

DEFAULT IS
DIGITAL >>>

ANNUAL | 2014
REPORT | 2015





DEFAULT IS DIGITAL >>>

Historians may remember this decade for the rapid changes in the geo-political situation in many countries. But History will also record this time as one in which a large proportion of humanity underwent a tectonic shift powered by a set of new technologies collectively called Digital, which have profoundly changed the way they work, play, and live.

In the context of business, these fast-evolving Digital technologies (cloud, mobile, Big Data & analytics, social, and Artificial Intelligence & Robotics), as well as newer, composite technologies such as the Internet of Things and 3D printing are forcing enterprises to reimagine their business processes, adopt new business models, or fundamentally change the way they operate and engage their customers and other stakeholders in this 'Digital Consumer Economy'. Today, we have an unprecedented volume of data about every aspect of our business and the ability to monitor, sift, and analyse this data, and by doing so, adapt to changing customer preferences on a real-time basis.

The shift to a '**Digital Consumer Economy**' has already begun to rearrange the pecking order in the media, retail, high-tech, telecommunications and other industries. The scale and pace of change is so dramatic that not only is it impacting industry structures but also rapidly blurring boundaries across industries. Over the last decade, we have seen computer firms transform into telecommunications device and music distribution firms; movie rental firms morph into TV production companies; and online retailers offer technology services.

The theme of TCS' 2014-15 Annual Report reflects these trends and attempts to give colour to the way everything is being reimaged – underlining the fact that **Digital is the new Default**.

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BOARD OF DIRECTORS



(Standing - Left to Right)

V Thyagarajan
Director

R Sommer
Director

P A Vandrevala
Director

A Mehta
Director

I Hussain
Director

O P Bhatt
Director

(Seated - Left to Right)

C M Christensen
Director

N Chandrasekaran
Chief Executive Officer
and Managing Director

CP Mistry
Chairman

Aarthi Subramanian
Executive Director

V Kelkar
Director

HIGHLIGHTS



Revenue
₹ 94,648 crore



15.7%



Net Profit
₹ 19,852 crore

Net Margin
21.0%



19.7%

Market Capitalisation
₹ 5,00,249 crore



3,15,000 +
Total Employees

Employee Count
1,00,000 +
Women Employees (33%)

122
Nationalities



Dividend
for FY 14 - 15

₹ 79
per share including

₹ 24
as final dividend*



* Proposed

MEMORIES OF THE YEAR

First company in India to have 1,00,000+ women associates

With a gender diversity ratio of approximately 33%, TCS crossed the milestone of employing more than 1,00,000 women during FY15, making it one of the largest employers of women in the world. Today, TCS is proud to have a senior woman leader on the board of directors of the Company, several leaders who are playing an active role in business, women managers who are taking the organisation to new heights across the globe as well as many young engineers who are starting their careers with TCS. This provides the platform for more women to take up the mantle of leadership to make this Company even stronger and more diverse.

From hiring the first woman engineer from campus back in 1982 to having a women workforce that is larger than the population of more than 25 countries in the world, TCS has pioneered the cause of gender diversity.



Debut edition of the TCS New York City Marathon

Attracting 50,000 runners from across the world every year, the TCS New York City Marathon is among the biggest and most prestigious endurance running events in the world. The inaugural edition of this race with TCS as the premier partner was run in 2014. This long-term partnership presents a great way for TCS to elevate its brand beyond the business community and accelerate our engagement with communities across North America to raise awareness about health and fitness. This initiative is symbolic of our continued investment and commitment to North America.

Hon'ble Prime Minister Modi drums up support for India at TCS Japan

TCS was honoured to welcome the Honorable Prime Minister of India, Shri Narendra Modi, the Chief Guest at the inauguration of the TCS Japan Technology and Culture Academy, aimed at enhancing the technology knowledge and cultural understanding between Indian and Japanese IT professionals. Images of the Hon'ble PM's spontaneous playing of ceremonial Taiko drums went viral on social media, signalling the increased partnership between India and Japan.

TCS Japan was formed in 2014. It is a unique venture formed in partnership with the Mitsubishi Corporation that aims to build a new global scale player with local knowledge in the Japanese IT industry, with TCS having a 51% stake in the new venture.



10 YEARS SINCE THE IPO

₹9,748 cr

our revenue in FY05

In FY10, it tripled and in FY15 it is almost 10 times
(Revenues as of March 31, 2015: ₹94,648 cr)

₹5 Trillion

our market cap

(Market cap as of March 31, 2015:
₹5,002,493 mn*)

1st Indian company to cross
this landmark



₹850

the price per share
when we went public

Today, it is approximately

₹10,000

(Return on investment of over 1100%)

2nd

our rank among
global IT employers



Over

\$80 bn

in market cap
(Market cap as
of March 31, 2015:
\$80,285 mn)

*As per NSE

OUR LEADERSHIP TEAM



N Chandrasekaran

Chief Executive Officer and Managing Director



R Gopinathan

Chief Financial Officer



Aarthi Subramanian

Executive Director



A Mukherjee

Executive Vice President and Global Head - HR

LETTER FROM THE CEO



Dear Shareholders,

The fiscal year 2014-15 has been a year of milestones and memories for TCS. Your Company has continued to deliver strong performance and further strengthened its position in key markets. This industry-leading performance was achieved in an environment of currency headwinds and a fast changing industry landscape, even as we move into an economic and societal landscape where the Default is Digital.

The past year also marked 10 years since the IPO of your Company. To celebrate our journey in the past decade, the board of directors announced a special Dividend of ₹40 per share on this occasion. This has taken the total dividend paid in FY15 to ₹79 per share including ₹24 proposed as final dividend.

The giant strides your Company has taken since our listing would not have been possible without the energy and dedication of over 319,000 TCSers. The company announced a special one-time bonus of ₹2,630 crore for all TCSers with over one year of service in appreciation of their efforts.

During the year, your Company grew annual revenues by 15.7% to ₹94,648 crore, while

profit after tax grew 14.3% to ₹21,912 crore, excluding the impact of the special one-time employee bonus. This further underscores the management's focus on financial management and operating discipline. As a business, your Company continues to develop deeper, more strategic partnerships with global customers by playing the role of a full stakeholder in their business. Our ability to align our teams to the customer's business goals, together with our extensive domain and technology knowledge, has helped us remain relevant to our customers. During the year, we added 5 clients to the \$100m+ category, taking the total to 29 clients, while customers in the \$50+ and \$20+ million bands grew by 15 and 26 respectively. This underscores our ability to build long-lasting partnerships where we add value to the customer's business chain on a sustainable basis and reiterates our preparedness in newer services like Digital.

During the year, your Company has continued to elevate its position in key markets like North America, the UK, Europe, and Australia. Your Company continues to expand and strengthen its presence in new geographical markets. A significant milestone this year was the creation of Tata

Consultancy Services Japan Ltd. as a strategic joint venture with Mitsubishi Corporation. Japan is the world's second largest IT market by spend and a very important component of our integrated global strategy. TCS has strengthened its presence in Japan with 3,500 local associates, new customer relationships, and a partner with shared strategic vision and common values. India continues to show enormous future potential with the government embarking on several digital and e-governance initiatives, but like other emerging markets, the nature of demand continues to be volatile.

We are at the beginning of a new age where the Default is Digital – an interplay of a phenomenon called "Consumerisation of IT" fuelled by a set of technologies commonly referred to as Social, Mobile, Big Data & Analytics, Cloud, and AI & Robotics. Like the internet revolution and the PC revolution before that, this began as a technological change but is rapidly transforming into a sociological change, driving and impacting practically every facet of our lives and work. Today's systems are being shaped by technologies like machine learning and automation; manufacturing is moving to customised 3D printing; commerce is moving

online. Such transformative changes are the drivers of today's global economy, disrupting many traditional firms and indeed industries, driving businesses to change and adapt.

Your Company has been at the leading edge of the Digital revolution since its inception and has been investing steadily across the spectrum of technologies and domain-led solutions. We anticipated Digital as being a significant transformation opportunity for all our clients across many dimensions of their business. Going forward, new concepts like service-as-a-software, agile platforms and artificial intelligence will play a bigger role in enterprise IT and your Company is well positioned to play a significant role in this journey.

With over 319,000 professionals across 60 countries to achieve this, we are building a Digital organisation that is always learning. I am proud to report that on average an employee of your Company spent 10.3 days on training over the last twelve months. Over the last one year, TCSers, including the 23,875 graduates hired, have undergone 2.59 million days of online training in technologies and domains and over 72,000 new certifications were granted to them. Our simplified processes have empowered employees in their ability to control more aspects of their working lives. At the same time, your Company continues to use real-time analytics to track behaviours and impact and make changes as needed.

The Digital theme is beginning to dominate what is happening across all facets of society. In some of the following pages, we have attempted to provide glimpses of the type of impact these Digital technologies like mobile and social are having on the manner in which we engage with and hire talent from universities and how we use technology to serve our customers. Digital is also having a big impact on applications that help alleviate some of society's pressing problems.

FY 15 was also a year of memories for your Company and it is my pleasure to share some of these achievements with you.

- Your Company was proud to become one of the few organisations in the world employing more than 100,000 women. Our talent pool's gender diversity ratio of 33% is something we are all proud of and we hope to see more successful women leaders emerge in the future.
- Your Company created a record on the Indian bourses by becoming the first Indian company to cross five lakh crore or five trillion rupees in market capitalisation in 2014.

- Your Company's contribution to the communities where TCSers live and work is also increasing in scope and scale - micro-projects in education, health and skills development in cities and communities in India, USA, the UK, Australia, and many others. I am proud to say that your Company contributed approximately ₹20 crore, including a generous voluntary contribution of ₹4.5 crore by TCS employees, to relief operations in natural disasters like the J&K Floods relief operation and the Hudhud Cyclone relief in Andhra Pradesh.

On a national scale, your Company has pledged ₹100 crore to the 'Swachh Bharat, Swachh Vidyalaya Abhiyan' to build dedicated sanitation facilities for girl students in adopted government schools. The program is being rolled-out in a phase-wise manner, with 860 schools targeted in Phase-1.

Internationally, our action agenda focuses on STEM education in developed markets - where there is a lack of skilled talent in areas like math and engineering - through policy initiatives, technology platforms and school outreach activities. We are also focused on health as well as wellness in society through your Company's participation in marathons across key global cities like New York, Amsterdam, Chicago and Mumbai. We are extending popular TCS programs like Fit4life to the community by organising campus and corporate running programs.

As an organisation, your Company continues to be driven by a strong performance ethic and a strong set of values and behaviours and is committed to delivering excellence to its stakeholders. Our investments in our people, capabilities, technology and infrastructure continue to ensure that your Company remains relevant to our customers and close to their business.

I look forward to your support and encouragement to help your Company scale newer heights in the coming years. Lastly, I would also like to thank all TCSers for their professionalism and focus that have made these achievements possible.

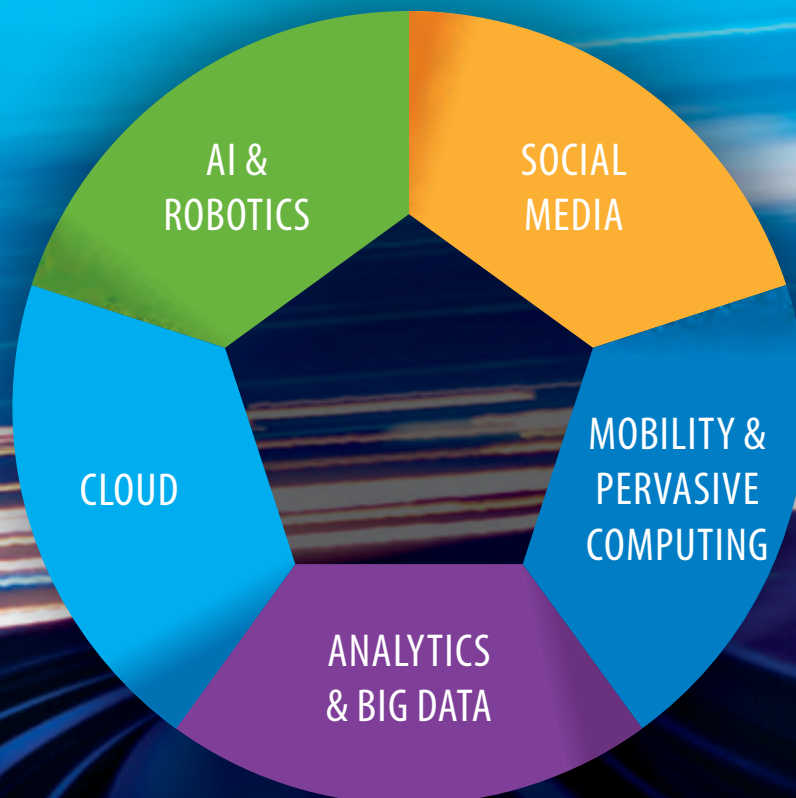
With warm regards

N Chandrasekaran

Chief Executive Officer and Managing Director

May 21, 2015

DIGITAL OPPORTUNITY



The Self-Optimising Supply Chain

Complete and real-time visibility on the supply and demand sides

Agility in responding to changed circumstances

Resilience to disruption

Customer Experience

Location and context awareness to enhance customer experience

Predicting problems and taking timely action to pre-empt them

Personalisation at Scale

Location sensing technologies and 3-D printing to enable "make-to-order" capability at "make-to-plan" cost

Security and Compliance

Product Track and Trace for stronger brand protection and narrower recalls

Compliance with regulatory e-Pedigree mandates

DIGITAL TALENT BUILDING

Research shows that from high school onwards, students are leading a lifestyle where the Default is Digital. Spending more than an hour on the internet every day with nine of ten students present on social networks, tomorrow's professionals are digitally savvy and expect their future employers to understand and adapt to their digital frame of mind.

Taking cognizance of these trends, your Company has started using social platforms, gamification programs and other interactive methods like contests, to create new methods of engagement for students from engineering and other disciplines so that they are able to become high performing IT professionals in the future.



Campus Commune

With membership of around 7,50,000 students from over 1,500 institutions across the world, Campus Commune is the flagship social network built by TCS to give students an online platform to learn about technology, and connect with like-minded students and teachers through peer-to-peer learning programs. It also uses interactive aspects like contests and quizzes for experiential learning exercises. Campus Commune, which is being extended globally, acts as a real-time interface between students, the academic community and TCS, thus building a continuously evolving, symbiotic eco-system of learning and sharing for the future.



EngiNX is a niche contest conducted by the Engineering and Industrial Services unit for students from engineering and technological institutes. In 2014, over 18,500 students registered for this contest, which resulted in 11 offers and 16 internships to the winners and finalists. It is a platform not only to create awareness and mindshare among students about the need to innovate constantly in terms of technology to help improve the quality of life, but also a chance to showcase their engineering talents.



The Assurance Services unit, to nurture talent, create awareness about careers in assurance and lay a strong foundation for students in the testing space, conducts an annual contest called TESTimony. Through this contest, students can jump-start their career in software testing and assurance, a relatively new career stream in the IT industry. Over 22,300 students registered in 2014, and 16 offers were made to the winners and finalists and 20 internships to participating students.

<C*deVita/> The TCS Coding Contest



Codevita is a unique code-writing and programming contest conducted for students from across the world to promote the concept of "Programming-As-A-Sport". This annual contest attracted over 1,30,000 registered teams of two each from 19 countries across six continents. Established as a platform for learning in a highly interactive and productive environment, students globally can use this contest to showcase their programming talent to earn recognition and honour.

In 2014, at the Global Finals held in Mumbai, the winning team was from the UK, with teams from India and Peru winning the Silver and Bronze respectively. This contest also allows TCS to spot top programming talent, and more than 400 students who participated at the continental and global finals were offered employment and internships.

DIGITAL EMPLOYEES

Today's digital enterprises have to align with the work-styles and culture of a new generation of professionals. At your Company, this begins from the way TCSers are inducted into the organisation and trained, to the way they continue to learn and grow in their careers over the long-term.

iBegin

To improve the joining experience of new hires into the organisation and help them settle into their roles quickly, iBegin, the Pre-Joining Digital Platform, is designed to provide an enriching engagement experience from the time a prospective employee accepts employment until he or she joins the organisation.

The platform enables your Company to be ready for candidates by providing essentials like laptops, phones and mail ids from day one. It is also a tool to connect and collaborate with new employees and the concerned internal stakeholders as well as with internal systems and processes.

By providing a uniform platform across all countries to complete pre-joining formalities, iBegin strives to make the joining process more streamlined, leading to greater candidate satisfaction. The programme has had a positive impact on the entire recruitment and joining process.

- Close to 5,000 offers rolled out since its inception in March 2015

iConnect

Mentoring in its myriad forms is an important facet of holistic career progression and planning. iConnect is a platform that helps TCSers at junior to middle career levels connect with senior leaders in order to help them prepare their career plan in line with the organisation's growth goals. Online virtual platforms help young TCSers connect with experts across career streams and business units, to get information, insights and guidance for career and personal growth. It also helps prepare senior and middle level managers to become better people managers and become comfortable and conversant in shaping young careers and creating a sustainable mentoring culture.

- 33,000+ employees registered on iConnect till date

iEvolue

In line with your Company's commitment to learning in the organisation as well as its desire to re-imagine what TCSers learn in a digital world, iEvolue was launched as the backbone of the new Learning and Competency Management System. iEvolue is a more streamlined and dynamic platform, offering an enriched user experience and improved learning across multiple mediums through an anytime-anywhere model. All employees are encouraged to use the platform to continuously learn and acquire the right competencies to drive growth in their career and realise their potential.

- Close to 4,00,000 courses completed. 1,20,000+ competencies acquired

knome

Knome is an enterprise social collaboration platform that uses best of breed social networking patterns blended with gamification elements to unleash the collective wisdom of an enterprise. It is built to promote participation and collaboration and enable serendipitous discovery of knowledge.

- 2,50,000+ active users on Knome. 11,000+ communities where cross-functional teams collaborate

DIGITAL SOCIETY

The rapid devolution of digital technologies driven by mobile phone adoption, cloud technologies and apps is permeating to all sections of society across the world. While public projects like the Passport Seva Kendra highlight how these technologies are making citizen services easier, the trend is permeating into communities and spaces where technology was not extensively used in the era of desktops and servers.



Mobile App for Fisherfolk

In partnership with US telecom major Qualcomm, your Company developed the Fisher Friend Mobile Application (FFMA) - a smartphone application for the fisherfolk living on the eastern coast of India. FFMA provides critical information about weather and ocean conditions up to 100 kilometers (about 62 miles) from shore including disaster alerts. It also highlights rich Potential Fishing Zones (PFZs) and current market prices of fish, helping the fishermen make the right sale decisions as well as improve their catch and their income.

It is a simple to use application, developed on the popular Android platform and is available for users in English, Tamil and Telugu languages. FFMA is a unique, single window solution for the holistic shore-to-shore needs of the fishing community, providing vulnerable fishermen immediate access to critical, near real-time knowledge and information services.

Social Platform for Million Women Mentors

In the United States, while women comprise 48% of the US workforce, just 24% are in STEM (Science, Technology, Engineering and Mathematics) fields, a statistic that has held constant for nearly the last decade. To spur interest and bring more women into STEM careers, TCS has partnered with Million Women Mentors, a national effort aimed at increasing the number of girls who opt for STEM degrees at college, with a special focus on minorities and underserved populations. In 2014, TCS built and launched a new web-based platform to help MWM build a stronger pipeline of STEM professionals from school classrooms all the way to corporate boardrooms. The initiative, launched on January 8, 2013, has already recorded more than 1,70,000 pledges to mentor with a goal to establish one million mentors by the year 2016.

As the technology partner and proud founding sponsor of MWM, TCS is pleased to have deployed the MWM 2.0 web-portal that enables volunteers to connect with women and girls organisations. Those organisations in turn will connect these mentors with student and professional mentees in a safe environment.



Smart Fitness Tracking Applications for Marathons

As a partner to many well-known marathons and races in the world, TCS is committed to promoting a healthy lifestyle amongst its employees and in the communities it operates in. To further help athletes and runners in honing their skills and their timings, TCS has deployed a smart-phone based app that helps runners in leading marathons track their performance across the duration of the race.

The app is a significant improvement on existing performance tracking apps and was extensively used in the recent TCS New York City Marathon. It was downloaded over 2,58,000 times during the 2014 race and received favourable reviews from runners and their families who used it. The same platform is being used in other prominent running events across the world including the Singapore Marathon, the TCS World 10K Bangalore and the Mumbai Marathon.



