performance achievement is greater than the threshold level and less than target level, then the Restricted Stock Units due for vesting shall vest proportionately on a linear scale between 75% to 100%, and the balance will lapse.
- If the performance achievement is greater than the target level and less than the stretch target level, then the Restricted Stock Units due for vesting shall vest proportionately on a linear scale between 100% to 125%.

While individual performance outcome may result in achievement levels above 100%, aggregate vesting under operating performance parameter shall not exceed 100% of the shares due for vesting under such parameter.

The increased dilution of the equity share capital, if any and / or cost of secondary acquisition of equity shares, if any, is expected to be offset by growth in shareholder value and increased returns to the shareholders.

All RSUs granted shall vest as per the schedule determined by the Administrator from the date of the grant.

Any RSUs which lapse or are forfeited shall be available for future grants.

The Company shall disclose in its subsequent annual reports, details of the above-mentioned performance parameters and weightage, the target achievement for each of the performance parameters and achievement during the year, basis which the vesting of the RSUs was allowed, count of employees covered, number of RSUs granted, count of employees whose RSUs vested, number of RSUs due for vesting as per the vesting schedule and number of RSUs vested as per vesting schedule meeting the vesting conditions.

The Company has a Compensation Recovery Policy, which is intended to further the Company’s pay-for- performance philosophy.

The Compensation Recovery Policy of the Company is available on our website at <https://www.infosys.com/investors/corporate-governance/documents/compensation-recovery-policy.pdf>

5. Maximum period within which the RSUs shall vest

The RSUs shall vest between a minimum of 1 year to a maximum of 3 years from the date of grant (such period shall not be less than 1 year from the date of the grant, as decided by the Administrator) and shall be provided in the award agreement with the Eligible Employees. No tranche of vesting shall exceed 50% of the total grants made under the scheme.

In determining the vesting schedule for an Eligible Employee, the Administrator shall consider factors including, alignment with accelerated shareholder value creation, retention of key talent, future potential and tenure.

The RSUs shall vest based on the achievement of the defined performance criteria as per paragraph 4 above.

6. Exercise price, purchase price or pricing formula

The exercise price for the RSUs will be equal to the par value of the shares.

7. Exercise period and process of exercise

The exercise period for RSUs shall be up to 90 days (except in the case of death or permanent incapacitation of the employee, where RSUs may be exercised within 365 days). The Administrator also has the discretion to decide the exercise period and process of exercise and the same shall be mentioned in the respective Eligible Employee's award agreement. Further, the RSUs shall be deemed exercised when the Company or its appointed agent receives written or electronic notice of the exercise from the person entitled to exercise the RSUs; and subject to the terms of award agreement with the Eligible Employees, full payment for the equity shares or ADRs with respect to which the RSUs are exercised along with applicable tax amount payable by such person (unless the person entitled to exercise the RSUs, being eligible to avail of cashless exercise of RSUs, exercise that option).

However, in cases where the Administrator so decides, the income tax amounts will be deducted from the concerned employee's salary and in such events, the payment for the equity shares or ADRs need not be accompanied by the tax amount.

The RSUs granted to an Eligible Employee under an award agreement shall lapse on the concerned employee's failure to exercise the RSUs within the exercise period.

8. The appraisal process for determining the eligibility of employees for the Amended 2019 Plan

The appraisal process for determining the eligibility of employees for the grant of RSUs under the Amended 2019 Plan will be determined by the Administrator, and will be based on their level in the organization, their performance and future potential, and any other criteria as will be determined by the Administrator from time to time. The selection of Eligible Employees will be based on these criteria on recommendations of the management of the Company.

9. Maximum number of shares, to be issued per employee and in aggregate

The maximum number of RSUs to be granted per Eligible Employee shall be as follows :

- No Eligible Employee will be issued more than 50,00,000 (as may be adjusted for any changes in capital structure of the Company) equity shares of the Company.
- The grant of RSUs during any one year covering a number of equity shares or ADRs equal to or exceeding 1% of the issued capital of the Company at the time of grant of the RSUs shall be subject to the approval of shareholders by way of a special resolution passed at a general meeting.
- The total number of equity shares or ADRs to be provided to employees of the Company and its subsidiaries pursuant to the exercise of the RSUs under the Amended 2019 Plan shall not cumulatively exceed 3,26,63,903 equity shares (as may be adjusted for any changes in capital structure of the Company).

