

ANNEXURE I
Quarterly Compliance Report on Corporate Governance

Name of Listed entity	Infosys Limited
Quarter ending	December 31, 2023

I. Composition of Board of Directors

Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointme nt	Date of re - Appointme nt	Date of Cess ation	Tenur e (mont hs)	Date of Birth	Whether the director is disqualifi ed?	Current Status	No. of Directorshi p in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Nandan Nilekani	00041245	Chairperson-Non-Executive	24-Aug-2017				02-Jun-1955	No	Active	1	0	0	0
Salil Parekh	01876159	Executive-Managing Director-Chief Executive Officer	02-Jan-2018	01-July-2022			05-Jun-1964	No	Active	1	0	0	0
D. Sundaram	00016304	Non-Executive-Independent	14-Jul-2017	14-Jul-2022		78	16-Apr-1953	No	Active	3	3	5	2
Michael Nelson Gibbs	08177291	Non-Executive-Independent	13-Jul-2018	13-Jul-2021		66	08-Nov-1957	No	Active	1	1	2	1
Bobby Kanubhai Parikh	00019437	Non-Executive-Independent	15-Jul-2020	15-Jul-2023		42	30-Apr-1964	No	Active	3	3	7	4
Chitra Nayak	09101763	Non-Executive-Independent	25-Mar-2021			33	09-Apr-1963	No	Active	1	1	1	0
Govind Iyer	00169343	Non-Executive-Independent	12-Jan-2023			12	22-Sept-1962	No	Active	1	1	0	0
Helene Auriol Potier	10166891	Non-Executive-Independent	26-May-2023			7	26-Nov-1962	No	Active	1	1	0	0

Company Remarks	The memberships count will also include the count in which the director is a chairperson.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

II. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bobby Kanubhai Parikh	ID	Chairperson	16-Jul-2020	
2	D. Sundaram	ID	Member	14-Jul-2017	
3	Michael Nelson Gibbs	ID	Member	04-Feb-2020	

Company Remarks	Bobby Kanubhai Parikh was appointed as a Member of Audit committee effective 16-Jul-2020 and later became the chairperson of the committee effective 23-Mar-2023.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Michael Gibbs	ID	Chairperson	23-Mar-2023	
2	D. Sundaram	ID	Member	21-Apr-2020	
3	Bobby Kanubhai Parikh	ID	Member	14-Jan-2021	
4	Chitra Nayak	ID	Member	25-Mar-2021	

Company Remarks	Michael Gibbs was appointed as member and Chairperson of Stakeholders Relationship Committee effective 23-Mar-2023
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	D. Sundaram	ID	Chairperson	14-Jul-2017	
2	Michael Nelson Gibbs	ID	Member	13-Jul-2018	
3	Bobby Kanubhai Parikh	ID	Member	16-Jul-2020	
4	Chitra Nayak	ID	Member	25-Mar-2021	
5	Govind Iyer	ID	Member	13-Jan-2023	
6	Helene Auriol Potier	ID	Member	17-Jun-2023	

Company Remarks	D. Sundaram was appointed as a member of Risk Management Committee effective 14-Jul-2017 and later became the chairperson of the committee effective 21-Apr-2020.
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	D. Sundaram	ID	Chairperson	14-Jul-2017	
2	Michael Nelson Gibbs	ID	Member	21-Apr-2020	
3	Govind Iyer	ID	Member	13-Jan-2023	

Company Remarks	D. Sundaram was appointed as a member of Nomination and Remuneration Committee effective 14-Jul-2017 and later became the chairperson of the committee effective 23-Mar-2023
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Govind Iyer	ID	Chairperson	13-Jan-2023	
2	Chitra Nayak	ID	Member	25-Mar-2021	
3	Michael Nelson Gibbs	ID	Member	20-Apr-2023	

Company Remarks	Govind Iyer was appointed as a member of Corporate Social Responsibility committee effective 13-Jan-2023 and later became the chairperson of the committee effective 23-Mar-2023.
Whether Permanent chairperson appointed	Yes

f. Environmental, Social and Governance Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Chitra Nayak	ID	Chairperson	14-Apr-2021	
2	Govind Iyer	ID	Member	13-Jan-2023	
3	Helene Auriol Potier	ID	Member	17-Jun-2023	

Company Remarks	Chitra Nayak was appointed as a member of Environmental, Social and Governance committee effective 14-Apr-2021 and later became the chairperson of the committee effective 14-Apr-2022
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III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total number of directors as on date of the meeting	Number of Directors present	Number of Independent Directors present
July 20, 2023		Yes	8	8	6
	October 12, 2023	Yes	8	8	6
	December 11, 2023	Yes	8	6	4

Company Remarks	The meeting was held over October 11 th and 12 th .
Maximum gap between any two consecutive meetings (in number of days)	83 days

IV. **Meeting of Committees**

Name of the Committee	Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total number of directors as on date of the meeting	Number of Directors present	Number of independent directors present	No. of members attending the meeting (other than Board of Directors)
Audit Committee	July 20, 2023		Yes	3	3	3	0
Audit Committee		October 12, 2023	Yes	3	3	3	0
Audit Committee		December 11, 2023	Yes	3	3	3	0
Nomination & Remuneration Committee	July 19, 2023		Yes	3	3	3	0
Nomination & Remuneration Committee		October 11, 2023	Yes	3	3	3	0
Nomination & Remuneration Committee		December 11, 2023	Yes	3	3	3	0
Stakeholders Relationship Committee	July 18, 2023		Yes	4	4	4	0
Stakeholders Relationship Committee		October 10, 2023	Yes	4	4	4	0
Risk Management Committee	July 18, 2023		Yes	6	6	6	0
Risk Management Committee		October 10, 2023	Yes	6	5	5	0
Corporate Social	July 18, 2023		Yes	3	3	3	0

Responsibility Committee							
Corporate Social Responsibility Committee		October 10, 2023	Yes	3	3	3	0
Environmental, Social and Governance Committee	July 18, 2023		Yes	3	3	3	0
Environmental, Social and Governance Committee		October 10, 2023	Yes	3	2	2	0

Company Remarks	Audit Committee meeting was held over October 11 th and 12 th .
Maximum gap between any two consecutive meetings (in number of days) [Only for Audit Committee]	83 days

Details of Cyber Security Incidence	
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No*
Date of the event	Brief details of the event
NA	NA
*Note: The above relates to Infosys Limited on a standalone basis. On November 3, 2023, the Company has filed a statement with the stock exchanges regarding Infosys McCamish Systems (“IMS”), a subsidiary of Infosys BPM Limited (a wholly owned subsidiary of Infosys Limited) has become aware of a cybersecurity; event resulting in non-availability of certain applications and systems in IMS.	

Annexure I		
V. Related Party Transactions		
Sr. No	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes

2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Annexure 1		
VI. Affirmations		
Sr. No.	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

This report was placed before the Board of Directors in their meeting held on January 11, 2024.

Name : A.G.S Manikantha
Designation : Company Secretary