Board of Directors

Cyrus Mistry (*Chairman*)

N Chandrasekaran (*CEO and Managing Director*)

Aman Mehta

V Thyagarajan

Prof. Clayton M Christensen

Dr. Ron Sommer

Dr. Vijay Kelkar

Ishaat Hussain

O. P. Bhatt

Phiroz Vandrevala

Aarthi Subramanian (*Executive Director*)

Company Secretary

Suprakash Mukhopadhyay

Statutory Auditors

Deloitte Haskins & Sells LLP

IFRS Auditors

Deloitte Haskins & Sells LLP

Registered Office

9th Floor, Nirmal Building

Nariman Point, Mumbai 400 021

Tel : 91 22 6778 9595

Fax : 91 22 6778 9660

Website : www.tcs.com

CIN : L22210MH1995PLC084781

Corporate Office

TCS House

Raveline Street, Fort

Mumbai 400 001

Tel : 91 22 6778 9999

Fax : 91 22 6778 9000

E-mail: investor.relations@tcs.com

Registrars & Transfer Agents

TSR DARASHAW Limited

6-10, Haji Moosa Patrawala Industrial Estate

20, Dr. E. Moses Road, Mahalaxmi

Mumbai 400 011

Tel : 91 22 6656 8484

Fax : 91 22 6656 8494

E-mail: csg-unit@tsrdarashaw.com

Website: www.tsrdarashaw.com

Management Team

Function	Name
Corporate	
Chief Executive Officer and Managing Director	N Chandrasekaran
Executive Director	Aarthi Subramanian
Finance	Rajesh Gopinathan
Human Resources	Ajoyendra Mukherjee
Company Secretary and Treasury	Suprakash Mukhopadhyay
Marketing	John Lenzen
Communication	Pradipta Bagchi
Research & Development	K Ananth Krishnan
Legal	Vishwanathan Iyer
Geography Heads	
North America, United Kingdom and Europe	Surya Kant Shankar Narayanan Amit Bajaj Akhilesh Tripathi Sapthagiri Chapalapalli Heinz Gehri Amit Kapur K.Kumaranarayanan Henry Manzano Ravi Viswanathan Ujjwal Mathur Varun Kapur Girish Ramachandran AS Lakshminarayanan
Latin America	
India, Asia Pacific, Middle-East and Africa	
Japan	
Industry Service Units	
Banking and Financial Services	K Krithivasan Ramanamurthy Magapu Susheel Vasudevan
Insurance and Healthcare	Suresh Muthuswami P Syama Sundar
Life Sciences, Energy Resources and Manufacturing	Debashis Ghosh Jayanta Banerjee Milind Lakkad
Telecom, Media, Hi-Tech and Utilities	N Sivasamban V Rajanna Kamal Bhadada Nagaraj Ijari Raman Venkatraman Sudheer Warriar Pratik Pal Sudhakar Gudala S Sukanya Tanmoy Chakrabarty
Retail & CPG and Travel & Hospitality	
Government	
Strategic Growth Units	
TCS Financial Services	NG Subramaniam
iON	Venguswamy Ramaswamy
Platforms	Raj Agrawal
Service Units	
Global Consulting Practice and Enterprise Solutions	Krishnan Ramanujam
Engineering & Industrial Services	Regu Ayyaswamy
Infrastructure Services	P R Krishnan
BPO	Dinanath Kholkar
Assurance Services	Siva Ganesan
Digital Solutions	Satya Ramaswamy

Notice

Notice is hereby given that the twentieth Annual General Meeting of Tata Consultancy Services Limited will be held on Tuesday, June 30, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020, to transact the following business:

1. To receive, consider and adopt:
 - a. the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.
2. To confirm the payment of Interim Dividends (including a special dividend) on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2014-15.
3. To appoint a Director in place of Mr. Cyrus Mistry (DIN 00010178), who retires by rotation and, being eligible, offers himself for re-appointment.
4. Appointment of Auditors

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby ratifies the appointment of Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty-first AGM of the Company to be held in the year 2016 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

5. **Re-appointment of Mr. N. Chandrasekaran as Chief Executive Officer & Managing Director of the Company**

To consider and, if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”), as amended or re-enacted from time to time, read with Schedule V to the Act, the Company hereby approves the re-appointment and terms of remuneration of Mr. N. Chandrasekaran (DIN 00121863) as the Chief Executive Officer and Managing Director of the Company for a period of five years with effect from October 6, 2014 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Mr. N. Chandrasekaran.”

“RESOLVED FURTHER that the Board or a Committee thereof be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

6. **Appointment of Ms. Aarthi Subramanian as a Director of the Company**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that Ms. Aarthi Subramanian (DIN 07121802) who was appointed by the Board of Directors as an Additional Director of the Company with effect from March 12, 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company.”

7. Appointment of Ms. Aarthi Subramanian as an Executive Director of the Company

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), as amended or re-enacted from time to time, read with Schedule V to the Act, the Company hereby approves the appointment and terms of remuneration of Ms. Aarthi Subramanian (DIN 07121802) as an Executive Director of the Company for a period of three years with effect from March 12, 2015 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of her appointment), with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Ms. Aarthi Subramanian.”

“RESOLVED FURTHER that the Board or a Committee thereof be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

8. Appointment of Branch Auditors

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), as amended from time to time, the Board be and is hereby authorized to appoint as Branch Auditors of any branch office of the Company, whether existing or which may be opened / acquired hereafter, outside India, in consultation with the Company’s Auditors, any person(s) qualified to act as Branch Auditors within the provisions of Section 143(8) of the Act and to fix their remuneration.”

Notes:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) in respect of the business under Item Nos. 4 to 8 of the Notice, is annexed hereto. The relevant details as required under Clause 49 of the Listing Agreements entered into with the Stock Exchanges, of persons seeking appointment / re-appointment as Directors under Items No. 3, 5, 6 and 7 of the Notice, are also annexed.
2. **A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.** The instrument appointing the proxy, in order to be effective, must be deposited at the Company’s Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The Register of Members and Transfer Books of the Company will be closed from Tuesday, June 9, 2015 to Saturday, June 13, 2015, both days inclusive.
4. If the Final Dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on Tuesday, July 7, 2015 as under:
 - i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Monday, June 8, 2015;
 - ii. To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Monday, June 8, 2015.

5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, TSR DARASHAW Limited (TSRDL) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to TSRDL.
6. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or TSRDL for assistance in this regard.
7. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or TSRDL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
8. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
9. Members seeking any information with regard to the Accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Meeting.
10. Transfer of Unclaimed / Unpaid amounts to the Investor Education and Protection Fund (IEPF):

Pursuant to Sections 205A and 205C and other applicable provisions, if any, of the Companies Act, 1956, all unclaimed / unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed / unpaid for a period of seven years from the date they became due for payment, in relation to the Company and erstwhile TCS e-Serve Limited, which has amalgamated with the Company, have been transferred to the IEPF established by the Central Government. No claim shall be entertained against the IEPF or the Company for the amounts so transferred prior to March 31, 2015.

Members who have not yet encashed their dividend warrant(s) pertaining to the Final Dividend for the financial year 2007-08 onwards for the Company and erstwhile TCS e-Serve Limited are requested to make their claims without any delay to TSRDL. It may be noted that the unclaimed Final Dividend for the financial year 2007-08 declared by the Company on July 1, 2008 can be claimed by the shareholders by June 30, 2015 and unclaimed Final Dividend for the financial year 2007-08 declared by TCS e-Serve Limited on December 18, 2008 can be claimed by the Members by December 17, 2015. Members' attention is particularly drawn to the "Corporate Governance" section of the Annual Report in respect of unclaimed dividend.

11. The Notice of the AGM along with the Annual Report 2014-15 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. To support the 'Green Initiative' Members who have not registered their e-mail addresses are requested to register the same with TSRDL / Depositories.
13. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and the clause 35B of the listing agreement, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. In order to enable its Members, who do not have the access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot Form are given at the back of the said form and instructions for e-voting are given here in below. Resolution(s) passed by Members through Ballot Forms or e-voting is / are deemed to have been passed as if they have been passed at the AGM.

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14. Mr. P. N. Parikh of M/s. Parikh & Associates, Practicing Company Secretaries (Membership No. FCS 327), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
15. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be able to exercise their right at the meeting.
16. The Members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
17. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.
18. In case a Member is desirous of obtaining a duplicate Ballot Form, he may send an e-mail to investor.relations@tcs.com by mentioning their Folio / DP ID and Client ID No. However, the duly completed Ballot Form should reach the Scrutinizer, Mr. P. N. Parikh of M/s. Parikh & Associates at 11th Floor, Air India Building, Nariman Point, Mumbai - 400 021 not later than Monday, June 29, 2015 (5:00 p.m. IST). Ballot Form received after this date will be treated as invalid.
19. The instructions for e-voting are as under:
 - A. In case a Member receives an e-mail from NSDL (for Members whose email addresses are registered with the Company / Depositories):
 - i. Open the e-mail and also open PDF file, namely, "TCS e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
 - ii. Open the internet browser and type the following URL: <https://www.evoting.nsdl.com>
 - iii. Click on Shareholder – Login
 - iv. If you are already registered with NSDL for e-voting, then you can use your existing user ID and password for casting your vote.
 - v. If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password. The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
 - vi. Once the e-voting home page opens, click on e-Voting> Active Voting Cycles.
 - vii. Select "EVEN" (E-voting Event Number) of Tata Consultancy Services Limited which is 101783. Now you are ready for e-voting as Cast Vote page opens.
 - viii. Cast your vote by selecting the appropriate option and click on "Submit" and also "Confirm" when prompted.
 - ix. Upon confirmation, the message "Vote cast successfully" will be displayed.
 - x. Once the vote on a resolution is cast, the Member shall not be allowed to change it subsequently.
 - xi. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution and / or Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to tcs.scrutinizer@gmail.com, with a copy marked to evoting@nsdl.co.in.
 - xii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

- B. In case a Member receives physical copy of the Notice of the AGM (for Members whose e-mail addresses are not registered with the Company / Depositories):
- i. Initial password is provided in the enclosed ballot form: EVEN (E-voting Event Number) + USER ID and PASSWORD
 - ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- C. Other Instructions
- i. The e-voting period commences on Saturday, June 27, 2015 (9.00 a.m. IST) and ends on Monday, June 29, 2015 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on June 23, 2015 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
 - ii. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting, voting through ballot form, as well as voting at the meeting through ballot.
 - iii. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.nsdl.com.
 - iv. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
 - v. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.tcs.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the shares of the Company are listed.

By Order of the Board of Directors

SUPRAKASH MUKHOPADHYAY

Vice President and Company Secretary

Mumbai
April 16, 2015

Registered Office:

9th Floor, Nirmal Building

Nariman Point

Mumbai 400 021

CIN : L22210MH1995PLC084781

Tel: 91 22 6778 9595 Fax: 91 22 6778 9660

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Explanatory Statement (Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 8 of the accompanying Notice:

Item No. 4

This explanatory statement is provided though strictly not required as per Section 102 of the Act.

Deloitte Haskins & Sells LLP (DHS), (ICAI Firm Registration No. 117366W/W-100018), Chartered Accountants, Mumbai were appointed as the statutory auditors of the Company for a period of three years at the Annual General Meeting (AGM) of the Company held on June 27, 2014.

As per provisions of Section 139(1) of the Act, their appointment for the above tenure is subject to ratification by members at every AGM.

Accordingly, ratification of the members is being sought for the proposal contained in the Resolution set out at item no. 4 of the Notice.

The Board commends the Resolution at Item No. 4 for approval by the Members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the Resolution at Item No. 4 of the accompanying Notice.

Item No. 5:

At the Annual General Meeting of the Company held on July 2, 2010, the Members had approved the appointment and terms of remuneration of Mr. N. Chandrasekaran as Chief Executive Officer and Managing Director (CEO & MD) for a period of five years from October 6, 2009.

The Board of Directors has re-appointed Mr. N. Chandrasekaran as CEO & MD for a further period of five years, with effect from October 6, 2014, subject to the approval of the Members.

A brief profile of Mr. N. Chandrasekaran is given below:

Mr. Chandrasekaran holds a Bachelor's Degree in Applied Science and a Master's Degree in Computer Applications. He joined the Company on January 27, 1987 and has over 28 years of experience in the software industry and business operations.

Prior to his elevation to the position as the Chief Executive Officer and Managing Director of the Company on October 6, 2009, he held the office of the Chief Operating Officer and Executive Director of the Company from September 6, 2007 till October 5, 2009. He has held several key positions within the Company including the position of Executive Vice President and Head, Global Sales and Operations.

Under his leadership, the Company has maintained its industry leadership position. The revenues increased from ₹ 30,029 crore in 2009-10 to ₹ 94,648 crore in 2014-15 at a compounded annual growth rate (CAGR) of 26%. The net profit during the same period increased from ₹ 7,001 crore to ₹ 19,852 crore at a CAGR of 23%. The employee base increased from 1,60,429 as on March 31, 2010 to 3,19,656 as on March 31, 2015.

During his tenure, he formulated and successfully executed the Company's global strategy and several key strategic transitions. He was responsible for formulating and deploying TCS' full services strategy, expanding the plethora of Company's service offerings, including IT services, IT Infrastructure, Consulting, e-Business, Enterprise Solutions, Remote Infrastructure Management, Business Process Outsourcing and Assurance Services across various industry verticals such as BFSI (Banking, Financial Services and Insurance), Energy, Government, Healthcare, Life Sciences, Manufacturing, Media and Information Services, Resources - Metals, Mining & Construction, Retail, Telecom, Travel, Transportation & Hospitality and Utilities. He also spearheaded the Company's geographic expansion strategy by launching TCS across Europe, Latin America, China and Japan and pioneered the concept of Global Network Delivery Model™ (GNDM™), under which TCS has set up software development centres across the globe in Budapest, Montevideo, Sao Paulo, Santiago, Mexico and Hangzhou.

Under his guidance, the Company has refined its corporate sustainability program to focus on education, environment and wellness. The Company has created healthcare solutions for charitable hospitals to help them effectively to improve the level of patient care and use their resources to treat more patients who cannot afford healthcare. Through his active support of major marathons in Boston, Berlin, New York, Chicago, Amsterdam, Mumbai and Bangalore, he has helped in spreading a message of health awareness across the Company's employees globally as well as in the communities it operates in.

Mr. Chandrasekaran is recipient of several awards and recognition in business and academic communities.

In 2014-15, he was voted as one of CNBC TV 18 - 'Indian Business Icons', awarded CNN- IBN Indian of the Year 2014 in business category and the "Best CEO for 2014" by Business Today for the second consecutive year. He was conferred with the Honorary Doctorate by JNTU, Hyderabad, India (2014). He has received Honorary Doctorate from Nyenrode Business University, Netherland's top private business school in 2013. Mr. Chandrasekaran has also been conferred honorary degrees by many Indian universities such as the Gitam University, Vishakapatnam, Andhra Pradesh (2013), KIIT University, Bhubaneswar, Odisha (2012) and the SRM University, Chennai, Tamil Nadu (2010).

Further details of Mr. Chandrasekaran have been given in the Annexure to this Notice.

The main terms and conditions of appointment of Mr. Chandrasekaran (hereinafter referred to as "CEO & MD") are given below:

A. Tenure of Appointment:

The appointment of the CEO & MD is for a period of five years with effect from October 6, 2014.

B. Nature of Duties:

The CEO & MD shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the Company and the business of one or more of its associated companies and / or subsidiaries, including performing duties as assigned to the CEO & MD from time to time by serving on the Boards of such associated companies and / or subsidiaries or any other executive body or any committee of such company.

C. Remuneration:

a. Basic Salary:

Current Basic Salary of ₹ 15,00,000 per month; upto a maximum of ₹ 25,00,000 per month.

The annual increments which will be effective 1st April each year, will be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ("NRC") or by the NRC on authority of the Board and will be performance-based and take into account the Company's performance as well, within the said maximum amount.

b. Benefits, Perquisites and Allowances:

Details of Benefits, Perquisites and Allowances are as follows:

- i. Rent-free residential accommodation (partly furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g gas, electricity and water charges) for the said accommodation or house rent, house maintenance and utility allowances aggregating 85% of the Basic Salary (in case residential accommodation is not provided by the Company).
- ii. Hospitalisation and major medical expenses, car facility, telecommunication facility and housing loan facility as per Rules of the Company.
- iii. Other perquisites and allowances subject to a maximum of 55% of the Basic Salary; this shall include medical allowance, leave travel concession / allowance and other allowances / personal accident insurance / club membership fees.
- iv. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity Fund as per the Rules of the Company.
- v. Leave and encashment of unavailed leave as per the Rules of the Company.

c. Commission:

In addition to Salary, Benefits, Perquisites and Allowances, the CEO & MD would be paid such remuneration by way of Commission, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company, subject to the overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the CEO & MD will be based on his performance as evaluated by the Board or the NRC and approved by the Board and will be payable annually after the annual accounts have been approved by the Board.

D. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the CEO & MD, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances and Commission subject to further approvals as required under Schedule V of the Companies Act, 2013, or any modification(s) thereto.

E. Other terms of Appointment:

- i. The CEO & MD shall not become interested or otherwise concerned, directly or through his spouse and / or children, in any selling agency of the Company.
- ii. The terms and conditions of the appointment of the CEO & MD may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the CEO & MD, subject to such approvals as may be required.
- iii. The agreement may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.
- iv. The employment of the CEO & MD may be terminated by the Company without notice or payment in lieu of notice:
 - a. if the CEO & MD is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which he is required to render services; or
 - b. in the event of any serious repeated or continuing breach (after prior warning) or non-observance by the CEO & MD of any of the stipulations contained in the Agreement;
- v. Upon the termination by whatever means of the CEO & MD's employment:
 - a. the CEO & MD shall immediately cease to hold offices held by him in any holding company, subsidiaries or associated companies without claim for compensation for loss of office by virtue of Section 167(1)(h) of the Act and shall resign as trustee of any trusts connected with the Company;
 - b. the CEO & MD shall not, without the consent of the Company, at any time thereafter represent himself as connected with the Company or any of the subsidiaries or associated companies.
- vi. All personnel policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the CEO & MD, unless specifically provided otherwise.
- vii. The terms and conditions of appointment of the CEO & MD also include clauses pertaining to adherence with the Tata Code of Conduct, non-solicitation and maintenance of confidentiality.
- viii. If and when the Agreement expires or is terminated for any reason whatsoever, the CEO & MD will cease to be the CEO & MD, and also cease to be a Director. If at any time, the CEO & MD ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the CEO & MD and the Agreement shall forthwith terminate. If at any time, the CEO & MD ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and CEO & MD of the Company.

The Board commends the Resolution at Item No. 5 for approval by the Members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMPs except Mr. Chandrasekaran is concerned or interested in the resolutions at Item No. 5 of the Notice relating to his re-appointment.

Item Nos. 6 and 7:

The Board appointed Ms. Aarthi Subramanian, as Additional Director with effect from March 12, 2015. The Board has also appointed her as an Executive Director (ED) effective the same date, for a period of three years, subject to the approval of the Members.

As per the provisions of Section 161(1) of the Act, she holds office of Additional Director only up to the date of the forthcoming Annual General Meeting of the Company, and is eligible for appointment as Director. The Company has received a notice under Section 160 of the Act proposing her candidature for the office of Director of the Company, along with the requisite deposit.

A brief profile of Ms. Aarthi Subramanian is given below:

Ms. Aarthi Subramanian holds a B.Tech in Computer Science from the National Institute Technology, Warangal, A.P. (India) and a Masters Degree in Engineering Management from University of Kansas (USA).

She started her career as a graduate trainee in TCS in 1989. In her previous role as Global Head – Delivery Excellence, she was responsible for overall Service Quality, Customer Satisfaction, Service Improvements and all Standards and Certifications across the Company. Prior to this role, she was the Head of Delivery for seven years with the TCS Retail & CPG Business Unit, where she was responsible for several strategic accounts and major clients. She led the team to achieve excellence in customer services through relentless customer focus, rigour in service delivery and pro-active value addition. She has played a key role in setting up SAP Center of Excellence in Chennai. She took over as the Head of the Governance, Compliance and Risk Management in October 2014 to take care of HR and Legal compliances and Internal Controls.

With over 25 years of experience, she has worked in diverse roles in India, Sweden, US and Canada and has rich experience in Account Management, Delivery and Large Program Management.

Further details of Ms. Aarthi Subramanian have been given in the Annexure to this Notice.

The main terms and conditions of appointment of Ms. Aarthi Subramanian (hereinafter referred to as an "Executive Director") are given below:

A. Tenure of Appointment:

The appointment of the Executive Director is for a period of three years with effect from March 12, 2015.

B. Nature of Duties:

The Executive Director shall devote her whole time and attention to the business of the Company and shall perform such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and /or subsidiaries, including performing duties as assigned to the Executive Director from time to time by serving on the Boards of such associated companies and / or subsidiaries or any other executive body or any committee of such a company.

C. Remuneration:

a. Basic Salary:

Current Basic Salary of ₹ 3,81,500 per month; upto a maximum of ₹ 6,00,000 per month.

The annual increments which will be effective 1st April each year, will be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ("NRC") or by the NRC on authority of the Board and will be performance-based and take into account the Company's performance as well, within the said maximum amount.

b. Benefits, Perquisites & Allowances:

Details of Benefits, Perquisites and Allowances are as follows:

- i. Rent-free residential accommodation (partly furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g gas, electricity and water charges) for the said accommodation or house rent, house maintenance and utility allowances aggregating 85% of the Basic Salary (in case residential accommodation is not provided by the Company).
- ii. Hospitalisation and major medical expenses, Car facility, Telecommunication facility and Housing loan facility as per Rules of the Company.
- iii. Other perquisites and allowances given below subject to a maximum of 55% of the Basic Salary; this shall include medical allowance, leave travel concession / allowance and other allowances / personal accident insurance / club membership fees.
- iv. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity Fund as per the Rules of the Company.
- v. Leave and encashment of unavailed leave as per the Rules of the Company.

c. Commission:

In addition to Salary, Benefits, Perquisites and Allowances, the Executive Director would be paid such remuneration by way of Commission, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company subject to the overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the Executive Director will be based on her performance as evaluated by the Board or the NRC and approved by the Board and will be payable annually after the annual accounts have been approved by the Board.

D. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites, Allowances and Commission subject to further approvals as required under Schedule V of the Companies Act, 2013, or any modification(s) thereto.

