

ANNEXURE I**Format to be submitted by listed entity on quarterly basis****1. Name of Listed Entity :** Infosys Limited**2. Quarter ending :** March 31, 2017**I. Composition of Board of Directors**

Name of the Director	Category (Chairperson/Executive/Non-Executive/independent/Non-minee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity	Number 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
Roopa Kudva	Independent	04/02/2015	2 years	1	-	1
R. Seshasayee	Non-Executive Chairperson/Independent	01/04/2014	3 years	3	2	-
Prof. Jeffrey S. Lehman	Independent	14/04/2016	11 months	1	1	1
Kiran Mazumdar-Shaw	Independent	10/01/2014	3 years and 2 months	5	-	-
Ravi Venkatesan	Independent	01/04/2014	3 Years	2	2	-
U.B. Pravin Rao	Executive	10/01/2014	3 years and 2 months	1	-	-
Dr. Vishal Sikka	Executive	01/04/2016	1 Year	1	-	-
Prof. John Etchemendy	Independent	04/12/2014	2 years and 3 months	1	1	-
Dr. Punita Kumar-Sinha	Independent	14/01/2016	1 year and 2 months	6	1	1
D.N. Prahlad	Independent	14/10/2016	5 Months	1	1	-

Note: 1. R Seshasayee, Prof. Jeffrey S. Lehman and Ravi Venkatesan were appointed on the Board before the new Companies Act, 2013 was notified. Ministry of Corporate Affairs, Government of India, by a notification, had clarified that if a company intends to appoint existing independent directors as independent directors under the Act, such appointment must be made expressly within one year from April 1, 2014. The Company complied with the provisions of the Companies Act, 2013 and the notification of the Ministry of Corporate Affairs and appointed the above directors in accordance with Section 149(10) and (13) and other relevant provisions of the Companies Act, 2013.

2. Prof. Jeffrey S Lehman was re-appointed as Independent Director with effect from April 14, 2016, Dr. Vishal Sikka was reappointed as Managing Director and CEO with effect from April 1, 2016 by members vide their postal ballot which concluded on March 31, 2016.

3. Jeffrey S. Lehman and John Etchemendy are foreign nationals, hence they do not have PAN details.

II. Composition of Committees

<i>Name of Committee</i>	<i>Name of Committee members Category</i> (Chairperson/Executive/Non-Executive/independent/Nominee) \$	<i>Category</i> (Chairperson/Executive/Non-Executive/independent/ Nominee)
1. Audit Committee	Roopa Kudva R. Seshasayee Prof. Jeffrey S. Lehman Ravi Venkatesan	Independent / Chairperson Independent Independent Independent
2. Nomination & Remuneration Committee	Prof. Jeffrey S. Lehman R. Seshasayee Prof. John W. Etchemendy Kiran Mazumdar-Shaw D. N. Prahlad	Independent / Chairperson Independent Independent Independent Independent
3. Risk and Strategy Committee	Ravi Venkatesan Kiran Mazumdar-Shaw Roopa Kudva Prof. John W. Etchemendy Dr. Punita Kumar-Sinha D.N. Prahlad	Independent / Chairperson Independent Independent Independent Independent Independent
4. Stakeholders Relationship Committee	Prof. Jeffrey S. Lehman Ravi Venkatesan Prof. John W. Etchemendy D.N. Prahlad	Independent / Chairperson Independent Independent Independent
5. Finance and Investment Committee	Dr. Punita Kumar-Sinha Roopa Kudva Ravi Venkatesan Kiran Mazumdar-Shaw Prof. John W. Etchemendy	Independent / Chairperson Independent Independent Independent Independent

6. Corporate Social Responsibility Committee	R. Seshasayee Kiran Mazumdar-Shaw Dr. Vishal Sikka	Independent / Chairperson Independent Executive	
III. Meeting of Board of Directors			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
14/10/2016 & 05/12/2016	13/01/2017, 23/02/2017 & 09/03/2017	40 days	
IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
12/01/2017 – Audit Committee Meeting	Yes	13/10/2016	90 days
13/01/2017 & 23/02/2017 - Nomination and Remuneration committee	Yes	13/10/2016 & 21/12/2016	41 days
12/01/2017 - Stakeholders Relationship Committee	Yes	13/10/2016	90 days
12/01/2017 & 17/03/2017 - Risk and Strategy Committee	Yes	13/10/2016	90 days
12/01/2017 - Corporate Social Responsibility Committee	Yes	13/10/2016	90 days
12/01/2017 – Finance and Investment Committee	Yes	13/10/2016	90 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

VI. Affirmations

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. - Yes
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. 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
4. 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
5. This report and the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

This report was placed before the Board in their meeting held on April 13, 2017. The Board had no comments on the same.

Name : A G S Manikantha
Designation : Company Secretary

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

1. **Name of Listed Entity:** Infosys Limited
2. **Financial year ending:** March 31, 2017

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their Associates	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes

<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of Risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes*
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to obligations of directors and senior management</i>	26(2) & 26(5)	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.
*The Company does not have unlisted material subsidiary.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Yes

Name : A G S Manikantha
Designation : Company Secretary