10. Maximum quantum of benefits to be provided per employee under the scheme(s)

Please see paragraph 9 above.

11. Whether the scheme(s) is to be implemented and administered directly by the Company or through a trust

The Nomination and Remuneration Committee shall administer the Amended 2019 Plan, which to the extent of secondary acquisition and related administrative matters shall also include delegation of administration to the Infosys Expanded Stock Ownership Trust.

12. Whether the scheme(s) involves fresh issue of shares by the Company or secondary acquisition by the trust or both

The equity shares can be acquired both by way of fresh issue and secondary acquisition by the Infosys Expanded Stock Ownership Trust subject to regulatory approvals, as originally approved by the shareholders in the 38th Annual General Meeting of the Company dated June 22, 2019.

13. The amount of provision of money (by way of grant and / or loan) to be provided for implementation of the scheme(s) by the Company to the trust – and if a loan, its tenure, utilization, repayment terms, etc.

The Company shall (from time to time) make provision for money by way of a grant and / or loan and / or provide guarantee or security in connection with the loan granted or to be granted to the Infosys Expanded Stock Ownership Trust to fund the Infosys Expanded Stock Ownership Trust, which shall be utilized for the purpose of purchase of equity shares of the Company from the secondary market on the platform of a recognized stock exchange for the Amended 2019 Plan. Such amount provisioned to the Infosys Expanded Stock Ownership Trust shall not exceed the statutory limits. To the extent a loan is made by the Company, the exercise price received from the Eligible Employees upon exercise of the RSUs shall be used to repay the loan to the Company. Additionally, any dividends received on equity shares purchased pursuant to the Amended 2019 Plan shall be used in such manner as the Administrator may deem fit, including (i) for secondary acquisition of shares and / or (ii) repayment of the loan (if any) made by the Company to the Infosys Expanded Stock Ownership Trust. The tenure and other relevant terms of the loan (if any) made by the Company to the Infosys Expanded Stock Ownership Trust shall be as may be mutually agreed at the time of grant of the loan.

As the Company may provide money for purchase of its own shares for the purpose of implementing the Amended 2019 Plan, the details required in the explanatory statement for the provision of such money, under Section 67 read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014, are as follows:

- a. The class of employees for whose benefit the Amended 2019 Plan is being implemented, and money is being provided for purchase of or subscription to shares:

As mentioned in paragraph 3 above.

- b. The particulars of the trustee in whose favor such shares are to be registered:

Same as paragraph 13(c) below.

- c. The particulars of trust and name, address, occupation and nationality of trustees and their relationship with the promoters / promoter group, directors or key managerial personnel:

Name of the trust : Infosys Expanded Stock Ownership Trust

Address of the trust : Electronics City, Hosur Road, Bengaluru – 560100

Particulars of the trustees are given below:

1. Nandini S, an Indian Citizen, Infosys Limited, Electronics City, Hosur Road, Bengaluru – 560100, Karnataka
2. Shaji Mathew, an Indian citizen, Infosys Limited, Electronics City, Hosur Road, Bengaluru – 560100, Karnataka
3. Deepak Bhalla, an Indian citizen, Infosys Limited, Electronics City, Hosur Road, Bengaluru – 560100, Karnataka
4. Gopalakrishnan Ramachandran, an Indian citizen, Infosys Limited, Electronics City, Hosur Road, Bengaluru – 560100, Karnataka

All the above trustees are presently employees of the Company. None of the above trustees and their respective relatives are related to the promoters / promoter group, directors or key managerial personnel of the Company.

- d. Any interest of key managerial personnel, directors or promoters in the 2019 Plan or trust and effect thereof

Directors and key managerial personnel may be deemed to be interested to the extent of RSUs as may be granted to them under the Amended 2019 Plan, and to the extent of their shareholding as shareholders of the Company.

- e. The detailed particulars of benefits which will accrue to the employees from the implementation of the 2019 Plan

The employee can receive equity shares, ADRs, or cash upon exercise of RSUs granted to them as per the relevant award agreement.

- f. Details about who would exercise the voting rights and how in respect of the equity shares to be purchased or subscribed under the Amended 2019 Plan would be exercised.