E. Other terms of Appointment:

- i. The Executive Director shall not become interested or otherwise concerned, directly or through her spouse and / or children, in any selling agency of the Company.
- ii. The terms and conditions of the appointment of the Executive Director may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under

TATA CONSULTANCY SERVICES LIMITED

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- Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Executive Director, subject to such approvals as may be required.
- iii. The Agreement may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.
 - iv. The employment of the Executive Director may be terminated by the Company without notice or payment in lieu of notice:
 - a. if the Executive Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which she is required to render services; or
 - b. in the event of any serious repeated or continuing breach (after prior warning) or non-observance by the Executive Director of any of the stipulations contained in the Agreement;
 - v. Upon the termination by whatever means of the Executive Director's employment:
 - a. the Executive Director shall immediately cease to hold offices held by her in any holding company, subsidiaries or associated companies without claim for compensation for loss of office by virtue of Section 167(1)(h) of the Act and shall resign as trustee of any trusts connected with the Company;
 - b. the Executive Director shall not without the consent of the Company, at any time thereafter represent herself as connected with the Company or any of the subsidiaries or associated companies.
 - vi. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Executive Director, unless specifically provided otherwise.
 - vii. The terms and conditions of appointment of the Executive Director also include clauses pertaining to adherence with the Tata Code of Conduct, non-solicitation and maintenance of confidentiality.
 - viii. If and when the Agreement expires or is terminated for any reason whatsoever, the Executive Director will cease to be the Executive Director, and also cease to be a Director. If at any time, the Executive Director ceases to be a Director of the Company for any reason whatsoever, she shall cease to be the Executive Director, and the Agreement shall forthwith terminate. If at any time, the Executive Director ceases to be in the employment of the Company for any reason whatsoever, she shall cease to be a Director and Executive Director of the Company.

The Board commends the Resolutions at Item Nos. 6 and 7 for approval by the Members.

None of the Directors or Key Managerial Personnel or relatives of directors and KMPs except Ms. Aarthi Subramanian is concerned or interested in the resolutions at Item No.6 and 7 of the Notice relating to her appointment.

Item No. 8:

The Company has branches outside India and may also open / acquire new branches outside India in future. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches. The Members are requested to authorize the Board of Directors of the Company to appoint branch auditors in consultation with the Company's Auditors and fix their remuneration.

The Board commends the Resolution at Item No. 8 for approval by the Members.

None of the Directors or key managerial personnel or relatives of directors and KMPs is concerned or interested in the Resolution at Item No.8 of the Notice.

By Order of the Board of Directors

SUPRAKASH MUKHOPADHYAY

Vice President and Company Secretary

Mumbai
April 16, 2015

Registered Office:

9th Floor, Nirmal Building
Nariman Point
Mumbai 400 021

CIN : L22210MH1995PLC084781

Tel: 91 22 6778 9595 Fax: 91 22 6778 9660

E-mail: investor.relations@tcs.com Website: www.tcs.com

Details of Directors Seeking Appointment / Re-appointment at the Annual General Meeting

Particulars	Mr. Cyrus Mistry	Mr. N. Chandrasekaran	Ms. Aarthi Subramanian
Date of Birth	July 4, 1968	June 2, 1963	June 26, 1967
Date of Appointment	April 2, 2012	September 6, 2007	March 12, 2015
Qualifications	<ul style="list-style-type: none"> Graduate degree in Civil Engineering from Imperial College, UK M. Sc. in Management from London Business School 	<ul style="list-style-type: none"> Bachelor's degree in Applied Sciences Master's degree in Computer Applications 	<ul style="list-style-type: none"> B. Tech in Computer Science Masters Degree in Engineering Management
Expertise in specific functional areas	Wide business experience across a variety of industries	Wide experience in Information Technology	Wide experience in Information Technology
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	<ul style="list-style-type: none"> Tata Sons Limited Tata Industries Limited The Tata Power Company Limited Tata Teleservices Limited Tata Global Beverages Limited Tata Steel Limited Tata Motors Limited Tata Chemicals Limited The Indian Hotels Company Limited 	<ul style="list-style-type: none"> C-Edge Technologies Limited CMC Limited 	<ul style="list-style-type: none"> CMC Limited
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.	Nil	Nil	Nil
Number of shares held in the Company	41,63,526	88,528	2,800

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

To,
TSR Darashaw Limited
Unit: Tata Consultancy Services Limited
6-10 Haji Moosa Patrawala Industrial Estate,
20 Dr. E. Moses Road, Mahalaxmi, Mumbai 400 011

Update of Shareholder Information

I / We request you to record the following information against my / our Folio No.:

General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details

I / We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I / we would not hold the Company/ RTA responsible. I / We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I / We understand that the above details shall be maintained till I / we hold the securities under the above mentioned Folio No./ beneficiary account.

Place:

Date:

Signature of Sole / First holder



DIRECTORS'
REPORT

Directors' Report

To the members,

The directors submit annual report of Tata Consultancy Services Limited (the "Company" or "TCS") along with the audited financial statements for the financial year ended March 31, 2015. Consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. Financial results

(₹ crores)

	Unconsolidated		Consolidated	
	2014-15	2013-14	2014-15	2013-14
Revenue from operations	73,578.06	64,672.93	94,648.41	81,809.36
Operating expenditure	52,549.86	43,139.21	70,166.70	56,656.57
Earnings before interest, tax, depreciation and amortisation (EBITDA)	21,028.20	21,533.72	24,481.71	25,152.79
Other income (net)	4,466.73	3,114.71	3,229.91	1,636.74
Finance costs	79.57	23.41	104.19	38.52
Depreciation and amortisation expense	1,393.77	1,080.55	1,798.69	1,349.15
Profit before exceptional item and tax	24,021.59	23,544.47	25,808.74	25,401.86
Exceptional item	528.38	-	489.75	-
Profit before tax (PBT)	24,549.97	23,544.47	26,298.49	25,401.86
Tax expense	5,293.01	5,069.55	6,238.79	6,069.99
Profit for the year before minority interest	19,256.96	18,474.92	20,059.70	19,331.87
Minority interest	-	-	207.52	168.00
Profit for the year (PAT)	19,256.96	18,474.92	19,852.18	19,163.87
Adjustment for amalgamation of acquired subsidiaries	71.78	2,375.22	-	-
Balance brought forward from previous year	36,420.45	24,602.85	39,504.51	29,529.97
Amount available for appropriation	55,749.19	45,452.99	59,356.69	48,693.84
Appropriations				
Interim dividends on equity shares (excluding tax)	10,772.92	2,349.87	10,772.92	2,349.87
Proposed dividend on equity shares (excluding tax)	4,700.95	3,917.46	4,700.95	3,917.46
Dividend on redeemable preference shares (excluding tax)	-	28.76	-	28.76
Tax on dividends (interim and proposed)	2,591.54	788.96	2,635.69	795.68
Write back of tax on dividends of prior year	(20.97)	-	(20.97)	-
Capital redemption reserve	-	100.00	255.57	157.12
General reserve	1,925.69	1,847.49	1,953.64	1,883.41
Statutory reserve	-	-	46.24	57.03
Balance carried to balance sheet	35,779.06	36,420.45	39,012.65	39,504.51
(₹ 1 crore = ₹ 10 million)				

2. Dividend

Based on the Company's performance, the directors are pleased to recommend for approval of the members a final dividend of ₹ 24 per share for the financial year 2014-15 taking the total dividend to ₹ 79 per share (previous year ₹ 32 per share), including a special dividend of ₹ 40 per share. The final dividend on equity shares, if approved by the members would involve a cash outflow of ₹ 5,640.86 crores including dividend tax. The total dividend on equity shares including dividend tax for the financial year 2014-15 would aggregate ₹ 18,065.41 crores (including special dividend and tax thereon), resulting in a payout of 93.81% and ₹ 8,877.98 crores (excluding special dividend and tax thereon), resulting in a payout of 46.10% of the unconsolidated profits of the Company.

3. Transfer to reserves

The Company proposes to transfer ₹ 1,925.69 crores to the general reserve out of the amount available for appropriation and an amount of ₹ 35,779.06 crores is proposed to be retained in the profit and loss account.

4. Company's performance

On consolidated basis, revenue from operations for the financial year 2014-15 at ₹ 94,648.41 crores was higher by 15.69% over last year (₹ 81,809.36 crores in 2013-14). Earnings before interest, tax, depreciation and amortisation (EBITDA) was ₹ 27,109.62 crores excluding a significant adjustment for one-time employee reward, registering a growth of 7.78% over EBITDA of ₹ 25,152.79 crores in 2013-14. The reported EBITDA aggregated ₹ 24,481.71 crores. Profit after tax (PAT) for the year was ₹ 21,911.85 crores excluding the said one-time adjustment for employee reward recording a growth of 14.34% over the PAT of ₹ 19,163.87 crores in 2013-14. The reported PAT aggregated ₹ 19,852.18 crores.

On unconsolidated basis, revenue from operations for the financial year 2014-15 at ₹ 73,578.06 crores, was higher by 13.77% over last year (₹ 64,672.93 crores in 2013-14). Earnings before interest, tax, depreciation and amortisation (EBITDA) was ₹ 23,354.62 crores excluding the one-time employee reward registering a growth of 8.46% over the EBITDA of ₹ 21,533.72 crores in 2013-14. The reported EBITDA aggregated ₹ 21,028.20 crores. Profit after tax (PAT) for the year was ₹ 21,091.43 crores excluding the said one-time adjustment stated above recording a growth of 14.16% over the PAT of ₹ 18,474.92 crores in 2013-14. The reported PAT aggregated ₹ 19,256.96 crores.

5. Human resource development

Evolution of digital forces has transformed the way we live and work. TCS has built a digital and vivacious workplace which goes beyond constraints of time and distance. This reimagined workplace has enabled employees to interact and collaborate better with each other, thereby facilitating bonding of the global talent pool and building "One TCS" culture. 'Knome', one of the interaction platforms, has transcended beyond just interaction platform to become an effective tool driving transparency, policy changes and even experimenting and crowd sourcing. It has transformed the way TCSers interact socially or professionally.

The Company continues to grow its global scale and footprint with a diverse talent base of 319,656 employees representing 122 nationalities, deployed across 55 countries. From gender diversity point of view, the Company is one of the largest employers of women with 105,481 women employees and a number of senior positions held by women leaders. Efficient systems, processes and continuous investments in technology helps the Company manage this scale and complexity of a large, distributed and diverse workforce.

The Company has hired and integrated 67,123 employees across the globe in FY 2014-15. Through its Academic Interface Program (AIP), the Company continues its efforts to strengthen relationship with key institutes globally.

The Company continues its focus on retention through employee engagement initiatives and provides a holistic environment where employees get opportunities to realize their potential. 'Career Hub' captures the career aspirations of employees and offers a framework to shape and propel their careers. 'Anytime and Anywhere' learning, reinforced through the digital learning ecosystem, help employees to build their competencies across domains and technologies. Company's performance driven culture helps and motivates employees to excel in their respective areas and progress within the organization.

Company's Health and Safety Policy commits to provide a healthy and safe work environment to all employees. Company's 'Fit4life' initiative creates a culture of fitness in the organization by helping to build a fraternity of health and fitness conscious employees.

'SafetyFirst' initiative was launched to make Safety and Wellbeing a part of the Company's culture and to change employee behaviour and attitude to safety. From self-defence classes to using technology to track vehicles transporting our employees, this initiative promotes several other safety campaigns across the organization to improve safety awareness. Each and every TCSer is urged to reflect on the need to ensure personal safety and security at all times and make sure colleagues are safe too.

The Company also launched 'Purpose4life' initiative to consolidate the employee volunteering programs for social cause under one umbrella so that larger programs which empower people to lead a better life could be taken up.

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

Employee inputs from PULSE, TCS' annual global employee satisfaction and engagement survey, are analyzed to gain necessary insight into the needs of the diverse workforce. This helps the Company to design new interventions and take necessary steps to enhance the engagement level. The Company's progressive workforce policies and benefits, various employee engagement and welfare initiatives like Maitree and Employee Assistance Program, have addressed stress management, promoted work life balance and helped the Company maintain a low attrition which was 14.9% during this year.

6. Quality initiatives

Sustained commitment to highest levels of quality, best-in-class service management, robust information security practices and mature business continuity processes helped the Company attain significant milestones during the year.

The Company continues to maintain the enterprise-wide highest maturity Level 5 for CMMI-DEV® (Development) version 1.3. The Company was re-assessed enterprise-wide at the highest maturity Level 5 for CMMI-SVC® (Services) version 1.3.

The Company successfully achieved the annual enterprise-wide ISO certification for ISO 20000:2011 (Service Management), ISO 9001:2008 (Quality Management), ISO 27001:2013 (Security Management) and ISO 22301:2012 (Business Continuity Management).

The Company is enterprise-wide certified for ISO 14001:2004 (Environmental Management) and BS OHSAS 18001:2007 (Occupational Health and Safety Management) which demonstrates TCS' strong commitment to the environment and the occupational health and safety of its employees and business partners. The Company also continues to maintain the industry specific quality certifications viz., AS 9100 (Aerospace Industry), ISO 13485 (Medical Devices) and TL 9000 (Telecom Industry).

The cornerstone of these certifications is TCS' integrated quality management system (iQMS™), a global process-driven and customer-focused system which provides 'One Global Service Standard'. iQMS™ is the backbone that supports TCS' global network delivery model (GNDM™).

At the annual 'Knowledge Management', India summit, hosted by the Confederation of Indian Industries (CII) in March 2015, the Company was recognized as India's 'Most Admired Knowledge Enterprise' (MAKE) winner (1st place) for a third successive year. The Company has received the prestigious MAKE award for the 10th time in India as well as Asia. The Company also received the Global Independent Operating Unit (IOU) MAKE award for the 5th time in a row.

In December 2014, the Company received the 'Excellence Award' in information security in the large IT Service category by the Data Security Council of India (DSCI).

7. Subsidiary companies

The Company has 60 subsidiaries as on March 31, 2015. There are no associate companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"). There has been no material change in the nature of the business of the subsidiaries.

Pursuant to provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiaries in Form AOC-1 is attached to the financial statements of the Company.

Pursuant to the provisions of section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of subsidiaries, are available on the website of the Company.

TCS Foundation was incorporated as wholly-owned subsidiary of the Company on March 13, 2015 under Section 8 of the Act with the sole objective of undertaking Corporate Social Responsibility (CSR) activities of the Company and its subsidiaries.

During the year, the process of closure of following wholly-owned subsidiaries, which were not in operation, was completed:

- a. Tata Consultancy Services Morocco SARL AU (w.e.f. May 30, 2014)
- b. Computational Research Laboratories Inc. (w.e.f. February 18, 2015)
- c. TCS Management Pty Ltd. (w.e.f. March 23, 2015).

During the year, operations of following subsidiaries were reviewed and a restructuring process was carried out:

a. CMC Limited

At the respective meetings held on October 16, 2014, the Boards of the Company and its subsidiary CMC Limited (CMC) have approved a scheme of amalgamation between the Company and CMC ("Scheme") proposing amalgamation of CMC with the Company under Sections 391 to 394 of the Companies Act, 1956. The appointed date for the proposed scheme is April 1, 2015.

Pursuant to an Order of the High Court of Judicature at Bombay, a meeting of the equity shareholders of the Company has been scheduled on April 28, 2015, for the purpose of seeking approval of the shareholders for the Scheme. The shareholders of CMC have, at their meeting held on March 5, 2015, duly approved the Scheme.

The Company holds 51.12% stake in CMC. CMC is engaged in procurement, installation, commissioning and maintenance of computer and networking systems, providing education and training, designing, developing and implementing software technologies and applications as well as providing professional services in India and overseas.

The amalgamation will enable the Company to consolidate CMC's operations in a single company with rationalized structure, enhanced reach and greater financial strength.

As per the terms of the Scheme, shareholders of CMC will receive 79 equity shares of ₹ 1 each of the Company for 100 equity shares of ₹ 10 each of CMC. The swap ratio has been arrived at based on the valuation report prepared by B.S.R. & Associates LLP. The Scheme is subject to court, regulatory, shareholders and other necessary approvals. If approved, the paid-up share capital of the Company, will increase from ₹ 195.87 crores to ₹ 197.04 crores.

b. WTI Advanced Technology Limited

Pursuant to the Scheme of Amalgamation sanctioned by the Hon'ble High Court of Bombay vide its order dated March 27, 2015, WTI Advanced Technology Limited (WTI) was amalgamated with the Company with effect from appointed date, April 1, 2014. Consequently, the entire business, assets, liabilities, duties and obligations of WTI have been transferred to and vested in the Company with effect from April 1, 2014.

WTI was engaged in information technology and information technology engineering services mainly comprising geographic information systems, computer aided design, engineering services and business associate services which are complementary to the business of the Company.

c. Tata Consultancy Services Japan, Limited

Nippon TCS Solution Center Limited, IT Frontier Corporation (ITF) and Tata Consultancy Services Japan Limited merged on July 1, 2014 to form a consolidated entity – Tata Consultancy Services Japan, Limited, wherein Tata Consultancy Services Asia Pacific Pte. Limited (a wholly-owned subsidiary of the Company) holds 51% stake and Mitsubishi Corporation holds the balance 49% stake. ITF, a subsidiary of Mitsubishi, brings its long standing relationships with Japanese corporations, talented workforce and competencies in industries like retail, distribution and trading.

This strategic alliance with Mitsubishi has enabled the Company to leverage the mutual strengths in Japanese market to have scale, strong local presence and capability to offer full range of TCS' global services to Japanese customers and accelerate growth in Japan market.

d. Tata Consultancy Services (Africa) (Pty) Limited

On September 16, 2014, the Company acquired additional 40% ownership interest in Tata Consultancy Services (Africa) (Pty) Limited (TCS Africa) from Tata Africa Holdings (SA) Pty Limited and thereby making TCS Africa a wholly owned subsidiary of the Company. TCS Africa is the holding company of Tata Consultancy Services (South Africa) (Pty) Limited, which is engaged in IT services and consulting business catering to the customers in South Africa region.

8. Directors' responsibility statement

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2014-15.

9. Directors and key managerial personnel

Mr. S. Ramadorai, Vice Chairman, stepped down from the Board of the Company on October 6, 2014 on attaining the age of 70 years as per the Company's policy. He was associated with the Company for over four decades in various capacity. Under his leadership as Chief Executive Officer and Managing Director, TCS was transformed into a global software company. The Board places on record its appreciation of the invaluable contribution and guidance provided by him.

Pursuant to the provisions of Section 149 of the Act, which came into effect from April 1, 2014, Mr. Aman Mehta, Mr. V. Thyagarajan, Prof. Clayton M. Christensen, Dr. Ron Sommer, Dr. Vijay Kelkar and Mr. O. P. Bhatt were appointed as independent directors at the annual general meeting of the Company held on June 27, 2014. The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

Mr. Cyrus Mistry retires by rotation and being eligible has offered himself for re-appointment.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

Mr. N. Chandrasekaran was appointed the Chief Executive Officer and Managing Director of the Company for a period of five years with effect from October 6, 2009. The Board of Directors at its Meeting held on September 3, 2014, has re-appointed him as the Chief Executive Officer and Managing Director of the Company for a further period of five years from October 6, 2014, subject to the approval of the members.

As part of leadership development, Ms. Aarthi Subramanian was appointed as Additional Director with effect from March 12, 2015. The Board has also appointed her as Executive Director with effect from the same date for a period of three years. She is the Global Head of Delivery Excellence Group responsible for governance of service delivery, compliance and risk management. Ms. Aarthi Subramanian holds a B. Tech in Computer Science and a Masters in Engineering Management from University of Kansas (USA) and has over 25 years of experience across multiple industry solutions in different markets.

The resolutions seeking approval of the Members for the appointment of Mr. N. Chandrasekaran and Ms. Aarthi Subramanian have been incorporated in the notice of the forthcoming annual general meeting of the Company along with brief details about them. The Company has received a notice under Section 160 of the Act along with the requisite deposit proposing the appointment of Ms. Aarthi Subramanian.

Pursuant to the provisions of Section 203 of the Act, which came into effect from April 1, 2014, the appointments of Mr. N. Chandrasekaran, Chief Executive Officer and Managing Director, Mr. Rajesh Gopinathan, Chief Financial Officer and Mr. Suprakash Mukhopadhyay, Company Secretary as key managerial personnel of the Company were formalised.

10. Number of meetings of the board

Seven meetings of the board were held during the year. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

11. Board evaluation

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Clause 49 of the Listing Agreements ("Clause 49").

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

12. Policy on directors' appointment and remuneration and other details

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the directors' report.

13. Internal financial control systems and their adequacy

The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis, which forms part of this report.

14. Audit committee

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report.

15. Auditors

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, Deloitte Haskins & Sells LLP, ('DHS LLP'), Chartered Accountants, were appointed as statutory auditors of the Company from the conclusion of the nineteenth annual general meeting (AGM) of the Company held on June 27, 2014 till the conclusion of the twenty second AGM to be held in the year 2017, subject to ratification of their appointment at every AGM.

16. Auditors' report and secretarial auditors' report

The auditors' report and secretarial auditors' report does not contain any qualifications, reservations or adverse remarks. Report of the secretarial auditor is given as an annexure which forms part of this report.

17. Risk management

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

18. Particulars of loans, guarantees and investments

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

19. Transactions with related parties

None of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure I** in Form AOC-2 and the same forms part of this report.

20. Corporate social responsibility

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure II** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The policy is available on the website of the Company.

21. Extract of annual return

As provided under Section 92(3) of the Act, the extract of annual return is given in **Annexure III** in the prescribed Form MGT-9, which forms part of this report.

