

The Manager-Listing  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 023.

October 5, 2015

Dear Sir/Madam,

**Sub: Compliance with Clause 49 of the Listing Agreement**

In compliance with the provisions of Clause 49 of the listing agreement, we are furnishing Infosys Limited's Quarterly Compliance Report for the quarter ended **September 30, 2015**.

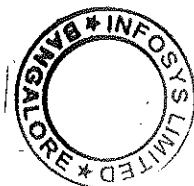
Particulars	Clause of listing agreement	Compliance status (Yes/No)	Remarks
<b>II. Board of Directors</b>	49 (II)	Yes	-
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive directors' compensation and disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of conduct	49 (IIE)	Yes	-
(F) Whistle Blower policy	49 (IIF)	Yes	-
<b>III. Audit Committee</b>	49 (III)	Yes	-
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of information by Audit Committee	49 (IIIE)	Yes	-
<b>IV Nomination and Remuneration Committee</b>	49 (IV)	Yes	-
<b>V. Subsidiary Companies</b>	49 (V)	Yes	-
<b>VI. Risk Management</b>	49 (VI)	Yes	-
<b>VII. Related party transactions</b>	49 (VII)	Yes	-
<b>VIII. Disclosures</b>	49 (VIII)	Yes	-
(A) Related party transactions	49 (VIIIA)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	-
(C) Remuneration of Directors	49 (VIIC)	Yes	-
(D) Management	49 (VIID)	Yes	-
(E) Shareholders	49 (VIIIE)	Yes	-
(F) Proceeds from public issues, rights issue, preferential issues etc.	49 (VIIF)	NA	-
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	-
<b>X. Report on corporate governance</b>	49 (X)	Yes	-
<b>XI. Compliance</b>	49 (XI)	Yes	-

Note: There were no material transactions with related parties during the quarter

Yours sincerely,  
For Infosys Limited



**AGS Manikantha**  
Company Secretary



**INFOSYS LIMITED**  
CIN: L85110KA1981PLC013115  
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Bangalore 560 100, India  
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The Manager-Listing  
The NSE of India, Exchange Plaza, 5<sup>th</sup> floor  
Plot No. C/1, G Block, Bandra-Kurla Complex,  
Bandra (East), MUMBAI - 400 051.

October 5, 2015

Dear Sir/Madam,

**Sub: Compliance with Clause 49 of the Listing Agreement**

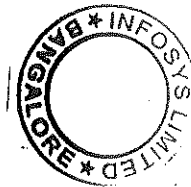
In compliance with the provisions of Clause 49 of the listing agreement, we are furnishing Infosys Limited's Quarterly Compliance Report for the quarter ended September 30, 2015.

Particulars	Clause of listing agreement	Compliance status (Yes/No)	Remarks
<b>II. Board of Directors</b>	49 (II)	Yes	-
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive directors' compensation and disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of conduct	49 (IIE)	Yes	-
(F) Whistle Blower policy	49 (IIF)	Yes	-
<b>III. Audit Committee</b>	49 (III)	Yes	-
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of information by Audit Committee	49 (IIIE)	Yes	-
<b>IV Nomination and Remuneration Committee</b>	49 (IV)	Yes	-
<b>V. Subsidiary Companies</b>	49 (V)	Yes	-
<b>VI. Risk Management</b>	49 (VI)	Yes	-
<b>VII. Related party transactions</b>	49 (VII)	Yes	-
<b>VIII. Disclosures</b>	49 (VIII)	Yes	-
(A) Related party transactions	49 (VIIIA)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	-
(C) Remuneration of Directors	49 (VIIIC)	Yes	-
(D) Management	49 (VIIID)	Yes	-
(E) Shareholders	49 (VIIIE)	Yes	-
(I) Proceeds from public issues, rights issue, preferential issues etc.	49 (VIII I)	NA	-
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	-
<b>X. Report on corporate governance</b>	49 (X)	Yes	-
<b>XI. Compliance</b>	49 (XI)	Yes	-

Note: There were no material transactions with related parties during the quarter

Yours sincerely,  
For Infosys Limited

  
**AGS Manikantha**  
Company Secretary



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