The SEBI Regulations provide that the trustee of a trust governed under the SEBI Regulations, shall not vote in respect of the shares held by the trust, so as to avoid any misuse arising out of exercising such voting rights.

14. Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s)

The Infosys Expanded Stock Ownership Trust can acquire such equity shares through secondary acquisition as originally approved by the shareholders in the 38th Annual General Meeting of the Company dated June 22, 2019, which is within the limits specified under the applicable laws.

15. A statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15

The Company will conform to the applicable accounting policies prescribed under the SEBI Regulations, or any other policy(ies) that may be prescribed under law with respect to accounting for stock options including the disclosure requirements prescribed therein.

16. The method which the Company shall use to value its options:

To calculate the employee compensation cost, the Company shall use the Fair Value Method for the valuation of the RSUs granted.

17. Lock-in

The shares issued pursuant to exercise of RSUs shall not be subject to any lock-in period restriction.

Validity period of the Amended 2019 Plan

The grants made under the Amended 2019 Plan shall be made over a further period of seven (7) years from the date of approval of the Amended Plan by the Company's shareholders, and the Amended 2019 Plan will continue in effect for a further period of ten (10) years from the date of approval of the Amended Plan by the Company's shareholders. This validity period can be extended (if required) by the shareholders.

As the Amended 2019 Plan provides for issue of equity shares and ADRs to be offered to persons other than the existing shareholders of the Company, consent of the shareholders is being sought pursuant to Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 and as per Regulation 6 of the SEBI Regulations.

Pursuant to the provisions of the SEBI Regulations, a separate resolution is required to be passed if the grant of RSUs, to the employees of subsidiaries. Accordingly, the resolutions set as Item Nos. 4 and 5 are being placed separately for the approval of shareholders. None of the promoters / promoter group or their relatives are in any way concerned or interested in these resolutions except to the extent of their shareholding as shareholders. The directors, key managerial personnel or their relatives may be deemed to be concerned or interested in these resolutions to the extent of RSUs granted to them and to the extent of their shareholding as shareholders.

The Board of Directors of the Company recommends the passing of the proposed resolutions stated in item nos. 4 and 5 as special resolutions.

Background and context for item no. 6

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") as amended, provides a regulatory mechanism for re-classification of members from the 'Promoters and Promoter group' to 'Public' category subject to fulfilment of conditions as provided therein.

The Company is in receipt of a joint request letter dated April 30, 2026 ("Request Letter") from Mr. Shreyas Shibulal and Ms. Bhairavi Madhusudhan Shibulal (collectively, the "Applicants"), seeking reclassification from the 'Promoter and Promoter Group' category to the 'Public' category, in accordance with Regulation 31A of the LODR Regulations. Details of the Applicants, along with their shareholding in the Company (as of March 31, 2026) are set out below:

Sl. No.	Name of outgoing promoter/ promoter group member(s)	No. of shares held	% of holding
1.	Shreyas Shibulal	1,79,37,000	0.44
2.	Bhairavi Madhusudhan Shibulal	48,85,500	0.12
Total		2,28,22,500	0.56

The Applicants have stated in the Request Letter that their classification as 'Promoter and Promoter Group' is solely because of their relationship with Mr. S. D. Shibulal (Mr. Shreyas Shibulal being his son and Ms. Bhairavi Madhusudhan Shibulal being his daughter-in-law). Mr. S. D. Shibulal is the promoter of the Company and was one of the co-founders of the Company, however, since 2014, he has ceased to be involved in the Company. The Applicants have further stated that neither of them have worked with the Company in any capacity, nor have they been involved in the business, management, or decision-making in relation to the Company. The Applicants have never held any position of KMP or director in the Company, and do not have any right either to appoint any director of the Company or any ability to control the management or policy decisions of the Company in any manner whatsoever. Further, the Applicants have confirmed that they only receive information about the Company as ordinary public shareholders of the Company, and their classification as 'Promoter and Promoter Group' is solely because of their relationship with Mr. S. D. Shibulal (being his son and daughter-in-law).

A copy of the request letter received from the Applicants has been disseminated to the stock exchanges on April 30, 2026, and is publicly available at www.nseindia.com, www.bseindia.com, and www.infosys.com.