22. Particulars of employees

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non-executive directors	Ratio to median remuneration
Mr. Cyrus Mistry	-
Mr. S. Ramadorai (up to October 5, 2014)*	-
Mr. Aman Mehta	48.92
Mr. V. Thyagarajan	36.20
Prof. Clayton Christensen	30.33
Dr. Ron Sommer	37.18
Dr. Vijay Kelkar	27.40
Mr. Ishaat Hussain	34.25
Mr. O. P. Bhatt	26.42
Mr. Phiroz Vandrevala	9.78
Executive directors	
Mr. N. Chandrasekaran	416.51
Ms. Aarthi Subramanian (w.e.f. March 12, 2015)*	-

*Since this information is for part of the year, the same is not comparable.

- b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mr. Cyrus Mistry	-
Mr. S. Ramadorai (Up to October 5, 2014)*	-
Mr. Aman Mehta	47.1
Mr. V. Thyagarajan	48.0
Prof. Clayton Christensen	63.2
Dr. Ron Sommer	52.0
Dr. Vijay Kelkar	40.0
Mr. Ishaat Hussain	40.0
Mr. O. P. Bhatt	28.6
Mr. Phiroz Vandrevala	25.0
Mr. N. Chandrasekaran, Chief Executive Officer and Managing Director	13.9
Ms. Aarthi Subramanian, Executive Director (w.e.f. March 12, 2015)*	-
Mr. Rajesh Gopinathan, Chief Financial Officer	57.2
Mr. Suprakash Mukhopadhyay, Company Secretary	20.5

* Since this information is for part of the year, the same is not comparable.

- c. The percentage increase in the median remuneration of employees in the financial year:** 4.6%
- d. The number of permanent employees on the rolls of Company:** 319,656
- e. The explanation on the relationship between average increase in remuneration and Company performance:**

On an average, employees received an annual increase of 10% in India. The individual increments varied from 6% to 14%, based on individual performance.

Employees outside India received wage increase varying from 2% to 6%. The increase in remuneration is in line with the market trends in the respective countries. In order to ensure that remuneration reflects Company performance, the performance pay is also linked to organization performance, apart from an individual's performance.

- f. Comparison of the remuneration of the key managerial personnel against the performance of the Company:**

Aggregate remuneration of key managerial personnel (KMP) in FY15 (₹ crores)	24.81
Revenue (₹ crores)	73,578.06
Remuneration of KMPs (as % of revenue)	0.03
Profit before Tax (PBT) (₹ crores)	24,549.97
Remuneration of KMP (as % of PBT)	0.10

- g. Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:**

Particulars	March 31, 2015	March 31, 2014	% Change
Market Capitalisation (₹ crores)	498,897.81	416,866.28	19.68
Price Earnings Ratio	25.13	21.79	15.33

- h. Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:**

Particulars	March 31, 2015	August 19, 2004 (IPO)	August 19, 2004 (IPO)*	% Change*
Market Price (BSE)	2,547.05	850.00	212.50	1,098.61
Market Price (NSE)	2,553.95	850.00	212.50	1,101.86

*Adjusted for 1:1 bonus issue in 2006 and 2009

- i. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average annual increase was around 10%. However, during the course of the year, the total increase is approximately 14%, after accounting for promotions and other event based compensation revisions.

Increase in the managerial remuneration for the year was 13.9%.

- j. Comparison of each remuneration of the key managerial personnel against the performance of the Company:**

	Mr. N. Chandrasekaran, Chief Executive Officer and Managing Director	Ms. Aarthi Subramanian, Executive Director (w.e.f. March 12, 2015)	Mr. Rajesh Gopinathan, Chief Financial Officer	Mr. Suprakash Mukhopadhyay, Company Secretary
Remuneration in FY15 (₹ crores)	21.28	0.07	2.15	1.31
Revenue (₹ crores)	73,578.06			
Remuneration as % of revenue	0.03	-	0.003	0.002
Profit before Tax (PBT) (₹ crores)	24,549.97			
Remuneration (as % of PBT)	0.09	-	0.01	0.01

- k. The key parameters for any variable component of remuneration availed by the directors:**

The members have, at the AGM of the Company on June 27, 2014 approved payment of commission to the non-executive directors within the ceiling of 1% of the net profits of the Company as computed under the applicable provisions of the Act. The said commission is decided each year by the board of directors and distributed amongst the non-executive directors based on their attendance and contribution at the board and certain committee meetings, as well as the time spent on operational matters other than at meetings.

- l. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:**

None.

- m. Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirms remuneration is as per the remuneration policy of the Company.

- n. The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.**

23. Disclosure requirements

As per Clause 49 of the listing agreements entered into with the stock exchanges, corporate governance report with auditors' certificate thereon and management discussion and analysis are attached, which form part of this report.

As per Clause 55 of the listing agreements entered into with the stock exchanges, a business responsibility report is attached and forms part of this annual report.

Details of the familiarization programme of the independent directors are available on the website of the Company (URL: www.tcs.com/investors).

Policy for determining material subsidiaries of the Company is available on the website of the Company (URL: www.tcs.com/investors).

Policy on dealing with related party transactions is available on the website of the Company (URL: www.tcs.com/investors).

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and the revised Clause 49 of the Listing Agreements with stock exchanges (URL: www.tcs.com/investors).

24. Deposits from public

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

25. Conservation of energy, technology absorption, foreign exchange earnings and outgo

Conservation of energy:

TCS continues to work on reducing carbon footprint in all its areas of operations through initiatives like (a) green infrastructure, (b) green IT (data centers, laptops and servers etc), (c) operational energy efficiency, (d) procurement of renewable energy through onsite solar power generating units. TCS continues to add LEED certified green buildings to its real estate portfolio. Green data center continues to be a focus area with data center power management initiative extended to 23 key data centers. FY15 saw operational efficiency emerging as a main pillar for achieving the target. TCS leveraged its IT capabilities with the remote energy monitoring centre (REMC) initiative, involving real time monitoring and controls aided by smart meters and MIS, to optimise the operational energy efficiency across its offices. The initiative covered 90 TCS offices which account for over 98% of our total power consumption. The estimated savings achieved in the FY15 was approximately 10 million units. TCS was recognised for its commitment to climate change management and improvement in carbon performance with inclusion in the Global 500 Carbon Performance Leadership Index (CPLI) 2014 published by CDP. This is the second year in a row that TCS has been included in this prestigious index.

TCS has enterprise wide certification under ISO 14001:2004 (Environmental Management System) for its 100 offices globally.

Data on reduction in energy consumption and consequent reduction in carbon footprint have been provided in the Business Responsibility Report.

Technology absorption, adaption and innovation:

The Company continues to use the latest technologies for improving the productivity and quality of its services and products. The Company's operations do not require significant import of technology.

Research and Development (R&D): Specific areas in which R&D was carried out by the Company

As the digital customer is disrupting business models in several industries today, TCS research and innovation teams are working with business units on meeting this challenge.

Two key business units, banking & financial services and insurance & healthcare will have their own innovation units on the established 4E model. This will help the Company to scale up innovation in these specific domains in a structured way, supplementing innovation at the corporate level. The Company hopes to deploy innovation management in other industry units in a phased manner.

'Intelligent Cities' initiative has grown this year to meet the needs of several global governments looking for

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

intelligent infrastructures. TCS iCity Lab, in collaboration with Singapore Management University has achieved its major research objectives across the intelligent city domain, including citizen frameworks for ageing and chronic disease management, as well as personalised community healthcare services.

To enable better user experience TCS' 'Accessibility CoE' released a set of tools based on universal design. TCS innovation has invested in an application programming interfaces (APIs) initiative as APIs are seen as the building blocks of a digital enterprise.

Several TCS explore projects in research areas of software, applications and systems progressed creating more IPR for the Company. In the software area, researchers are mining operational process models to facilitate training and transformation and also modelling human behaviour in the workplace. Research in the applications area deepened explorations in several areas including 'Enterprise Contextual Intelligence', 'Digital Health' and 'Digital Manufacturing'. The systems research team worked on 'Analytics as a Service', 'Human Sensing', 'Performance Prediction and Optimization' among other things. Many mature projects have moved from research to business. One example of close coupling of TCS research and business is: TCS Research's 'Energy Carbon View Tool' and engineering and industrial services unit's 'Data Acquisition and Management System' have together been implemented in more than 75 buildings to monitor and save energy.

TCS researchers published 300+ quality papers in various journals and conferences. 509 patents were filed this year taking the tally of filed patents to 2,277. Total number of granted patents is 206.

TCS 'Co-Innovation Network' has expanded its footprint to include Canada, Finland, Israel and the London Financial Technologies (FinTech) hubs. Many co-innovation events including a start-up boot camp for FinTech companies was held this year. TCS research scholar programme is supporting 200 PhD scholars and the programme has been extended for the next five years.

TCS research has been socialized well in FY15. Our flagship event in North America, The 'TCS Innovation Forum 2014', was well received with 185 clients and partners attending, 'TCS Evangelize' held 39 innovation days and workshops for customers. TCS continues to be in Forbes list of Top 100 innovation companies. It scored 96 percentile in innovation management on the Dow Jones Sustainability Index. A 'TCS Research Solution' won the best demo award for mobile based blood pressure monitor at SenSys 2014, Memphis, USA. TCS was placed in CII's Industrial Innovation Awards List for 2014.

Looking forward, TCS R&D will deepen exploration in current areas of research that have yielded benefits to customers and explore new areas in software, applications and systems.

Expenditure on R&D

TCS innovation labs are located in India and other parts of the world. These R&D centers, as certified by Department of Scientific & Industrial Research (DSIR) function from Pune, Chennai, Bengaluru, Delhi- NCR, Hyderabad, Kolkata and Mumbai.

Expenditure incurred in the R&D centers and innovation centers during the financial year 2014-15 and 2013-14 are given below:

(₹ crores)

	Expenditure on R&D and innovation	Unconsolidated		Consolidated	
		2014-15	2013-14	2014-15	2013-14
a.	Capital	1.06	1.17	1.76	1.84
b.	Recurring	191.56	175.14	223.31	197.07
c.	Total R&D expenditure (a+b)	192.62	176.31	225.07	198.91
d.	Innovation center expenditure [#]	620.62	636.41	684.18	714.85
e.	Total R&D and innovation expenditure (c+d)	813.24	812.72	909.25	913.76
f.	R&D and innovation expenditure as a percentage of total turnover	1.11%	1.26%	0.96%	1.12%

[#] Includes activities for customers at project locations

Foreign exchange earnings and outgo

Export revenue constituted 93.37% of the total unconsolidated revenue in financial year 2014-15 (93.16% in financial year 2013-14).

(₹ crores)

Foreign exchange earnings and outgo		2014-15	2013-2014
a.	Foreign exchange earnings	71,818.32	62,260.84
b.	CIF Value of imports	570.61	622.56
c.	Expenditure in foreign currency	24,745.56	20,275.40

26. Acknowledgement

The directors thank the Company's employees, customers, vendors, investors and academic institutions for their continuous support.

The directors also thank the government of various countries, government of India, the governments of various states in India and concerned government departments / agencies for their co-operation.

The directors appreciate and value the contributions made by every member of the TCS family.

On behalf of the board of directors,

Mumbai
April 16, 2015

Cyrus Mistry
Chairman

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts / arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:

- 1. Details of contracts or arrangements or transactions not at arm's length basis:** Tata Consultancy Services Limited (TCS) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2014-15.
- 2. Details of material contracts or arrangement or transactions at arm's length basis:**
 - a. Name(s) of the related party and nature of relationship: Tata America International Corporation (TAIC), wholly owned subsidiary of TCS.
 - b. Nature of contracts / arrangements / transactions: IT/ITES Services
 - c. Duration of the contracts / arrangements / transactions: Contract dated March 21, 1995 as amended on January 1, 2015 which is ongoing.
 - d. Salient terms of the contracts or arrangements or transactions including the value, if any: TCS shall (i) provide IT/ITES services to the existing and new clients of TAIC, (ii) diligently perform the contract in timely manner and provide services in accordance with the work order issued by TAIC, (iii) submit invoices on monthly basis for the services provided for each project as per the terms of contract and TAIC shall promptly pay the same, (iv) be responsible for all the expenses incurred in connection with providing its services and (v) comply with the local, state and federal laws and regulations applicable while providing services.
 - e. Date(s) of approval by the Board, if any: Not applicable, since the contract was entered into in the ordinary course of business and on arm's length basis.
 - f. Amount paid as advances, if any: Nil

On behalf of the board of directors,

Mumbai
April 16, 2015

Cyrus Mistry
Chairman

ANNUAL REPORT ON CSR ACTIVITIES

1. **A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:**

TCS' CSR policy is aimed at demonstrating care for the community through its focus on education & skill development, health & wellness and environmental sustainability including biodiversity, energy & water conservation. Also embedded in this objective is support to the disadvantaged/marginalized cross section of the society by providing opportunities to improve their quality of life.

The projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013. In India, the CSR projects carried out in FY 2014-15 such as training of J&K youth to promote employability, providing functional literacy to adults, technology support to cancer research institutes and hospitals, training of women to encourage entrepreneurship, education of underprivileged children, construction of sanitation facilities in rural schools, support to disaster relief efforts, etc. have benefitted the target communities across the country. Details of the CSR policy and projects or programmes undertaken by the Company are available on the website of the Company.

In other countries of operation, the Company's CSR projects are designed and implemented to address the needs of the local community. Projects such as goIT, IT Futures and work experience programme have been created to specifically address the STEM education skill gap.

The Company's global CSR expenditure and details of global programmes are elaborated in the Business Responsibility Report.

2. **The composition of the CSR committee:** The Company has a CSR committee of directors comprising of Mr. Cyrus Mistry, Chairman of the Committee, Mr. O. P. Bhatt and Mr. N. Chandrasekaran.
3. **Average net profit of the company for last three financial years for the purpose of computation of CSR:** ₹ 14,250 crores.
4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):** ₹ 285 crores
5. **Details of CSR spent during the financial year:**

- a. Total amount to be spent for the financial year: ₹ 285 crores
- b. Amount unspent: ₹ 66 crores
Some of the large programmes such as providing hygienic sanitation facilities for girl students in schools across the country are multi-year projects.
- c. Manner in which the amount spent during the financial year: Attached

6. **In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.**

Please refer to item no. 5(b) above.

7. **A responsibility statement of the CSR committee that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and policy of the Company.**

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

N. Chandrasekaran

Chief Executive Officer and Managing Director

Cyrus Mistry

Chairman, Corporate Social Responsibility Committee

Mumbai
April 16, 2015

5(c) Manner in which amount spent during the financial year is detailed below:

Sr. No.	CSR Project or Activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken.	Amount Outlay (budget) project or programs wise (₹)	Amount spent on the projects or programs Subheads : (1) Direct Expenditure (2) Overheads (₹)	Cumulative Expenditure upto the reporting period (₹)	Amount Spent : Direct or through implementing agency
1.	Training and educating children, women, elderly, differently-abled, scholarships, special education and increasing employability	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently-abled and livelihood enhancement projects	Pan India	43,90,00,000	324,336,801	324,336,801	Direct: ₹ 30,54,17,425 Through implementing agency: ₹ 1,89,19,376
2.	Disaster relief, tech support for hospitals including cancer institutes, financing hygienic sanitation.	Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation including contribution to the Swatch Bharat Kosh set up by the Central Government for the promotion of sanitation and making available safe drinking water	Pan India	1,00,00,00,000	1,88,453,684	18,84,53,684	Direct
3.	Childline software support to track missing children	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups	Pan India	26,00,000	25,79,011	25,79,011	Direct
4.	Tree plantation drive	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of river Ganga	Velas and Mumbai (Maharashtra) & Chennai (Tamil Nadu)	5,00,000	4,74,300	4,74,300	Direct
5.	Contribution to Prime Minister's National Relief Fund & other Central Government Funds	Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief, welfare of the scheduled castes, the scheduled tribes, other backward classes, minorities and women	Pan India	1,59,00,000	1,48,67,748	1,48,67,748	Direct
6.	Contribution to TCS Foundation and other Trusts engaged in socio-economic development and relief work	Various sectors covered by Schedule VII of the Companies Act, 2013.	Pan India	1,50,00,00,000	1,53,93,58,920	1,53,93,58,920	Direct through TCS Foundation
7.	Support for the restoration and renovation of the heritage structure	Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts	Mumbai (Maharashtra)	4,20,00,000	1,68,00,000	3,36,00,000	Through Implementation Agency
	Sub-total			3,00,00,00,000	2,08,68,70,464	2,10,36,70,464	
	Overhead				9,73,09,442	9,81,49,442	
	Total CSR Spend				2,18,41,79,906	2,20,18,19,906	

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2015

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i. CIN: L22210MH1995PLC084781
- ii. Registration Date: January 19, 1995
- iii. Name of the Company: Tata Consultancy Services Limited
- iv. Category / Sub-Category of the Company: Company Limited by shares / Indian Non-Government Company
- v. Address of the Registered office and contact details:
9th Floor, Nirmal Building,
Nariman Point,
Mumbai 400 021.
Tel: 91 22 6778 9595,
Fax: 91 22 6778 9660
Email: investor.relations@tcs.com
Website: www.tcs.com
- vi. Whether listed company: Yes
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any
TSR DARASHAW Limited
6-10, Haji Moosa Patrawala Industrial Estate
20, Dr. E. Moses Road,
Mahalaxmi
Mumbai 400 011
Tel: 91 22 6656 8484,
Fax: 91 22 6656 8494
Email: csg-unit@tsrdarashaw.com
Website: www.tsrdarashaw.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1.	Computer Programming, Consultancy and Related Activities	620	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1.	Tata Sons Limited Bombay House, 24, Homi Modi Street, Mumbai 400 001	U99999MH1917PLC000478	Holding	73.69	2(46)
2.	CMC Limited PTI Building, 5th floor, 4 Sansad Marg, New Delhi- 110001, India	L72200AP1975PLC001970	Subsidiary	51.12	2(87)
3.	APONLINE Limited Kohinoor, e-Park Plot No.1, Jubilee Gardens, Hyderabad -500081, Andhra Pradesh, India	U75142AP2002PLC039671	- do -	89	2(87)
4.	C-Edge Technologies Limited Palm Centre, Banyan Park, Suren Road, Andheri East, Mumbai 400 093, Maharashtra, India	U72900MH2006PLC159038	- do -	51	2(87)
5.	MP Online Limited Nirupam, Shopping Mall, 2nd Floor, Ahmedpur, Hoshangabad Road, Bhopal - 462026, Madhya Pradesh, India	U72400MP2006PLC018777	- do -	89	2(87)
6.	TCS e-Serve International Limited 9th Floor, Nirmal Building, Nariman Point, Mumbai 400021, Maharashtra, India	U72300MH2007PLC240002	- do -	100	2(87)
7.	MahaOnline Limited Directorate of Information Technology, Mantralaya Annex, 7th Floor, Mumbai - 400032, Maharashtra India	U72900MH2010PLC206026	- do -	74	2(87)
8.	TCS Foundation Nirmal, 9th floor, Nariman Point, Mumbai 400 021 Maharashtra, India	U74999MH2015NPL262710	- do -	100	2(87)
9.	Tata Consultancy Services (Africa) (PTY) Ltd. 39 Ferguson Road, Illovo, Johannesburg 2196, South Africa	Not applicable	- do -	100	2(87)
10.	Tata Consultancy Services (South Africa) (PTY) Ltd. 39 Ferguson Road, Illovo, Johannesburg 2196, South Africa	- do -	- do -	75	2(87)
11.	Tata Consultancy Services Qatar S. S. C. 935 Al Fardan Office Tower, Al Fardan 61, P.O. Box No. 31316, Doha, State of Qatar	- do -	- do -	100	2(87)
12.	Tata Consultancy Services Asia Pacific Pte Ltd. 60, Anson Road, # 18-01, Mapletree Anson Singapore 079914	- do -	- do -	100	2(87)
13.	Tata Consultancy Services Malaysia Sdn Bhd Level 8, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia	- do -	- do -	100	2(87)
14.	Tata Consultancy Services (China) Co., Ltd. 1st floor, Tower D 3rd Block Zhongguancun Software Park Building No. 9, No. 8 Dongbeiwang West Road, Haidian District, Beijing, Peoples Republic of China	- do -	- do -	90	2(87)
15.	PT Tata Consultancy Services Indonesia Gedung Menara Prima Lt.6 Unit F. Jl. Dr. Ide Anak Agung Gde Agung Blok 6.2, Kawasan Mega Kuningan Kel. Kuningan Timur, Kec. Setiabudi Jakarta Selatan 12950	- do -	- do -	100	2(87)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (Contd.)