The Applicants have given an undertaking that, in terms of Regulation 31A(3) of the LODR Regulations, the Applicants and the person(s) related to the Applicants together:

- do not hold more than ten percent of the total voting rights in the Company;
- do not exercise control over the affairs of the Company directly or indirectly;
- do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- are not being represented on the Board (including by way of nominee directorship)
- do not act as key managerial personnel in the Company
- are not a 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines;
- are not a fugitive economic offender

The Applicants have confirmed that there is no pending regulatory action against them. The Applicants have further confirmed that they shall:

(a) at all times from the date of re-classification, continue to comply with the conditions specified in sub-clause (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of the LODR Regulations; and

(b) comply with the conditions mentioned in sub-clauses (iv), (v) of clause (b) of Regulation 31A(3) of the LODR Regulations for a period of not less than 3 (three) years from the date of reclassification.

The Board of Directors of the Company ("Board"), at its meeting held on April 30, 2026, had inter alia taken note of the following:

- i. The Applicants are engaged in their respective independent professions / businesses and are neither connected, directly or indirectly, with the operations or decision-making of the Company, nor do they exercise any influence over the decisions of the Company.
- ii. The Applicants do not have any representation on the Board and are not acting as key managerial personnel of the Company.
- iii. The Applicants hold less than 1% of the paid-up equity share capital of the Company, and the Applicants together with the persons related to them hold less than 10% of the paid-up equity share capital of the Company.

The Board considered the facts stated above and approved the request for re-classification of the Applicants from 'Promoter and Promoter Group' category to 'Public' category, subject to receipt of necessary approval from the stock exchanges and compliance with such other requirements as may be prescribed in this regard, including obtaining approval from the shareholders.

Pursuant to such approval by the Board, the Company filed applications dated May 1, 2026, with BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE", together with BSE, "Stock Exchanges"). In response to the Company's applications, the Company received No-objection letters from BSE vide letter no. LIST/ COMP/ HG/ 059/ 2026-27 and NSE vide letter no. NSE/ LIST/ COMP/ INFY/ 587/ 2026-2027 both dated May 11, 2026, respectively for reclassification of the Applicants from 'Promoter and Promoter Group' category to 'Public' category.

Further, the Board confirms the following:

- i. The Company is compliant with the requirement for minimum public shareholding as required under Regulation 38 of the LODR Regulations;
- ii. The trading in the Company's equity shares is not suspended by any of the Stock Exchanges on which the Company is listed;
- iii. The Company does not have any outstanding dues to the Securities and Exchange Board of India, the Stock Exchanges or the depositories.

Considering the above, the Board recommends the passing of the proposed resolution stated in Item no. 6 as an ordinary resolution. The members may note that in accordance with Regulation 31A(3)(a)(vi) of the LODR Regulations, the Applicants and the persons related to them (as defined under clause (b) of sub-regulation (1) of Regulation 31A of the LODR Regulations) shall not vote on this resolution.

No directors, key managerial personnel or their relatives are interested or concerned in the resolution.

Additional information on directors recommended for appointment / reappointment as required under Regulation 36 of the LODR Regulations and applicable secretarial standards



Nandan M. Nilekani
Chairman

Nandan M. Nilekani (Nandan) is the Co-Founder and Chairman of Infosys Technologies Limited. He was the Founding Chairman of the Unique Identification Authority of India (UIDAI) in the rank of a Cabinet Minister from 2009-2014. Nandan has co-founded and is the Chairman of EkStep Foundation, a not-for-profit effort to create a learner-centric, technology-based platform to improve basic literacy and numeracy for millions of children. In January 2023, he was appointed as the co-chair of the G20 Task Force on Digital Public Infrastructure for Economic Transformation, Financial Inclusion, and Development.

Born in Bengaluru, Nandan received his bachelor's degree from Indian Institution of Technology (IIT), Bombay. Fortune Magazine conferred him as Asia's Businessman of the Year 2003. In 2005, he received the prestigious Joseph Schumpeter prize for innovative services in economy, economic sciences, and politics. In 2006, he was awarded the Padma Bhushan. He was also named Businessman of the Year by Forbes Asia. Time magazine listed him as one of the 100 Most Influential People in the World in 2006 and 2009. Foreign Policy magazine listed him as one of the Top 100 Global Thinkers in 2010. In 2014, he won The Economist Social & Economic Innovation Award for his leadership of India's Unique Identification initiative (Aadhaar). In 2017, he received the Lifetime Achievement Award from E & Y. CNBC-TV 18 conferred him with the India Business leader award for outstanding contributor to the Indian Economy-2017 and he also received the 22nd Nikkei Asia Prize for Economic & Business Innovation 2017. He was inducted as International Honorary Member of the American Academy of Arts and Sciences in 2019. Business Standard Annual awards 2022 conferred "The Lifetime Achievement Award." TIME Magazine has featured him among 100 Most Influential People in AI-2024.

Nandan is the author of "Imagining India", co-authored his second book with Viral Shah, "Rebooting India: Realizing a Billion Aspirations" and co-authored his third book with Tanuj Bhojwani, "The Art of Bitfulness: Keeping calm in the digital world," released in January 2022.

Age: 70 years

Nature of expertise in specific functional areas: Information Technology, Leadership, Strategy, Board service & governance, Financial, Diversity, Global business, Sales & marketing, Cybersecurity, Mergers & Acquisitions, Risk management, and Sustainability & ESG

Disclosure of inter-se relationships between directors and KMP: None

Entities (other than the Infosys Group) in which Nandan holds directorship and committee membership:

Board membership

Indian entities	<ul style="list-style-type: none">Avanti Finance Private LimitedR. Tehmurasp Investment Company Private LimitedEkStep FoundationIndian Institute for Human Settlements
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Committee membership

Nil

Listed entities from which Nandan has resigned in the past three years: Nil

Shareholding in the Company as on May 28, 2026:

Name	Category	No. of equity shares held
Nandan M. Nilekani	Chairman	4,07,89,562

Remuneration proposed to be paid: Nandan voluntarily chose not to receive any remuneration for his services rendered to the Company.

Key terms and conditions of appointment: As per the resolution at item no. 3 of this Notice, Nandan, whose office as director is liable to retire at the ensuing AGM, being eligible, seeks reappointment.

Date of first appointment to the Board, last drawn remuneration and number of Board meetings attended: Nandan was first appointed to the Board in 1981. He ceased to be a member of the Board on July 9, 2009. He was unanimously appointed as a member and Chairman of the Board effective August 24, 2017. He voluntarily chose not to receive any remuneration for his services rendered to the Company. Details pertaining to his appointment, remuneration, and number of meetings attended are provided in the *Corporate governance report* of this Integrated Annual Report.

Instructions for participation through VC

Please follow the below steps for registration and participation.

Step 1:	Access the VC portal by clicking this link: https://emeetings.kfintech.com/Infosys or you could also join the AGM by visiting the investor page on our Company's website, www.infosys.com	System requirements for best VC experience Internet connection: Broadband, wired or wireless (4G or 5G/LTE), with a speed of 10 Mbps or more Microphone and speakers: Built-in or USB plug-in or wireless Bluetooth Browser: All major browsers (Google Chrome: Version 90 or latest Microsoft Edge Chromium: Version 90 or latest Safari: Version 12 or latest) Internet Explorer: Not supported Helpline numbers: +91-80- 4156 5555 +91-80- 4156 5777
Step 2:	Log in to join the VC session by using your DP ID and Client ID / Folio Number together with your PAN a) Members with NSDL account: 8-character DP ID followed by 8-digit Client ID (For example, if your DP ID is IN300*** and Client ID is 12*****, then your user ID is IN300***12*****). b) Members with CDSL account: 16-digit Beneficiary ID (For example, if your Beneficiary ID is 12*****, then your user ID is 12*****). c) Members with physical folio: ITL + Folio Number registered with the Company (For example, if your Folio Number is 0*****, then your user ID is ITLO*****)	
	Note: Institutional / corporate shareholders are required to upload the Board Resolution / Authorization Letter authorizing its representatives to attend the AGM through VC.	
Step 3:	Click 'Enter' to join the virtual AGM.	
Step 4:	Members may post questions in the 'Ask a Question' section. This option will be available once the AGM proceedings have commenced. Further, members will be enabled to ask questions through video conference as well.	
Step 5:	Members who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM by following the 'Instructions for e-voting'.	