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
16.	Tata Consultancy Services (Thailand) Limited 32/46, Sino-Thai Tower, 18th Floor, Sukhumvit 21 Road (Asoke) Road, Klongtoey-Nua Sub-District, Wattana District, Bangkok	- do -	- do -	100	2(87)
17.	Tata Consultancy Services (Philippines) Inc. 10th Floor Accralaw Tower, 30th St., cor 2nd Ave. E-Square IT Zone, Crescent Park West, Bonifacio Global City, Taguig City Philippines 1634	- do -	- do -	100	2(87)
18.	Tata Consultancy Services Japan, Ltd. 4th Floor, 38 Masonic Mt Building, 4-1-4 Shibakoen, Minato Ku, Tokyo 105-8551, Japan	- do -	- do -	51	2(87)
19.	Tata Consultancy Services Canada Inc. 5750, Explorer Drive, Suite 200, Mississauga, Ontario, L4W 0A9, Canada	- do -	- do -	100	2(87)
20.	Tata Consultancy Services De Espana S.A. Edificio Cuzco III Paseo de la Castellana 135, 2ª planta. 28046 Madrid, Spain	- do -	- do -	100	2(87)
21.	Tata Consultancy Services Deutschland GmbH Meseturm, D-60308 Frankfurt a.M., Germany	- do -	- do -	100	2(87)
22.	Tata Consultancy Services Netherlands BV Symphony Towers, 20th Floor, Gustav Mahlerplein 85-91, 1082 MS Amsterdam The Netherlands	- do -	- do -	100	2(87)
23.	Tata Consultancy Services Sverige AB Mäster Samuelsgatan, 42 SE 111 57, Sweden	- do -	- do -	100	2(87)
24.	Tata Consultancy Services Belgium SA Boulevard Brand, Whitlock 87, Box-3, 1200 Woluwe- St. Lambert, Brussels, Belgium	- do -	- do -	100	2(87)
25.	TCS Italia SRL Via Dei Piatti, 4, C/o. Business Centre Thurma, 20123 Milano, Italy	- do -	- do -	100	2(87)
26.	Diligenta Limited Lynch Wood, Peterborough, Cambridgeshire, PE2 6FY, United Kingdom	- do -	- do -	100	2(87)
27.	Tata Consultancy Services Portugal Unipessoal Limitada Av. José Gomes Ferreira, 15.7 U, 1495-139 Algés Portugal	- do -	- do -	100	2(87)
28.	Tata Consultancy Services Luxembourg S.A Rue Pafbruch 89D, L - 8308 Capellen, Luxembourg	- do -	- do -	100	2(87)
29.	Tata Consultancy Services Switzerland Ltd Thurgauerstrasse 36/38, 8050 Zurich, Switzerland	- do -	- do -	100	2(87)
30.	Tata Consultancy Services France S.A.S. Tour Franklin - La Defense, 8 100-101 Quartier Boieldieu, 92042 Paris La Defense Cedex, Paris 92053, France	- do -	- do -	100	2(87)
31.	Diligenta 2 Limited Lynch Wood, Peterborough, Cambridgeshire, PE2 6FY, United Kingdom	- do -	- do -	100	2(87)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (Contd.)

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
32.	Tata Consultancy Services Osterreich GmbH Schottengasse 1, 1010 Wien, Austria	- do -	- do -	100	2(87)
33.	Tata Consultancy Services Danmark ApS C/o CityCallCenter ApS, Hammerensgade 1, 2, 1267 Kobenhavn K, Denmark	- do -	- do -	100	2(87)
34.	Alti S.A. 88 de Villiers, 92300 Levallois Perret, Paris, France	- do -	- do -	100	2(87)
35.	PLANAXIS TECHNOLOGIES INC 505, Boulevard de la Maisonneuve, Ouest H3A 3C2 Montréal (Quebec), Canada	- do -	- do -	100	2(87)
36.	ALTI HR S.A.S. 88, rue de Villiers, 92300 Levallois Perret, Paris, France	- do -	- do -	100	2(87)
37.	ALTI INFRASTRUCTURES SYSTEMES & RESEAUX S.A.S. 88, rue de Villiers, 92300 Levallois Perret, Paris, France	- do -	- do -	100	2(87)
38.	ALTI NV Lenneke Marelaan 6 – 1932 Zaventem, (Belgium)	- do -	- do -	100	2(87)
39.	TESCOM (France) Software Systems Testing S.A.R.L. 88, rue de Villiers, 92300 Levallois Perret, Paris, France	- do -	- do -	100	2(87)
40.	ALTI Switzerland S.A. Avenue Louis-Casati – Genève, (Suisse)	- do -	- do -	100	2(87)
41.	TEAMLINK Struikheidestraat 2, 8020 Hertsberge - Belgique (Belgium)	- do -	- do -	100	2(87)
42.	TCS FNS Pty Limited Level 6, 76 Berry Street, North Sydney, NSW 2060 Australia	- do -	- do -	100	2(87)
43.	TCS Financial Solutions Australia Holdings Pty Limited Level 6, 76 Berry Street, North Sydney, NSW 2060 Australia	- do -	- do -	100	2(87)
44.	TCS Financial Solutions Australia Pty Limited Level 6, 76 Berry Street, North Sydney, NSW 2060 Australia	- do -	- do -	100	2(87)
45.	PT Financial Network Services Menara Prima # 16 – F. Jl. DR. Ide Anak Agung Gde Agung Blok 6.2, Kawasan Mega Kuningan, Jakarta Selatan, 12950 - Indonesia	- do -	- do -	100	2(87)
46.	TCS Financial Solutions Beijing Co., Ltd. (04) Floor 3, 10 Futong East Street, Chaoyang District, Beijing, Postcode 100102, Peoples Republic of China	- do -	- do -	100	2(87)
47.	TCS Iberoamerica SA Colonia 1329; piso 3, Montevideo, Uruguay.	- do -	- do -	100	2(87)
48.	TCS Solution Center S.A. Ruta 8 km 17500, Zonamerica, Ed 60, Ecuador	- do -	- do -	100	2(87)
49.	Tata Consultancy Services Argentina S.A. Uspallata 3046; Ciudad Autónoma de Buenos Aires, Argentina (CP: C1437JCI)	- do -	- do -	99.99	2(87)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (Contd.)

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
50.	Tata Consultancy Services De Mexico S.A., De C.V. Av. Insurgentes Sur 664, 2nd Floor, Colonia Del Valle, México, D.F., México (Postal Code: 03100)	- do -	- do -	100	2(87)
51.	TCS Inversiones Chile Limitada Curico 18, Santiago, Chile	- do -	- do -	99.99	2(87)
52.	Tata Consultancy Services Do Brasil Ltda Av. Aruanã, 70. Tamboaré - Barueri; São Paulo, Brazil (Postal Code: 06460-010)	- do -	- do -	100	2(87)
53.	Tata Consultancy Services Chile S.A. Curicó 18, piso 3, Oficina 502, Santiago, Chile	- do -	- do -	100	2(87)
54.	TATASOLUTION CENTER S.A Francisco Salazar E10-61 and Camilo Destrugue Building INLUXOR 7th Floor; Quito, Ecuador	- do -	- do -	100	2(87)
55.	TCS Uruguay S.A. Colonia 1329; Piso 3, Montevideo, Uruguay (Postal Code: 11100)	- do -	- do -	100	2(87)
56.	MGDC S.C. Avenue Tizoc No.97, Colonia Ciudad del Sol; Zapopan Jalisco, México, (Postal Code: 45050)	- do -	- do -	100	2(87)
57.	Tata America International Corporation 101, Park Avenue, 26th Floor, New York 10178, U.S.A.	- do -	- do -	100	2(87)
58.	CMC Americas Inc 4354 South Sherwood Forest Building, Suit No 175, Baton Rouge, Louisiana 70816, U.S.A.	- do -	- do -	100	2(87)
59.	TCS e-Serve America, Inc Corporation Trust Center, 1209, Orange Street, Wilmington, New Castle County, Delaware – 19801 U.S.A.	- do -	- do -	100	2(87)
60.	MS CIV Investments Corporation C/o CSC Services of Nevada, Inc., (Commercial Registered Agent), 502 East John Street, Carson City, NV 89706, U.S.A.	- do -	- do -	100	2(87)
61.	CMC eBiz Inc Suit No. 400, Stonebridge Plaza II, 9600 North MoPac Expressway, AUSTIN, Texas-78759, U.S.A.	- do -	- do -	100	2(87)

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year i.e 01.04.2014				No. of Shares held at the end of the year i.e 31.03.2015				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
	A. Promoters									
a.	Individuals / Hindu Undivided Family	0	0	0	0	0	0	0	0	0
b.	Central Government / State Governments(s)	0	0	0	0	0	0	0	0	0
c.	Bodies Corporate	1,445,813,486	0	1,445,813,486	73.814	1,445,813,486	0	1,445,813,486	73.814	0.000
d.	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
e.	Others - Trust	1,607,624	0	1,607,624	0.082	1,607,624	0	1,607,624	0.082	0.000
	Sub-Total (A) (1)	1,447,421,110	0	1,447,421,110	73.896	1,447,421,110	0	1,447,421,110	73.896	0.000
	2. Foreign									
a.	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
b.	Bodies Corporate	0	0	0	0	0	0	0	0	0
c.	Institutions	0	0	0	0	0	0	0	0	0
d.	Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
e.	Others - Trust	0	0	0	0	0	0	0	0	0
	Sub-Total (A) (2)	0	0	0	0	0	0	0	0	0
	Total Shareholding of Promoter and Promoter Group (A)	1,447,421,110	0	1,447,421,110	73.896	1,447,421,110	0	1,447,421,110	73.896	0.000
	B. Public Shareholding									
	1. Institutions									
a.	Mutual Funds / UTI	24,601,696	1,773	24,603,469	1.256	17,187,315	1,773	17,189,088	0.878	-0.379
b.	Financial Institutions / Banks	411,889	2,703	414,592	0.021	481,037	2,703	483,740	0.025	0.004
c.	Central Government / State Governments(s)	378,954	0	378,954	0.019	495,610	0	495,610	0.025	0.006
d.	Venture Capital Funds	0	0	0	0	0	0	0	0	0
e.	Insurance Companies	79,667,652	0	79,667,652	4.067	73,858,592	0	73,858,592	3.771	-0.297

	Category of Shareholders	No. of Shares held at the beginning of the year i.e 01.04.2014				No. of Shares held at the end of the year i.e 31.03.2015				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
f.	Foreign Institutional Investors	315,454,993	0	315,454,993	16.105	292,590,035	0	292,590,035	14.938	-1.167
g.	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
h.	Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
i.	Foreign Portfolio Investors (Corporate)	0	0	0	0	39,280,903	0	39,280,903	2.005	2.005
j.	Any Other (specify)	0	0	0	0	0	0	0	0	0
Sub-Total (B) (1)		420,515,184	4,476	420,519,660	21.469	423,893,492	4,476	423,897,968	21.641	0.172
2.	Non-Institutions									
a.	Bodies Corporate	8,524,831	208,182	8,733,013	0.446	6,631,652	217,004	6,848,656	0.350	-0.096
b.	Individuals -									
i.	Individual shareholders holding nominal share capital upto ₹ 1 lakh	63,985,173	1,080,740	65,065,913	3.322	63,515,258	1,004,954	64,520,212	3.294	-0.028
ii.	Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	13,974,714	0	13,974,714	0.713	14,053,858	0	14,053,858	0.717	0.004
c.	Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
d.	Any Other	0	0	0	0	0	0	0	0	0
i.	Trusts	971,612	0	971,612	0.050	1,168,608	0	1,168,608	0.060	0.010
ii.	Foreign Companies	28	0	28	0.000	28	0	28	0.000	0.000
iii.	Clearing Members / Clearing House	2,041,929	0	2,041,929	0.104	817,539	0	817,539	0.042	-0.063
Sub-total (B) (2)		89,498,287	1,288,922	90,787,209	4.635	86,186,943	1,221,958	87,408,901	4.463	-0.172
Total Public Shareholding (B) = (B)(1)+(B)(2)		510,013,471	1,293,398	511,306,869	26.104	510,080,435	1,226,434	511,306,869	26.104	0.000
TOTAL (A)+(B)		1,957,434,581	1,293,398	1,958,727,979	100.000	1,957,501,545	1,226,434	1,958,727,979	100.000	0.000
C.	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A)+(B)+(C)		1,957,434,581	1,293,398	1,958,727,979	100.000	1,957,501,545	1,226,434	1,958,727,979	100.000	

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ii. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2014			Shareholding at the end of the year 31.03.2015			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1.	Tata Sons Limited	1,443,451,698	73.69	1.33	1,443,451,698	73.69	1.46	0.00
2.	Jamsetji Tata Trust	1,160,280	0.06	0.00	1,160,280	0.06	0.00	0.00
3.	Tata Industries Limited	1,029,700	0.05	0.00	1,029,700	0.05	0.00	0.00
4.	AF-Taab Investment Company Limited	633,352	0.03	0.00	633,352	0.03	0.00	0.00
5.	Tata Investment Corporation Limited	590,452	0.03	0.00	590,452	0.03	0.00	0.00
6.	Navajbai Ratan Tata Trust	447,344	0.02	0.00	447,344	0.02	0.00	0.00
7.	Tata International Limited	83,232	0.00	0.00	83,232	0.00	0.00	0.00
8.	Tata Steel Limited	24,400	0.00	0.00	24,400	0.00	0.00	0.00
9.	Tata Power Company Limited	452	0.00	0.00	452	0.00	0.00	0.00
10.	Tata Capital Limited	200	0.00	0.00	200	0.00	0.00	0.00
		1,447,421,110	73.90	1.33	1,447,421,110	73.90	1.46	0.00

iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	<p><i>There is no change in Promoters' Shareholding between 01.04.2014 to 31.03.2015</i></p>			
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3.	At the end of the year				

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top 10 Shareholders*	Shareholding at the beginning of the year 01-04-2014		Cumulative Shareholding end of the year 31-03-2015	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Life Insurance Corporation of India	49,312,497	2.51	48,141,245	2.46
2.	Franklin Templeton Investment Funds	23,316,367	1.19	21,945,979	1.12
3.	Abu Dhabi Investment Authority	15,254,486	0.78	16,325,578	0.83
4.	Oppenheimer Developing Markets Fund	9,916,961	0.51	10,977,181	0.56
5.	Government of Singapore	9,811,302	0.50	9,095,739	0.46
6.	Vanguard Emerging Markets Stock Index Fund, a series of Vanguard International Equity Index Fund	8,237,765	0.42	8,550,350	0.44
7.	Aberdeen Global Indian Equity (Mauritius) Limited	11,400,000	0.58	8,465,000	0.43
8.	Lazard Asset Management LLC A/C Lazard Emerging Markets Portfolio	7,768,771	0.40	7,793,168	0.40
9.	National Westminster Bank Plc As Depositary of First State Asia Pacific Leaders Fund a sub Fund of First State Investments ICVC	6,965,138	0.36	7,706,168	0.39
10.	Stichting Pensioenfond Abp	7,078,171	0.36	4,284,492	0.22

*The shares of the Company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Folio/Beneficiary Account no	Name of the ShareHolder	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
					No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	IN300167-10033607	Mr. Cyrus Pallonji Mistry	1-Apr-2014	At the beginning of the year	2,250,000	0.11	2,250,000	0.11
			31-Mar-2015	At the end of the year			2,250,000	0.11
	IN300360-21724244	Mr. Cyrus Pallonji Mistry	1-Apr-2014	At the beginning of the year	1,913,526	0.10	1,913,526	0.10
			31-Mar-2015	At the end of the year			1,913,526	0.10
				Total :	4,163,526	0.21	4,163,526	0.21
2.	IN302638-10006854	Mr. S. Ramadorai	1-Apr-2014	At the beginning of the year	199,120	0.01	199,120	0.01
			05-Oct-2014	Retired as Director and Vice Chairman of the Company w.e.f 06-Oct-2014			199,120	0.01
3.	IN300095-10105315	Mr. N. Chandrasekaran	1-Apr-2014	At the beginning of the year	78,528	0.00	78,528	0.00
			31-Mar-2015	At the end of the year			78,528	0.00
	IN302902-42164138	Mr. N. Chandrasekaran	1-Apr-2014	At the beginning of the year	10,000	0.00	10,000	0.00
			31-Mar-2015	At the end of the year			10,000	0.00
				Total :	88,528	0.00	88,528	0.00

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Sr. No.	Folio/Beneficiary Account no	Name of the ShareHolder	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
					No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4.	IN300644-10041586	Mr. Ishaat Hussain	1-Apr-2014	At the beginning of the year	1,740	0.00	1,740	0.00
			31-Mar-2015	At the end of the year			1,740	0.00
				Total :	1,740	0.00	1,740	0.00
5.	IN302902-40431894	Ms. Aarthi Subramanian	1-Apr-2014	At the beginning of the year	2,800	0.00	2,800	0.00
			31-Mar-2015	At the end of the year			2,800	0.00
				Total :	2,800	0.00	2,800	0.00
Key Managerial Personnel								
1.	IN300183-11011075	Mr. Rajesh Gopinathan	1-Apr-2014	At the beginning of the year	130	0.00	130	0.00
			31-Mar-2015	At the end of the year			130	0.00
				Total :	130	0.00	130	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment

(₹ crores)

	Secured Loans excluding deposits ¹	Unsecured Loans ²	Deposits ³	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	113.96	1.52	11.33	126.81
ii. Interest due but not paid				
iii. Interest accrued but not due	-	0.03	-	0.03
Total (i+ii+iii)	113.96	1.55	11.33	126.84
Change in indebtedness during the financial year				
• Addition	-	185.08	-	185.08
• Reduction	(27.72)		(0.83)	(28.55)
Net Change	(27.72)	185.08	(0.83)	156.53
Indebtedness at the end of the financial year				
i. Principal Amount	86.24	186.61	10.50	283.35
ii. Interest due but not paid				
iii. Interest accrued but not due	-	0.02	-	0.02
Total (i+ii+iii)	86.24	186.63	10.50	283.37

Notes:

- These liabilities represent obligations under finance lease including current portion of obligations.
- These represent the bank overdraft (₹ 185.56 crores) and other borrowings as of March 31, 2015.
- These are deposits received on account of sub-lease of premises and from vendors for contracts to be executed.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and / or Manager:

(₹ lakh)

Sr. No.	Particulars of Remuneration	Name of MD/WT/Manager		Total Amount
		Mr. N. Chandrasekaran CEO & MD	Ms. Aarthi Subramanian, ED (w.e.f. March 12, 2015)	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	179.58	1.67	181.25
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	262.20	-	262.20
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	-	-	
2.	Stock Option	-	-	
3.	Sweat Equity	-	-	
4.	Commission - as % of profit	1,600.00	-	1,600.00
5.	Others, Allowances	86.61	5.19	91.80
	Total (A)	2,128.39	6.86	2,135.25
	Ceiling as per the Act (@ 10% of profits calculated under Section 198 of the Companies Act, 2013)			239,457.58

B. Remuneration to other directors: (Refer Corporate Governance Report for details)

(₹ lakh)

Sr. No.	Particulars of Remuneration	Fee for attending board / committee meetings	Commission	Others, please specify	Total Amount
1.	Independent Directors				
	Mr. Aman Mehta	1.50	250.00	-	251.50
	Mr. V. Thyagarajan	1.90	185.00	-	186.90
	Prof. Clayton M. Christensen	0.30	155.00	-	155.30
	Dr. Ron Sommer	1.40	190.00	-	191.40
	Dr. Vijay Kelkar	1.40	140.00	-	141.40
	Mr. O. P. Bhatt	1.70	135.00	-	136.70
	Total (1)	8.20	1,055.00		1,063.20
2.	Other Non-Executive Directors				
	Mr. Cyrus Mistry	1.20	-	-	1.20
	Mr. S. Ramadorai*	0.50	200.00	-	200.50
	Mr. Ishaat Hussain	1.70	175.00	-	176.70
	Mr. Phiroz Vandrevalla	0.60	50.00	-	50.60
	Total (2)	4.00	425.00		429.00
	Total (B)=(1+2)	12.20	1,480.00		1,492.20
	Total Managerial Remuneration		1,480.00		
	Ceiling as per the Act (@ 1% of profits calculated under Section 198 of the Companies Act, 2013)		23,945.76		

*Retired as the Director and Vice Chairman of the Company w.e.f. October 6, 2014.

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C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(₹ lakh)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Rajesh Gopinathan, CFO	Mr. Suprakash Mukhopadhyay, Company Secretary	Total
1.	Gross salary			
	a. Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	43.43	28.68	72.11
	b. Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.40	16.01	16.41
	c. Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit	-	-	-
5.	Others, Allowances	171.08	86.50	257.58
	Total	214.91	131.19	346.10

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2015.

FORM No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
Tata Consultancy Services Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tata Consultancy Services Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Tata Consultancy Services Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2015 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by Tata Consultancy Services Limited for the financial year ended on 31st March, 2015 according to the applicable provisions of:

- i. The Companies Act, 1956 and the Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- ii. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; and
- vi. Other laws applicable to the Company as per the representations made by the Management.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings are yet to be specified under the Act by the Institute.
- ii. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above. However, the Company has an unspent amount during the year in the amount to be spent towards Corporate Social Responsibility.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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Adequate notice was given to all Directors at least seven days in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings, as represented by the management, were taken unanimously.

We further report that as per the explanations given to us and the representations made by the Management and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Board of Directors of the Company has approved the following:

- a. Amalgamation of WTI Advanced Technology Limited (a wholly owned subsidiary of the Company) with the Company.
- b. Amalgamation of CMC Limited (a subsidiary of the Company) with the Company.

For Parikh & Associates
Company Secretaries

P.N.Parikh
Partner

Mumbai
April 16, 2015

FCS No: 327 CP No: 1228

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To,
The Members,
Tata Consultancy Services Limited

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Parikh & Associates
Company Secretaries

P.N.Parikh
Partner

Mumbai
April 16, 2015

FCS No: 327 CP No: 1228



MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis

1. A Macro-view

The global economy belied initial optimism and continued to remain patchy in 2014. While the global output increased by 3.3%, lower than initial expectations, emerging and developing economies performed better (4.4%) than developed economies (1.8%). GDP growth among developed economies which are also the largest markets for IT Services was very uneven with the US (2.2%) and UK (3.2%) performing better than the Euro region (0.8%) and Japan (0.9%).

Businesses are adapting, reshaping their strategies and increasingly using technology to establish a stronger customer-connect, create competitive differentiation and address new opportunities, though it is taking longer than expected, for economies to regain their stride.

In particular, the adoption of the digital five forces namely mobility, cloud, big data analytics, social media and artificial intelligence continues apace resulting in reimagined business models, business processes, systems and workplaces, disrupting the old ways of doing business in multiple industries and opening up entirely new, often unconventional, revenue sources for those who have imaginatively leveraged these forces.