General guidelines for VC participation

- i. Members may note that the 45th AGM of the Company will be convened through VC in compliance with the applicable provisions of the Act, read with the Circulars. The facility to attend the meeting through VC will be provided by the Company. Members may access the same at: <https://emeetings.kfintech.com/Infosys/>
- ii. The facility of joining the AGM through VC will be opened 60 minutes before the scheduled start time of the AGM and will be available for members on a first-come-first-served basis.
- iii. The Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM.
- iv. Members can participate in the AGM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high-speed internet connectivity.
- v. Please note that participants connecting from mobile devices or tablets, or through laptops via mobile hotspot, may experience audio / video loss due to fluctuation in their respective networks. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any of the aforementioned glitches.

Instructions for e-voting





The process to vote electronically on NSDL e-voting system consists of two steps:

Step 1: Access to the NSDL e-voting system

(A) Login method for e-voting for individual shareholders holding securities in demat mode

In terms of SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login method
Individual shareholders holding securities in demat mode with NSDL	Existing IDeAS user can visit the e-Services website of NSDL, Viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period..
	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.
	Shareholders / Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual shareholders holding securities in demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon and New System Myeasi Tab and then use your existing my easi username and password.

	After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.
	If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
	Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and also able to directly access the system of all e-voting Service Providers.
Type of shareholders	Login Method
Individual shareholders (holding securities in demat mode) logging in through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" and "Forgot Password" options available on the above-mentioned website.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call 022-48867000
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call the toll-free number 1800-21-09911

B) Login method for e-voting and voting during the meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. Enter your User ID, Password / OTP and a verification code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log in to NSDL e-services using your login credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with NSDL	8-character DP ID followed by 8-digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL	16-digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your User ID is 12*****
c) For members holding shares in physical mode	EVEN Number followed by Folio Number registered with the Company For example, if your Folio Number is 001*** and EVEN is 139407 then your User ID is 139407001***

5. Password details for shareholders other than individual shareholders are given below:
 - a. If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
 - b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' for the system to prompt you to change your password.
 - c. How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit Client ID for your NSDL account, or the last 8 digits of your Client ID for CDSL account, or Folio Number for shares held in physical mode. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:
 - a. Click on 'Forgot User Details / Password?' (If you hold shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. Physical User Reset Password? (If you hold shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by the above two options, you can send a request to evoting@nsdl.com mentioning your demat account number / Folio Number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting their vote on the e-voting system of NSDL.
7. After entering your password, tick on "Agree with Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on the 'Login' button.
9. After you click on the 'Login' button, the homepage of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to evoting@infosys.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to evoting@nsdl.com, or contact Amit Vishal, Deputy Vice President, or Pallavi Mhatre, Assistant Vice President, National Securities Depository Ltd., at the designated email ID: evoting@nsdl.com to get your grievances on e-voting addressed.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by email to investors@infosys.com & evoting@infosys.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) to investors@infosys.com & evoting@infosys.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-voting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholders/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

Information at a glance

Particulars	Details
Time and date of AGM	4:00 p.m. IST, Tuesday, June 23, 2026
Mode	Video conference and other audio-visual means
Participation through video-conferencing	https://emeetings.kfintech.com/Infosys
Helpline number for VC participation	+91-80-4156 5555 / +91-80-4156 5777
Webcast and transcripts	https://www.infosys.com/investors.html
Record date for the purpose of dividend	Wednesday, June 10, 2026
Dividend payment date	Thursday, June 25, 2026
Information of tax on dividend	https://www.infosys.com/investors/shareholder-services/dividend-tax.html
Cut-off date for e-voting	Tuesday, June 16, 2026
E-voting start time and date	9:00 a.m. IST, Thursday, June 18, 2026
E-voting end time and date	5:00 p.m. IST, Monday, June 22, 2026
E-voting website of NSDL	https://www.evoting.nsdl.com/
Name, address and contact details of e-voting service provider	<p>Contact name: Amit Vishal <i>Deputy Vice President</i></p> <p>Pallavi Mhatre <i>Assistant Vice President</i></p> <p>National Securities Depository Limited, 301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051</p> <p>Contact details: Email IDs: evoting@nsdl.com amitv@nsdl.com pallavid@nsdl.com Contact number: 022 - 4886 7000</p>
Name, address and contact details of Registrar and Transfer Agent	<p>Contact name: Shobha Anand <i>Vice President</i></p> <p>KFin Technologies Limited, Unit: Infosys Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032</p> <p>Contact details: Email IDs: shobha.anand@kfintech.com; einward.ris@kfintech.com; Contact number: 1800-309-4001</p>