2. Overview of industry

The global market for outsourced IT services is estimated to have grown by 1.9% in 2014 (3.3% in constant currency), with strong growth in key markets like the US (4.1%) and UK (8.6%), driven by increased spending on digital technologies and continued quest for efficiency in IT operations.

In fiscal 2015, in line with previous years, TCS significantly outperformed the industry, growing at 15% (in USD terms) in comparison to the market growth of 1.9%, evidencing the fact that the Company continues to gain market share. The Company's share of the global market for outsourced IT services is estimated to be 1.6%, offering plenty of head room for continued growth.

3. Our business

3.1. Overview:

TCS is an information technology services, consulting and business solutions company. The Company provides end-to-end technology and technology related services to corporations all over the world. The Company has deep domain knowledge across industry sectors and technology expertise across traditional and new age technologies. TCS' domain knowledge and technology expertise combined with its global delivery capability offers unique advantage to its customers.

The Company has built strong global customer base, global talent and global infrastructure. With a sharp focus on customer's business future, the Company is offering a range of technology and technology related services through its innovation labs, delivery centers and talented professionals.

Over last few years, the Company has made significant investments in expanding its operations in new markets and has launched new services based on digital platforms. The Company's customers consider the Company as a thought leader and innovation partner. Customers' trust in the Company is driving strong financial results and elevated positioning on the global platform. TCS continues to remain India's most valuable company and it's also among world's most valuable IT services companies.

3.2. Capabilities:

TCS offers domain solutions and consulting to its customers in banking, financial services, insurance, retail, consumer packaged goods, telecom, media & entertainment, manufacturing, life sciences, healthcare, energy, resources, utilities, hi-tech, travel, transportation, hospitality and government sectors.

Company's technology expertise extends across its full services portfolio of application development and maintenance, business process services, enterprise solutions, IT infrastructure services, assurance services, engineering & industrial services, asset leveraged solutions and consulting.

TCS has made significant investments in 'Digital Five Forces' - mobility, social computing, big data, cloud and artificial intelligence/robotics. All of the industry solution units of TCS are co-innovating with customers in digital and helping them to look at the future of their business in a completely new way.

4. Strategy

The Company's strategy for long term growth continues to be to (a) expand its addressable market by investing in newer geographies and newer businesses and (b) strengthen and deepen existing client relationships through a customer-centric approach, superior execution that gives clients an experience of certainty, a full services capability and a scalable global network delivery model.

In FY 2015, the Company continued to execute on this strategy, acquiring a significant beach-head in Japan through a joint venture with Mitsubishi Corporation, coming on the heels of the acquisition in France in FY 2014. Our continued investments in digital solutions are paying handsome dividends in terms of winning us

market share and customer mind share. Cloud platforms continued to gain scale and crossed the \$100-million mark in terms of revenue run-rate and together with Diligenta, contribute over \$500 million in revenues.

The Company's relentless focus on delivery excellence and customer satisfaction has won the Company multiple awards from its customers during the year. This and our customer-centric approach resulted in more repeat business, leading to an across-the-board movement of clients into higher revenue buckets, as summarised in the table below:

Clients contribution*	Fiscal 2015	Fiscal 2014
US\$ 1m+ clients	791	714
US\$ 5m+ clients	389	354
US\$ 10m+ clients	261	231
US\$ 20m+ clients	162	136
US\$ 50m+ clients	68	53
US\$ 100m+ clients	29	24

* last 12 months' service revenues

The full services portfolio continued to expand beyond traditional services, with several new additions during fiscal 2014-15 like digital platforms, enterprise security & risk management and robotic process automation. Company's global infrastructure is expanding beyond established locations with scaling up of delivery centers in Asia Pacific and Middle East.

5. Digital technologies

Digital technologies are making a huge impact on enterprises, consumers, governments and on society. The collision of digital technologies with every other technology is creating a new paradigm for businesses in the way they reimagine their business models, products & services, channels, customer segments, business processes and workplaces. TCS is seeing accelerated adoption of digital technologies by companies across the world.

TCS has made significant investments in building digital capabilities. The Company is at the forefront of helping its customers in defining the future of their business in the digital era. The Company is bringing together its domain knowledge and technology expertise to help its customers reimagine their business.

Customers across industry sectors are partnering with TCS in the co-creation model to design their digital future. All of the industry units of TCS have built significant digital capabilities in terms of digital assets and business-technology experts.

During last financial year, TCS won several deals in digital, across industries. The Company sees digital business as a multi-billion opportunity over next few years.

6. Innovation

The Company continued investments in software, applications & systems research and innovation. In the area of software, explorations included the mining of operational process models to facilitate training & transformation within the enterprise and modeling human behaviour in the workplace. Innovations in text mining with contextual intelligence, speech and voice analysis, integrated computational materials engineering, decision sciences as well as genomics and metagenomics analysis made progress. The systems research group has refined mobile based sensing application for health, high performance computing solutions and energy analytics.

TCS continues to invest in the three horizon portfolio of derivative innovation (improvements on current offerings), platform innovations (near term advancements) and disruptive innovations (long term or new market focused investments).

With the digital consumer leading innovation in almost every industry, service providers are trying to understand customer needs and enhance the quality of services. TCS is refining a process that observes the customer value chain, brainstorm and then brings out the best options for implementation. Academic alliances with renowned schools have been forged to enable this.

With the maturity of technologies around the 'Internet of Things', TCS has scaled up its efforts in the area. It has signed up with several industry bodies to encourage interoperability. The research team is working closely with delivery units on several customer projects.

TCS R&D has now over 100 PhDs and over 30 doctoral candidates. A significant amount of intellectual property has been created for the Company with 300+ papers presented in top tier conferences and journals. The number of patents filed this year was 509, taking the cumulative tally to 2,277, with the total number of patents granted reaching 206.

TCS co-innovation network (COIN) expanded its emerging technology connects beyond the US and India, in the Nordic region, Canada and Israel. The Company continues to work with researchers from several globally reputed universities under the Academic COIN programme. TCS' research scholar programme continues to support PhD scholars in computer science and related areas in India.

7. Human resources

7.1. Human resource strategy

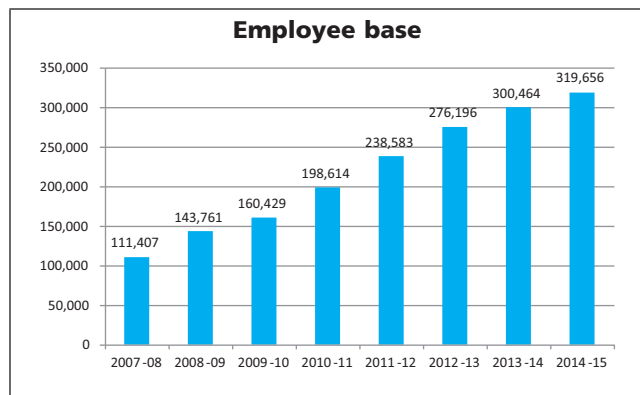
The human resource (HR) strategy is focused on creating a performance-driven environment in the Company, where innovation is encouraged, performance is recognised and employees are motivated to realise their potential. The

‘One TCS’ culture runs as a common thread, ensuring a collaborative fabric of the organisation.

HR is the core of the Company, influencing change, building culture and capabilities. The HR processes are continuously evolving and aligning with the changing business requirements. HR is structured into the specialised business units to enable them respond better to the needs of their customers and get more strategic advantage. The HR organisation is equipped with multicultural leaders capable to handle tremendous volatility in the economic, regulatory and cultural sphere around the world.

The emergence of digital forces have given the Company, the ability to build a vivacious enterprise by reimagining how it works and collaborates, with engagement and simplification as core themes. These digital forces help the diverse workforce to collaborate, bond together and act as a critical driver of competitive advantage.

Digital technologies are used by HR to increase connect, reduce time to respond and make it possible to understand the employees better which has a positive impact on retention.



7.2. Talent acquisition

The recruitment strategy of TCS helps create a workforce with diverse culture and thinking across all levels which in turn brings in a competitive advantage for the Company.

In FY 15, the Company has hired and integrated 67,123 people into its workforce across the globe, out of which 51,527 were in India and the remaining 15,596 were outside India. TCS continues to remain preferred employer at the engineering campuses in India and has made 35,753 offers to engineering trainees and 632 offers to management trainees for joining in FY16. Outside India, offers were made at established institutes across geographies.

The need for going digital and gamification is essential to remain relevant to the need of GenY – the future workforce. Campus Commune – the Company’s social networking platform for campuses - has become

extremely popular in the educational institutions. There are 600,000+ registered users from 1,500+ institutes connecting, collaborating and learning. This extremely vibrant platform has multiple forums and competitions. The CodeVita contest had over 49,000+ teams from 19 countries registered and the winners were from UK, India and Peru.

TCS invests on academic interface programme (AIP) initiatives for improving employability of students, developing faculty for academic institutes, and developing curricula as per industry requirements. In FY 15, a total of 612 institutes in India and 261 institutes abroad benefitted through the Company’s AIP activities like workshops for students, faculty development programs etc. TCS research scholarship programme supports 188 research scholars pursuing their PhD in 33 premier institutes across India.

The Company’s annual event, ‘Sangam’ was held at Bangalore with academic experts participating from India and abroad.

A 3-year full-time Bachelor of Commerce degree with specialisation in business process services (BPS), has been rolled out with over 400 students enrolled in 10 colleges under a reputed university. The BPS curriculum was designed by TCS.

7.3. Talent development, engagement and retention

The effort is towards developing competencies in technology, domain and processes to meet customer requirements and help our employees to stay relevant and realise their potential.

Key components of talent development at TCS are initial learning programmes (ILP), continuous learning programmes (CLP) and leadership development programmes (LDP). The Company uses various delivery mechanisms for imparting knowledge to its employees. ‘Anytime Anywhere’ learning is promoted through customised e-learning content delivered through an integrated digital learning eco-system.

An innovative model of pre-ILP engagement with selected trainees is introduced through ‘ASPIRE’ program. The trainees complete certain courses while still at college and attempt for advanced batching based on their score.

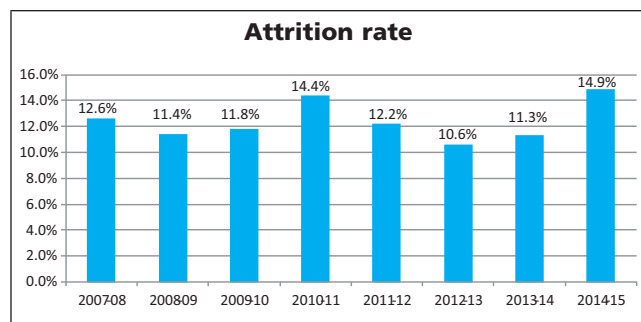
Key leadership attributes at different levels of leadership are identified and mapped to specific programmes. These include personal leadership, organisational knowledge and ethical business practice attributes. These competencies are enhanced in potential leaders through well-designed LDPs for each level of prospective leaders, right from operational to strategic. The rich leadership pipeline supports the fast paced business growth of the company.

Employee career development is facilitated through mentoring and developmental interventions. Opportunities to move across roles, career streams, clients and geographies give employees an opportunity to have a holistic view of the business and develop a well-rounded career. High potential employees are nurtured to fulfill their aspirational growth through role change and high-end leadership development. 'Career Hub' is a platform which facilitates employee's career development.

Talent management processes of the Company serve as effective platforms for employees to connect and interact with key stakeholders and share their goals and aspirations.

TCS embarks on a sustainability journey by ensuring safety and healthy well-being of associates and protecting the environment. Initiatives like 'Safety First' emphasise employee safety and security. 'TCSFit4Life' initiative creates a culture of fitness in the organisation by helping to build a fraternity of health and fitness conscious employees. Employees are offered confidential counselling sessions through 24X7 'Employee Assistance Programme', on request. 'Purpose4life' initiative enhances employee contribution to community projects in the areas of education, health and environment. The Maitree platform provides opportunities to employees to explore their hobbies and volunteer for social causes. These robust employee engagement platforms help in improving employee's overall well-being, bonding within the organisation and promoting work-life balance, thereby, increasing employee retention.

PULSE – TCS' annual employee engagement and satisfaction survey, has showed an increase in employee satisfaction index this year. In FY 15, the Company's attrition rate including BPS is 14.9%.



7.4. Compliance

The Company ensures compliance of employment, immigration and labour laws in countries of operation. Changes in the applicable regulations are tracked on a global basis.

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention,

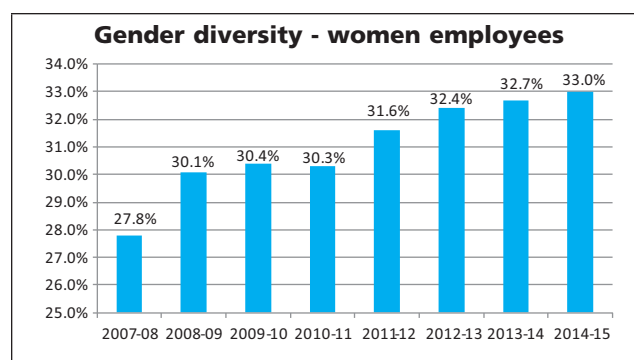
prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.

During the financial year 2014-15, the Company has received 17 complaints on sexual harassment, out of which 15 complaints have been disposed of and appropriate action taken and 2 complaints remain pending as of March 31, 2015.

7.5. Talent Diversity

TCS has world's one of the largest base of diverse intellectual capital with 319,656 employees from 122 different nationalities deployed in 55 countries. 10.4% of the Company's workforce are of nationalities other than India and Gen Y employees constitute 81% of the workforce in FY 15. The ability to integrate this diverse talent base at the ground level is the key to high performance.

TCS is one of the largest employers of women in the world with women constituting 33% of the Company's workforce. The high potential women managers have an opportunity to hone their skills for career advancement and leadership roles, through 'iEXCEL'- a specialised developmental executive education programme for women in mid-management. The Company's managerial employees are also sensitised to the aspects of diversity and inclusion through various workshops.



8. Risk management and compliance

TCS enterprise risk management programme (ERM) involves risk identification, assessment and risk mitigation planning for strategic, operational and compliance related risks across business units, functions and geographies. TCS has a robust digitised ERM framework which has been deployed across the enterprise. The Company level as well as unit level deployment of the ERM process is governed by the corporate risk office. The risk reports prepared by the chief risk officer are reviewed by the board of directors periodically.

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Compliance management has been significantly strengthened by the deployment of an integrated compliance management and governance framework. This covers regulatory compliance certification across all countries of operation. A compliance committee at corporate level guides and monitors the deployment

of the compliance framework. The Company ensures compliance of fiscal, employment, immigration and labour laws in the countries of operation. A robust internal check process is deployed to prevent and limit risk of non-compliance.

The following table gives the key risks faced by the Company.

Key Risks	Impact on TCS	Mitigation
Global economic scenario	Technology investments by corporates have shown strong correlations with GDP growth. The Company derives a material portion of its revenues from customers' discretionary spending which is linked to their business outlook. Depressed economic outlook in key markets can impact this spending and thereby constrain the Company's growth potential.	<ul style="list-style-type: none"> • Broad-based, de-risked business mix, well diversified across geographies and industry verticals • Capabilities and value propositions addressing the discretionary as well as non-discretionary portions of client spend • Target newer market segments which might provide counter-cyclical support.
Business model changes	The new disruptive technologies, such as cloud, big data, mobile smart devices and social media are changing consumer behaviour, requiring business model changes in customer organisations. For instance, the retail sector is seeing a ground-shift across the value chain. This has led to business model disruptions for traditional retailers with huge investments in their physical stores.	<ul style="list-style-type: none"> • Focused investment in creating intellectual property in 'Software-as-a-Service' and cloud platforms • Research and Innovation in 'Services-as-a-Software' and neuroscience-based platforms for services automation • Embed 'Digital Reimagination' in all our business services across verticals.
Data privacy and protection	Data protection and privacy laws are being enacted by many countries. They mandate protection of personally identifiable information (PII) and sensitive personal data or information (SPDI) and have strict restrictions for any cross border transmission of such personal data of employees. Any violation or breach can result in penalties apart from reputation loss.	<ul style="list-style-type: none"> • A global privacy policy has been drafted for implementation within TCS • Review and enhancement of employee related agreements with respect to PII and SPDI • Enhanced training & education and inter-company agreements to cater to the privacy requirements • Data protection controls are a part of the engagement security management process and these are subjected to internal audits • Strong security measures in place to handle cyber security attacks • Sensitive engagements use data masking tools to protect PII and SPDI.

Currency volatility	Volatility in currency exchange movements resulting in transaction and translation exposure.	<ul style="list-style-type: none"> • Currency hedging policies and practices in place • Hedging strategy monitored by risk management committee through regular reviews.
Restrictive cross border mobility legislations	Non-tariff trade barriers proposed by some countries may lead to multitude of challenges. Mobility of resources across the globe could be impacted, leading to increased costs and margin pressures.	<ul style="list-style-type: none"> • Increased rigor in terms of manpower planning and deployment • Leverage collaboration technologies like video conferencing to reduce need for cross border travel • Increase outreach to legislative and trade bodies.
Attrition	Attrition of talent especially at critical/mid-levels, can impact client outcomes, in turn impacting growth.	<ul style="list-style-type: none"> • Employee engagement continues to be a key focus area • With continuous investments in building a next-gen organisation that is social, mobile, engaged and collaborative, the Company provides a vibrant digital work environment for the large, diverse and distributed workforce • Increased focus is being given in terms of learning opportunities, significant investments in training in new technologies and rotation in work assignments • Programs such as Purpose4life, where TCS associates volunteer for community service programmes, also provide a holistic sense of satisfaction for employees.

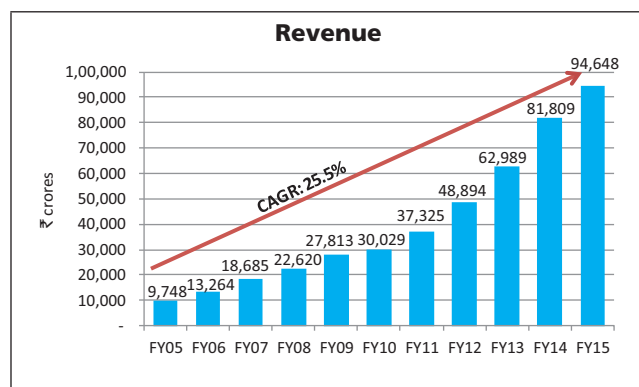
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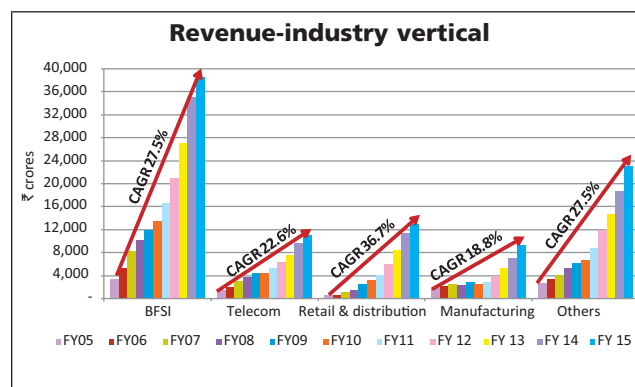
PERFORMANCE HIGHLIGHTS SINCE FISCAL 2005

TCS' existence as a listed company over the past eleven years has been marked by continuous value creation and setting increasingly higher standards of performance. While relentlessly pursuing excellence in all its activities, TCS has been generating wealth for its stakeholders. The wealth so created has been shared with the stakeholders.

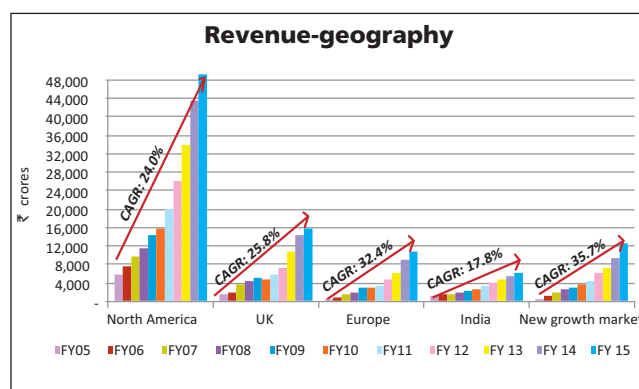
Revenue trend



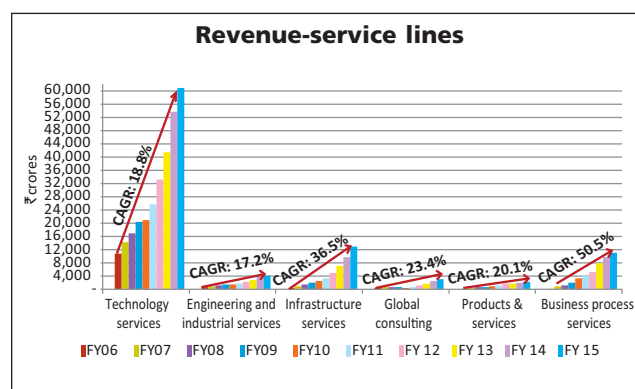
Growth in industry verticals



Growth in geographic revenue



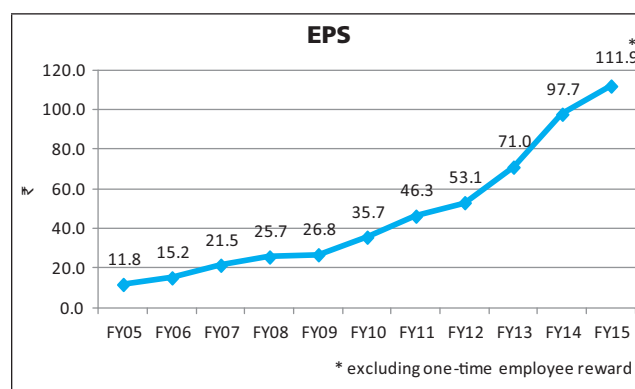
Growth in service lines



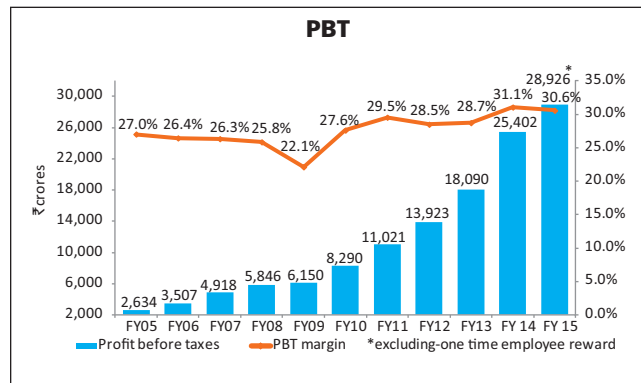
Customer centricity

Last twelve months revenue buckets	Number of customers	
	Fiscal 2015	Fiscal 2005
\$100mn +	29	-
\$50mn +	68	5
\$20mn +	162	25
\$10mn +	261	42
\$5mn +	389	76
\$1mn +	791	214

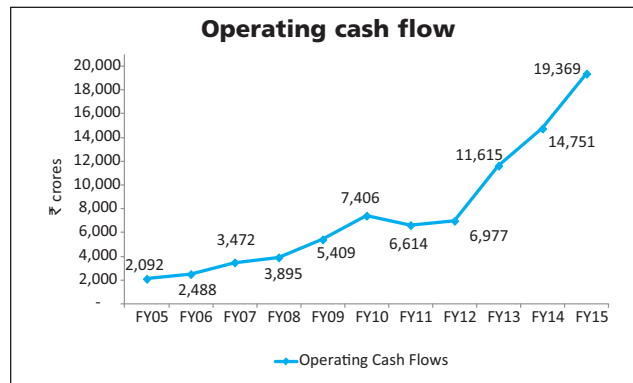
Earnings per share



Earnings trends



Cash flow from operating activities

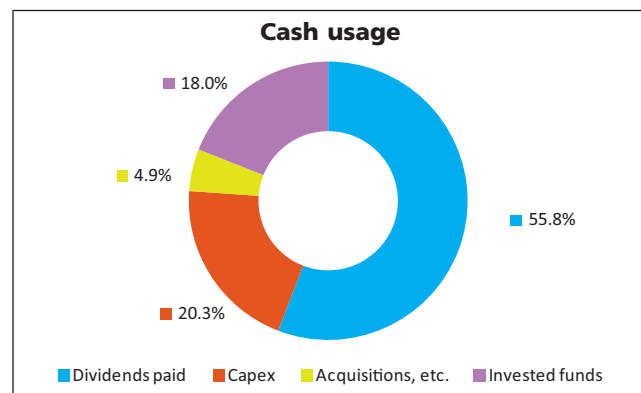


Market capitalisation



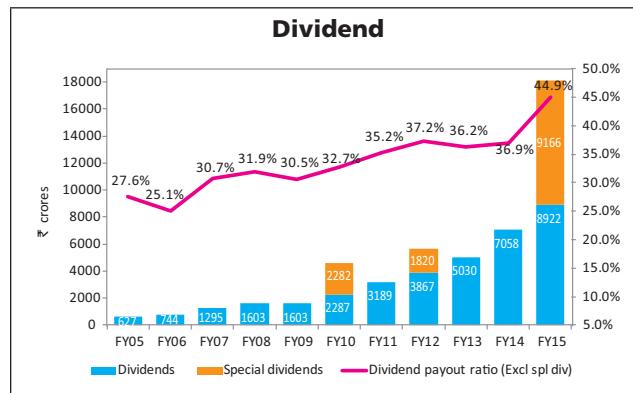
Cash utilisation since fiscal 2005

Of the available funds generated during fiscal 2005 to fiscal 2015, 55.84% has been appropriated towards dividend (including dividend tax and final dividend for fiscal 2015 to be paid post approval by shareholders).



Dividend

Dividend (including final dividend and dividend distribution tax) and the payout ratio computed on consolidated profits have remained high. The amount of dividend appropriated (excluding special dividend) has increased 14 times in the last eleven years. In fiscal 2015, the payout ratio including special dividend and net dividend distribution tax was 91%.



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FINANCIAL PERFORMANCE - (CONSOLIDATED)

The financial statements of Tata Consultancy Services Limited and its subsidiaries (collectively referred to as "TCS" or the Company) are prepared in compliance with the Companies Act, 2013 and generally accepted accounting principles in India (Indian GAAP).

The discussions herein below relate to consolidated statement of profit and loss for the year ended March 31, 2015, consolidated balance sheet as at March 31, 2015 and the consolidated cash flow statement for the year ended March 31, 2015. The consolidated results are more relevant for understanding the performance of TCS.

Significant accounting policies used for the preparation of the financial statements are disclosed in the notes to the consolidated financial statements 2 (a) to (q).

CONSOLIDATED FINANCIAL RESULTS - SUMMARY

The revenue of the Company aggregated ₹ 94,648.41 crores in fiscal 2015 (₹ 81,809.36 crores in fiscal 2014), registering a growth of 15.69%. In terms of US Dollars, the revenue in fiscal 2015 was \$15.45 billion (\$13.44 billion in fiscal 2014) registering a growth of 14.96%.

In fiscal 2015, there was a special, one-time reward to eligible employees, which increased the employee expenses by ₹ 2,627.91 crores.

Other significant financial parameters of the Company are given below:

- **Earnings before interest, tax, depreciation and amortisation (EBITDA)**

The EBITDA excluding one-time adjustment for employee reward aggregated ₹ 27,109.62 crores in fiscal 2015 (₹ 25,152.79 crores in fiscal 2014) – a growth of 7.78%. EBITDA as reported aggregated ₹ 24,481.71 crores.

- **Profit before tax (PBT)**

PBT excluding one-time adjustment for employee reward aggregated ₹ 28,926.40 crores in fiscal 2015 (₹ 25,401.86 crores in fiscal 2014) – a growth of 13.88%. PBT as reported aggregated ₹ 26,298.49 crores.

- **Profit after tax (PAT)**

PAT excluding one-time adjustment for employee reward aggregated ₹ 21,911.85 crores in fiscal 2015 (₹ 19,163.87 crores in fiscal 2014) – a growth of 14.34%. PAT as reported aggregated ₹ 19,852.18 crores.

- **Earnings per share (EPS)**

EPS excluding one-time adjustment for employee reward aggregated ₹ 111.87 in fiscal 2015 (₹ 97.67 in fiscal 2014) – a growth of 14.54%. EPS as reported was ₹ 101.35.

DISCUSSIONS ON CONSOLIDATED FINANCIAL RESULTS

The following table gives an overview of the financial results of the Company:

	Fiscal 2015 - as reported		Fiscal 2015-excluding one-time employee reward		Fiscal 2014		% growth
	₹ crores	% of revenue	₹ crores	% of revenue	₹ crores	% of revenue	
Revenue from operations	94,648.41	100.00	94,648.41	100.00	81,809.36	100.00	15.69
Expenses							
Employee benefit expenses	38,701.15	40.89	36,073.24	38.12	29,860.01	36.50	20.81
Overseas business expenses (employee allowances paid overseas)	12,223.20	12.91	12,223.20	12.91	10,626.29	12.99	15.03
Services rendered by business associates and others (BA)	6,220.25	6.57	6,220.25	6.57	4,938.37	6.04	25.96
Employee and BA related expenses	57,144.60	60.37	54,516.69	57.60	45,424.67	55.53	20.02
Overseas business expenses (other than employee allowances paid overseas)	1,140.71	1.21	1,140.71	1.21	1,010.13	1.23	12.93
Operation and other expenses	11,881.39	12.55	11,881.39	12.55	10,221.77	12.49	16.24
Total expenses	70,166.70	74.13	67,538.79	71.36	56,656.57	69.25	19.21
Earnings before interest, tax, depreciation and amortisation (EBITDA)	24,481.71	25.87	27,109.62	28.64	25,152.79	30.75	7.78
Other income (net)	3,229.91	3.41	3,229.91	3.41	1,636.74	2.00	97.34
Finance costs	104.19	0.11	104.19	0.11	38.52	0.05	170.48
Depreciation and amortisation expense	1,798.69	1.90	1,798.69	1.90	1,349.15	1.65	33.32
Profit before exceptional item and tax	25,808.74	27.27	28,436.65	30.04	25,401.86	31.05	11.95
Exceptional item	489.75	0.52	489.75	0.52	-	-	-
Profit before tax (PBT)	26,298.49	27.79	28,926.40	30.56	25,401.86	31.05	13.88
Tax expense	6,238.79	6.60	6,800.03	7.18	6,069.99	7.42	12.03
Profit for the year before minority interest	20,059.70	21.19	22,126.37	23.38	19,331.87	23.63	14.46
Minority interest	207.52	0.22	214.52	0.23	168.00	0.20	27.69
Profit for the year (PAT)	19,852.18	20.97	21,911.85	23.15	19,163.87	23.43	14.34

The growth in operating parameters in the table above and also in other tables in the following discussions have been analysed with respect to performance prior to the impact of one-time employee reward.

Revenue

Analysis of revenue growth

Growth attributable to	Fiscal 2015 (%)	Fiscal 2014 (%)
Business growth	17.01	17.27
Impact of exchange rate	(1.32)	12.61
Total growth	15.69	29.88

The business growth in fiscal 2015 was in line with the business growth in fiscal 2014. However, the total revenue growth in fiscal 2015 was lower than that of fiscal 2014 primarily due to impact of exchange rate fluctuations (-1.32% in fiscal 2015, 12.61% in fiscal 2014). Currency wise fluctuations during fiscal 2015 compared to those in fiscal 2014 are given below:

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(Amount in ₹)

	Fiscal 2015			Fiscal 2014	% change in average rates
	High	Low	Average	Average	
USD	63.89	58.34	61.26	60.85	0.67
GBP	103.77	91.91	98.34	97.36	1.01
EUR	84.63	65.77	76.86	81.93	(6.19)
CAD	56.63	48.40	53.68	57.48	(6.61)
AUD	57.25	47.12	53.15	56.30	(5.60)

Out of the total revenue earned in fiscal 2015, 94.12% was earned in foreign currencies. Fiscal 2015 witnessed substantial movement in exchange rates particularly affecting EUR, GBP and CAD. Net impact of such

movement in exchange rates on revenue of the Company has been a negative variance of 1.32% in fiscal 2015 (positive 12.61% in fiscal 2014).

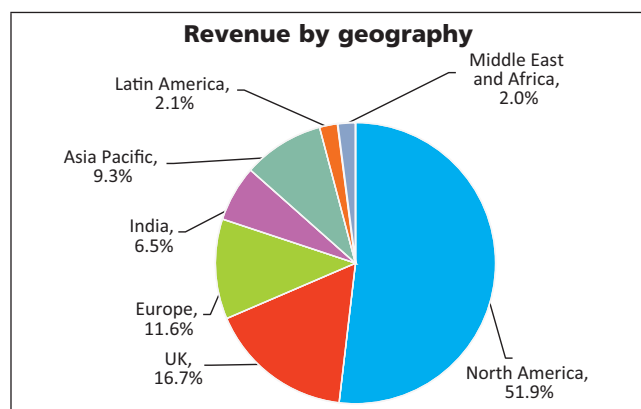
Revenue by industry

Major industries contributing to revenue of the Company are (1) banking, financial services and insurance (2) manufacturing, (3) retail and consumer packaged goods (CPG), (4) telecom, media and entertainment and (5) others. 'Others' include (a) hi-tech, (b) life sciences and healthcare (c) travel, transportation and hospitality and (d) energy, resources and utilities.

During fiscal 2015, revenue from all industries other than banking, financial services and insurance showed double digit growth rates. Industry wise performances are discussed in segment results section.

Revenue by geography

	Fiscal 2015			Fiscal 2014	
	₹ crores	% of revenue	% growth	₹ crores	% of revenue
North America	49,085.94	51.86	13.14	43,385.87	53.03
UK	15,783.29	16.68	10.75	14,251.38	17.42
Europe	10,946.34	11.57	19.22	9,181.32	11.22
Asia Pacific	8,834.63	9.33	49.48	5,910.12	7.22
India	6,107.55	6.45	11.29	5,487.80	6.71
Latin America	1,967.52	2.08	5.02	1,873.56	2.29
Middle East and Africa	1,923.14	2.03	11.86	1,719.31	2.11
Total	94,648.41	100.00	15.69	81,809.36	100.00

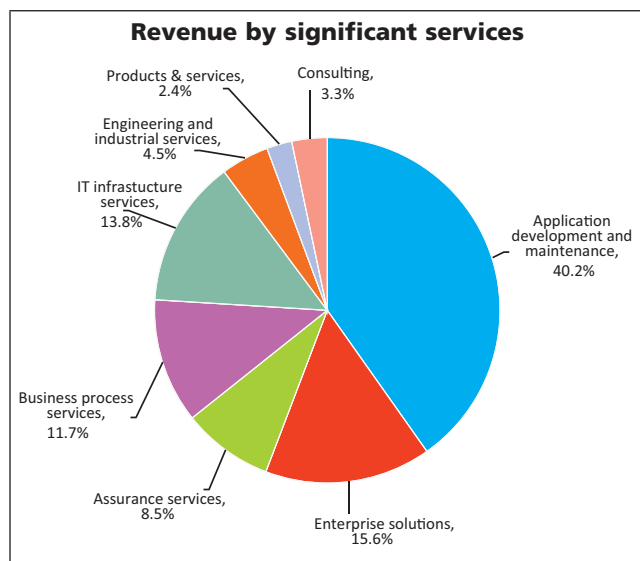


Asia Pacific recorded highest growth primarily due to TCS' sustained investment in market development and increasing customer acceptance of global delivery model. The growth was also aided by acquisition of a controlling interest (51%) in IT Frontier Corporation (referred to as ITF) from Mitsubishi Corporation. Growth in Europe continued to be good and was more than the Company average. North America, United Kingdom, Middle East & Africa and India registered growth around the Company average.

Revenue by services

	Fiscal 2015			Fiscal 2014	
Service lines	₹ crores	% of revenue	% growth	₹ crores	% of revenue
Technology services:					
Application development and maintenance (ADM)	38,056.53	40.21	11.88	34,016.19	41.58
Enterprise solutions	14,736.06	15.57	16.30	12,671.11	15.49
Assurance services	8,050.80	8.51	17.29	6,863.94	8.39
Business process services (BPS)	11,051.65	11.68	12.35	9,837.06	12.02
IT infrastructure services (IT IS)	13,095.00	13.84	34.12	9,763.57	11.93
Engineering and industrial services (EIS)	4,273.97	4.52	11.04	3,848.96	4.70
Products & services	2,235.01	2.36	8.33	2,063.18	2.52
Consulting	3,149.39	3.31	14.72	2,745.35	3.37
Total	94,648.41	100.00	15.69	81,809.36	100.00

Revenue by services



IT IS registered the highest growth (34.12%) well above the Company average. Enterprise solutions and assurance services recorded higher growth than the Company average, while growth in BPS and EIS were slightly lower. ADM continues to be the major contributor although its relative weight to the total revenue has come down over the past years (40.21% in fiscal 2015, 58.20% in fiscal 2006) in line with our strategy of focusing on new services. Consequently, contribution from other services to total revenue has increased.

Revenue by nature of contract

Nature of Contract	Fiscal 2015 (%)	Fiscal 2014 (%)
Time and material basis	47.98	48.04
Fixed price, fixed time	52.02	51.96
Total	100.00	100.00

The mix of revenue from time and material contracts and contracts on fixed price basis has remained steady with the latter going up marginally in fiscal 2015.

Revenue by location of service delivery

Revenue from local delivery is for those services which are performed at customer locations. Remote delivery revenue reflects the aggregation of revenue from services which are performed at delivery centers located in India (referred to as India delivery center revenue) as well as global delivery centers (GDC) in various countries. The composition of the revenue from India delivery center, global delivery center and local delivery was as follows:

Revenue mix (% of revenue)	Fiscal 2015	Fiscal 2014
India delivery center	46.20	47.92
Global delivery center	5.61	5.43
Remote delivery	51.81	53.35
Local delivery	48.19	46.65
Total	100.00	100.00

Revenue from local, global and India delivery centers are aligned with customer requirements. Mix of revenue from these locations has remained steady.

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Employee costs and overseas business expenses

Employee costs include salaries which have fixed and variable components, contribution to retirement funds and pension schemes. It also includes expenses incurred on staff welfare.

Overseas business expenses primarily comprise living allowances paid to employees on overseas assignments.

For purpose of the management discussion and analysis (MD&A), employee related costs included in 'overseas business expenses' and costs related to business associates (BA) have been grouped under 'Employee and BA related costs'.

	Fiscal 2015 - as reported		Fiscal 2015-excluding one-time employee reward		Fiscal 2014		% growth
	₹ crores	% of Revenue	₹ crores	% of Revenue	₹ crores	% of Revenue	
Employee benefit expense	38,701.15	40.89	36,073.24	38.12	29,860.01	36.50	20.81%
Overseas business expenses (employee allowances paid overseas)	12,223.20	12.91	12,223.20	12.91	10,626.29	12.99	15.03%
Services rendered by business associates (BA) and others	6,220.25	6.57	6,220.25	6.57	4,938.37	6.04	25.96%
Total	57,144.60	60.37	54,516.69	57.60	45,424.67	55.53	20.02%

Employee benefit and BA costs excluding one-time employee reward have increased by 20.02%. In relation to revenue, this group of expenses is higher by 2.07% in fiscal 2015 as compared to fiscal 2014, primarily on account of significant increase in local hires.

Employee benefit and BA costs as reported aggregated ₹ 57,144.60 crores representing 60.37% of revenue.

Overseas business expenses (other than employee allowances paid overseas)

Overseas business expenses (other than employee allowances paid overseas) include travel expenses incurred in overseas locations. These expenses as percentage of revenue have marginally decreased from 1.23% (₹ 1,010.13 crores in fiscal 2014) to 1.21% (₹ 1,140.71 crores in fiscal 2015).

Operation and other expenses

	Fiscal 2015 - as reported		Fiscal 2014	
	₹ crores	% of revenue	₹ crores	% of revenue
Software, hardware and material costs	3,835.83	4.05	3,088.68	3.77
Communication	1,056.06	1.12	874.04	1.07
Travelling and conveyance	1,261.25	1.33	1,046.75	1.28
Rent	1,569.46	1.66	1,421.27	1.74
Legal and professional fees	596.30	0.63	613.61	0.75
Repairs and maintenance	705.00	0.74	499.11	0.61
Electricity	573.87	0.61	527.10	0.64
Recruitment and training	360.94	0.38	303.46	0.37
Others	1,922.68	2.03	1,847.75	2.26
Total	11,881.39	12.55	10,221.77	12.49

Operation and other expenses as a percentage of revenue has remained steady (12.49 % of revenue in fiscal 2014, 12.55 % of revenue in fiscal 2015).

Earnings before interest, tax, depreciation and amortisation (EBITDA)

In fiscal 2015 EBITDA excluding the impact of one-time employee reward was ₹ 27,109.62 crores (₹ 25,152.79 crores in fiscal 2014). There is a decrease of 2.11% in EBITDA as a percentage of revenue, primarily attributable to increase in employee and BA related expenses.

EBITDA as reported aggregated ₹ 24,481.71 crores.

Other income (net)

Other income increased from ₹ 1,636.74 crores in fiscal 2014 to ₹ 3,229.91 crores in fiscal 2015 primarily for the following reasons:

- interest income on bank deposits, inter-corporate deposits and bonds & debentures increased from ₹ 1,340.00 crores in fiscal 2014 to ₹ 1,596.61 crores in fiscal 2015 arising out of effective treasury management.

- increase in exchange gain (net) from ₹ 17.62 crores to ₹ 1,308.47 crores.
- increase in profit on redemption of mutual funds, from ₹ 173.09 crores in fiscal 2014 to ₹ 233.10 crores in fiscal 2015.

Foreign exchange forward, option and futures contracts

TCS enters into foreign exchange forward, option and futures contracts to manage its exposure to exchange rate fluctuations, in accordance with its risk management policies.

TCS follows accounting principles in line with international financial reporting standard 9 (IFRS 9) to account for the aforesaid hedging instruments. Changes in the fair value of instruments designated as hedges of future cash flows are recognised directly in shareholders' funds if they are effective in hedging the risk. The ineffective portion is recognised immediately in the statement of profit and loss. The change in the time value of option is also accumulated in hedging reserve and is transferred to statement of profit and loss when the forecasted transaction occurs.

Foreign exchange forward, option and futures contracts outstanding at the reporting date, other than designated cash flow hedges, are stated at their respective fair values and the resultant gains or losses are accounted as 'other income (net)' in the profit and loss account for the period.

Note 2 (m) to the consolidated financial statements describes the accounting policy relating to the derivative instruments and hedge accounting. Note 41 to the consolidated financial statements provide details of the derivative financial instruments entered by the Company during fiscal 2015 with comparatives for fiscal 2014.

Depreciation and amortisation

Depreciation and amortisation increased from ₹ 1,349.15 crores (1.65% of revenue) in fiscal 2014 to ₹ 1,798.69 crores (1.90% of revenue) in fiscal 2015. The increase was spread across all asset groups, mainly attributable to freehold buildings, computers, leasehold improvement and office equipment.

Exceptional item

In fiscal 2015, there is a one-time credit item of ₹ 489.75 crores shown under the head 'Exceptional item'. This is the net impact of change in accounting policy for depreciation relating to both (1) change in the method of depreciation and (2) change in the useful life of

fixed assets, necessitated due to implementation of the Companies Act, 2013. Depreciation is now provided on straight line basis on all assets as against the policy of providing on written down value basis on some assets and on straight line basis for others. The remaining useful life has also been revised wherever appropriate, based on an evaluation.

Profit before tax (PBT)

In fiscal 2015, PBT excluding the one-time employee reward was ₹ 28,926.40 crores (₹ 25,401.86 crores in fiscal 2014). As a percentage of revenue, PBT decreased from 31.05% in fiscal 2014 to 30.56% in fiscal 2015. The decrease of 0.49% is mainly due to decrease in EBITDA of 2.11%, offset by increase in other income by 1.41%.

In fiscal 2015, PBT as reported was ₹ 26,298.49 crores representing 27.79% of revenue.

Tax expense

Tax expense before accounting of one-time employee reward increased to ₹ 6,800.03 crores in fiscal 2015 from ₹ 6,069.99 crores in fiscal 2014. As a percentage of revenue, it has reduced from 7.42% in fiscal 2014 to 7.18% in fiscal 2015. The effective tax rate has decreased from 23.90% in fiscal 2014 to 23.51% in fiscal 2015.

In fiscal 2015, tax expense as reported was ₹ 6,238.79 crores (6.60% of revenue). The effective tax rate was 23.72%.

Minority interest

Minority interest, before accounting of one-time employee reward, registered an increase from ₹ 168.00 crores in fiscal 2014 to ₹ 214.52 crores in fiscal 2015, primarily due to setting up of a subsidiary in Japan where TCS has a controlling interest of 51%.

In fiscal 2015, the minority interest as reported after impact of one-time employee reward was ₹ 207.52 crores.

Profit after tax (PAT)

The net profit in fiscal 2015, prior to adjustment of one-time employee reward, was ₹ 21,911.85 crores (23.15% of revenue) as compared to ₹ 19,163.87 crores in fiscal 2014 (23.43% of revenue). The decrease of 0.28% in terms of revenue is attributable to decrease in PBT 0.49%, partly offset by lower taxes of 0.24%.

In fiscal 2015, the PAT as reported after impact of one-time employee reward was ₹ 19,852.18 crores (20.97% of revenue).

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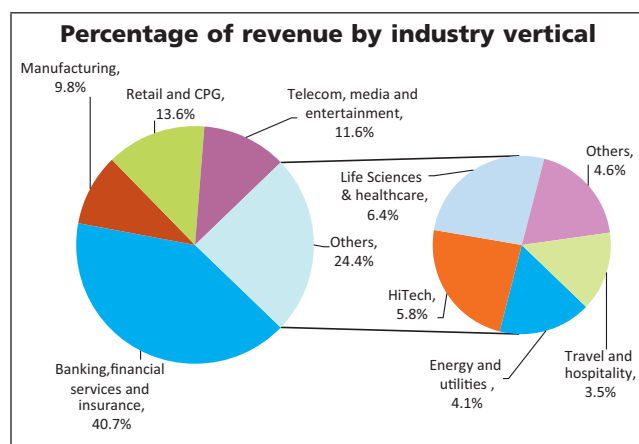
Segment result

The Company considers industry to which the customer belongs as its primary segment and the geography in which the customer is located as its secondary segment. Revenue and expenses directly attributable to segments are reported under each reportable primary segment.

The following table presents each industry segment's revenue as a percentage of total revenue and each industry segment's result, i.e., operating profit (excluding unallocated expenses) as a percentage of total segment result.

	Segment revenue				
	Fiscal 2015	Fiscal 2014	Fiscal 2015	Fiscal 2014	% growth
	₹ crores		% of aggregate revenue		
Banking, financial services and insurance	38,565.66	35,112.41	40.74	42.92	9.83
Manufacturing	9,242.45	6,989.36	9.77	8.54	32.24
Retail and consumer packaged goods (CPG)	12,829.01	11,309.06	13.55	13.82	13.44
Telecom, media and entertainment	10,933.55	9,613.74	11.55	11.75	13.73
Others	23,077.74	18,784.79	24.39	22.97	22.85
Total	94,648.41	81,809.36	100.00	100.00	15.69

Revenue by industry in fiscal 2015



In fiscal 2015, BFSI continued to contribute the largest share to revenue (40.74%) although the growth (9.83%) is less than the Company average. Manufacturing grew at an impressive rate of 32.24%. Telecom including media and entertainment grew at 13.73 % and retail & CPG registered a growth of 13.44 %. Verticals included under 'Others' showed good growth of 22.85 %. Amongst these, hi-tech registered better growth (24.36%) than fiscal 2014 (19.52%). Life sciences & healthcare (27.74%), energy, resources & utilities (25.08%) and travel, transportation & hospitality (18.70%), grew well above the Company average in fiscal 2015.

Industry segment wise performance

Banking, financial services and insurance (BFSI)

BFSI continues its pursuit to redefine its purpose of existence keeping customer at center; leading to

a paradigm shift in the way players are evaluating businesses and investments. Most of the banking and financial service industry players have embarked upon key strategic transformation initiatives that revolve around simplification, digital adaptation and governance. Customer experience management has become pivotal across most of these transformation themes. The industry also witnessed some structural changes as banks redrew their boundaries to focus on core businesses, while shelving off the non-core activities leading to a rise of related demerger and merger integration activities. Digital technology adaptation has gradually percolated deeper into the system rather than just refurbishing the front end touch points for internal and external stakeholders.

In the insurance industry, the gradual global economic recovery and a declining emphasis on spread-based and guaranteed products was partly offset by declining investment margins during fiscal 2015. Insurers are investing in data and analytics for smarter business decisions though improved underwriting and to gain greater customer insights for new products and services. New digital technologies are lowering barriers to expansion & global reach and the same technologies are enabling new industry players (or disruptors) to enter and compete in these markets.

The Company has invested in a broad array of offerings to meet the security, data & analytics and digital demand. It has partnered with industry experts and has made significant investments to engage and deepen European presence.

In fiscal 2015, BFSI constituted 40.74% of Company's revenue (42.92% in fiscal 2014), growing at a muted 9.83% (29.35% in FY 2014), significantly below the Company's average (15.69%). This is primarily attributable to weakness in insurance portfolio, particularly in Diligenta, a subsidiary focused on life insurance policy administration in the UK. BFSI contributed 43.23% of total segment result (46.04% in fiscal 2014) excluding the one-time employee reward.

Telecom, media and entertainment

As a group, telecom, media & entertainment witnessed revenue growth of 13.73 % in fiscal 2015 (27.51% in fiscal 2014), just below the Company average (15.69%). Margin, excluding one-time employee reward, has remained steady at 28.54% in fiscal 2015 (28.59% in fiscal 2014).

However, this aggregate performance masks sharply divergent trends in the underlying sub-segments.

The telecom sector continues to be under pressure, with demands for continued investment in newer generations of technologies even as mobile revenues remained flat and wireline revenues continued to decline, cost pressures mounted and the regulatory overhang on the sector increased. Consequently, the Company's telecom segment, which has been very volatile over the last five years, underperformed in FY 2015 as well, with revenues growing at a subdued 7.9%.

On the other hand, the media industry is continuing its journey of digital metamorphosis. While information services and publishing are fast becoming largely digital driven business, we are seeing broadcast industry rapidly adopting the digital formats. As media businesses adapt to changing market needs, they are also reimagining how they operate. In some cases the IT, engineering and R&D organisations are coming under one organisation while in others the boundaries are getting defined more clearly.

This structural change in the industry bodes well for greater spending on IT services, evidenced by the strong performance by this sub-segment. Revenue in the media and entertainment segment grew by 37.8% in FY 2015.

Retail and CPG

The retail segment was one of the fastest growing industry verticals in the global market for outsourced IT Services, clocking a growth of 4.2% in 2014, versus an overall growth of 1.9%.

Retailer's IT spend is largely driven by (a) achieving the vision of fully integrated omnichannel shopping experience and (b) getting the foundation ready for future digital business.

Social, mobile, cloud and emerging technologies such as internet of things, machine intelligence and robotics are changing the way business is done and the state of competition. Retailers are focusing on building a data-driven enterprise to make informed decisions. This also requires them to invest in ramping up security and data protection tools and processes.

To support the above focus areas of our retail clients, TCS is investing significantly in building differentiated products, solutions and capabilities. TCS is investing in industry leading roadmap for first-of-its kind, truly omnichannel enabled store commerce platform and retail customer 'Knowledge Hub'. We continue to invest in Optumera™, our shopper-centric merchandising suite, by adding a competitive pricing engine module.

The CPG sub-segment has had to deal with low-growth, fragmenting segments and fragmenting channels in developed markets even as faster-growing emerging markets pose challenges in terms of diverse consumption habits, regulatory obstacles and poor distribution networks. In response, CPG companies are investing in direct to consumer (D2C) commerce and big data analytics.

TCS' early investments in building capabilities in big data analytics, digital creative services, D2C commerce and digital marketing have helped us gain traction in this segment and win recognition from industry groups. TCS was recognised as best in class for outsourcing and consulting by consumer goods technology in 2015.

The segment revenue has recorded a growth of 13.44% in fiscal 2015 (34.61% in fiscal 2014). Segment margin, excluding one-time employee reward, as a percentage of segment revenue was 28.33% in fiscal 2015 compared to 32.48% in fiscal 2014.

Manufacturing

The Company experienced strong revenue growth in manufacturing, driven by increased adoption of digital technologies by a resurgent sector, along with traditional drivers such as IT infrastructure cost optimisation and simplification of business processes.

A key trend that significantly bolsters longer term sustainability of growth in this sector has been the rise of IT from being a source of back-office efficiencies to becoming part of the core product and an important source of competitive differentiation to our customers. This has been most evident in the automotive sector where software-driven features such as autonomous navigation, interactive infotainment systems and connected vehicles are gaining currency.

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TCS continues to invest in building industry specific core capability across the manufacturing value chain, namely in new product innovation, manufacturing excellence, supply chain and customer experience. A dedicated digital re-imagination initiative for manufacturing has been formed which is helping customers in their adoption of digital capabilities as internet of things, digital customer experience, e-Commerce, big data led predictive diagnostics, social product development and factory optimisation.

Manufacturing industry revenue recorded a growth of 32.24% in fiscal 2015 (34.01% in fiscal 2014). Growth in segment results (excluding one-time employee reward) was 18.17% in fiscal 2015 (50.53% in fiscal 2014). The comparable growth in segment margin has been 26.22% in fiscal 2015 (29.35% in fiscal 2014).

Others

Segments combined in 'others' includes:

- Life sciences and healthcare
- Energy, resources and utilities
- Travel, transportation and hospitality
- Hi-tech

Despite a sharp slowdown in the energy sub-segment towards the end of the fiscal year, resulting from the depressed oil prices, all the segments grouped in 'others' showed good revenue growth over fiscal 2014, reflecting the Company's growing traction in these industries on the back of strong domain expertise and domain-specific digital solutions.

In fiscal 2015, the segments in aggregate showed better growth (22.85%) than the Company average (15.69%). The share of these segments in aggregate revenue improved to 24.39 % in fiscal 2015 from 22.97% in fiscal 2014. The margin remained steady at 26.52% in fiscal 2015 as compared to 26.77% in fiscal 2014.

Life sciences and healthcare registered the highest growth amongst these segments in revenue and results at 27.74% and 29.99% respectively, followed by energy, resources and utilities (growth of revenue 25.08%, margin 28.04%), hi-tech (revenue growth 24.36%, margin 19.40%) and travel, transportation and hospitality (growth of revenue 18.70%, margin 8.61%).

The growth in segment results and segment margins have been analysed by excluding the impact of one-time employee reward.

FINANCIAL POSITION — CONSOLIDATED

Share capital

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
Authorised		
420.05 crores equity shares of ₹1 each	420.05	420.05
105.025 crores redeemable preference shares of ₹ 1 each	105.03	105.03
Total	525.08	525.08
Issued, subscribed and fully paid-up		
195.87 crores equity shares of ₹ 1 each	195.87	195.87
Total	195.87	195.87

There has been no change in the position of authorised, issued, subscribed and paid up capital during fiscal 2015.

Reserves and surplus

For the purpose of consolidation of subsidiaries with the financial statement of the holding company, income and expenses are translated at average rates and the assets and liabilities are stated at closing rate. Use of such different rates for translation gives rise to exchange difference which is accumulated in foreign currency translation reserve. Foreign currency translation reserve decreased from ₹ 1,547.78 crores as at March 31, 2014 to ₹ 1,051.17 crores as at March 31, 2015, due to movement in exchange rates of currencies in fiscal 2015.

The closing balance of hedging reserve account, arising out of cash flow hedges as at March 31, 2015 was a net gain of ₹ 150.75 crores (₹ 29.64 crores net gain as at March 31, 2014). Note 41 to the consolidated financial statements gives details of movements in the hedging reserve account.

An amount of ₹ 255.57 crores was transferred to capital redemption reserve during fiscal 2015 pursuant to redemption of preference shares by Diligenta.

Balance in statement of profit and loss as at March 31, 2015 was ₹ 39,012.65 crores (₹ 39,504.51 crores as at March 31, 2014) after appropriation towards equity dividend (interim and proposed final dividend), tax on dividends, transfer to general reserves, statutory reserve and capital redemption reserve.

Reserves and surplus at the end of fiscal 2015 stood at ₹ 50,438.89 crores, an increase of 2.94% over ₹ 48,998.89 crores at the end of fiscal 2014. ₹ 1953.64 crores was transferred to the general reserve from the profit and loss account for fiscal 2015.

Short-term and long-term borrowings

The Company's long-term obligations under finance lease (refer note 5 to the consolidated financial statements) was ₹ 113.69 crores as at March 31, 2015 (₹ 126.21 crores as at March 31, 2014). These are secured against fixed assets obtained under finance lease arrangements. The secured

loans are secured against book debts.

The increase in short term borrowings (₹ 185.56 crores as at March 31, 2015; ₹ 127.09 crores as at March 31, 2014) were mainly attributable to bank overdraft required for management of working capital.

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Short-term borrowings		Long-term borrowings		Total borrowings	
Secured borrowings from entity other than banks	-	33.58	-	-	-	33.58
Unsecured loans repayable on demand from banks	-	93.51	-	-	-	93.51
Unsecured loans: overdraft from bank	185.56	-	-	-	185.56	-
Secured loans: long-term maturities of finance lease obligations	-	-	113.69	126.21	113.69	126.21
Unsecured borrowings from entity other than banks	-	-	0.58	1.05	0.58	1.05
Total	185.56	127.09	114.27	127.26	299.83	254.35

Trade payables (current liabilities)

Trade payables (current liabilities), representing payables for purchase of goods and services increased from ₹ 5,536.02 crores as at March 31, 2014 to ₹ 8,830.93 crores as at March 31, 2015. As percentage of revenue, trade payables have increased to 9.33% in fiscal 2015 from 6.77% in fiscal 2014. The increase is primarily attributable to the one-time employee reward of ₹ 2,627.91 crores constituting 2.78% of revenues.

Deferred tax liability (net) and deferred tax assets (net)

As stated in the accounting policies, deferred tax assets and liabilities are offset, tax jurisdiction-wise. Note 6 to the consolidated financial statements brings out details of component-wise deferred tax balances where the net values result into liabilities or assets, jurisdiction-wise.

Deferred tax liability or asset is recognised on timing difference being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Such timing differences resulting in deferred tax liability or asset usually arise on branch profit tax, depreciation and employee benefit expenses.

The net deferred tax liability was ₹ 342.96 crores as at March 31, 2015. (₹ 308.80 crores as at March 31, 2014).

As at March 31, 2015, the net deferred tax asset had a balance of ₹ 593.94 crores (₹ 420.06 crores as at March 31, 2014). The Company assesses the likelihood of deferred tax assets getting recovered from future taxable income.

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Other current and long-term liabilities

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Other current liabilities		Other long-term liabilities		Total other liabilities	
Income received in advance	1,062.31	1,050.73	-	-	1,062.31	1,050.73
Advance received from customers	130.76	62.81	-	-	130.76	62.81
Other payables	2,317.90	2,413.00	-	-	2,317.90	2,413.00
Other liabilities	135.62	94.70	825.02	743.07	960.64	837.77
Total	3,646.59	3,621.24	825.02	743.07	4,471.61	4,364.31

Other current liabilities

Other current liabilities increased to ₹ 3,646.59 crores as at March 31, 2015 (₹ 3,621.24 crores as at March 31, 2014). The increase was primarily due to:

- increase in income received in advance to ₹ 1,062.31 crores as at March 31, 2015 (₹ 1,050.73 crores as at March 31, 2014). Income received in advance represents advance billings to customers not recognised as revenue
- increase in advance received from customers ₹ 130.76 crores as at March 31, 2015 (₹ 62.81 crores as at March 31, 2014)
- increase in other liabilities to ₹ 135.62 crores, mainly on account of (1) current maturities of finance lease obligations ₹ 57.40 crores as at March 31, 2015 (₹ 42.05 crores as at March 31, 2014) and (2) operating lease liabilities ₹ 57.50 crores as at March 31, 2015 (₹ 37.09 crores as at March 31, 2014) offset by decrease in other payables to ₹ 2,317.90 crores as at March 31, 2015 (₹ 2,413.00 crores as at March 31, 2014). Other payables include (1)

statutory liabilities ₹ 1,143.66 crores as at March 31, 2015 (₹ 1,179.52 crores as at March 31, 2014), (2) capital creditors ₹ 337.41 crores as at March 31, 2015 (₹ 487.53 crores as at March 31, 2014) and (3) liabilities for cost related to customer contracts ₹ 727.79 crores as at March 31, 2015 (₹ 648.11 crores as at March 31, 2014).

Other long-term liabilities

Other long-term liabilities increased to ₹ 825.02 crores as at March 31, 2015 (₹ 743.07 crores as at March 31, 2014). The increase was primarily attributable to:

- increase in lease rental liabilities to ₹ 344.51 crores as at March 31, 2015 (₹ 292.71 crores as at March 31, 2014)
- increase in other liabilities to ₹ 412.98 crores as at March 31, 2015 (₹ 358.09 crores as at March 31, 2014)
- offset by decrease in capital creditors to ₹ 67.53 crores as at March 31, 2015 (₹ 92.27 crores as at March 31, 2014).

Short-term and long-term provisions

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Short-term provisions		Long-term provisions		Total provisions	
Provision for employee benefits	1,356.15	1,046.90	203.39	274.91	1,559.54	1,321.81
Proposed final dividend on equity shares	4,700.95	3,917.46	-	-	4,700.95	3,917.46
Proposed final dividend on redeemable preference shares	-	28.76	-	-	-	28.76
Tax on dividend	947.68	683.13	-	-	947.68	683.13
Current income taxes (net)	547.34	672.10	-	-	547.34	672.10
Provision for foreseeable loss on a long-term contract	103.04	37.61	94.48	110.68	197.52	148.29
Total	7,655.16	6,385.96	297.87	385.59	7,953.03	6,771.55

The increase in short-term provisions was mainly attributable to:

- proposed final dividend on equity shares ₹ 4,700.95 crores as at March 31, 2015 (₹ 3,917.46 crores as at March 31, 2014)
- provision for employee benefits ₹ 1,356.15 crores as at March 31, 2015 (₹ 1,046.90 crores as at March 31, 2014)
- tax on dividend ₹ 947.68 crores as at March 31, 2015 (₹ 683.13 crores as at March 31, 2014)
- offset by provision for current taxes ₹ 547.34 crores as at March 31, 2015 (₹ 672.10 crores as at March 31, 2014).

Fixed assets

Additions to the gross block in fiscal 2015 amounted to ₹ 3,662.91 crores (₹ 2,284.07 crores in fiscal 2014).

The Company has been investing in infrastructure development across various locations in India to meet its growing business needs. In fiscal 2015, TCS has invested

in state-of-the-art facilities at Mumbai, Ahmedabad, Chennai, Kochi, Hyderabad, Bhubaneswar, Kolkata, Nagpur, Trivandrum and Pune for significant capacities.

Goodwill on consolidation

Goodwill on consolidation represents the excess of purchase consideration over net asset value of acquired subsidiaries on the date of such acquisition. Such goodwill is tested for impairment annually or more frequently, if there are indications for impairment.

Goodwill on consolidation as at March 31, 2015 stood at ₹ 2,093.22 crores (₹ 2,268.78 crores as at March 31, 2014). Significant acquisitions over the years which resulted in goodwill were Alti SA, TCS Do Brasil Ltda, TCS Financial Solutions Australia Holdings Pty Limited, Diligenta Limited and TCS Switzerland Ltd. In fiscal 2015, acquisition of a controlling interest (51%) in ITF from Mitsubishi Corporation resulted in goodwill of ₹ 51.61 crores. Most of these acquisitions are contributing significantly to the overall financial performance of the Company.

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Overview of funds invested

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Current		Non-current		Total funds invested	
Investments	1,492.60	1,158.47	169.18	2,275.27	1,661.78	3,433.74
Deposits with banks	16,734.34	13,485.73	500.49	1,502.31	17,234.83	14,988.04
Inter-corporate deposits*	1,083.00	1,872.00	1,572.00	938.00	2,655.00	2,810.00
Cash and bank balances	1,821.70	956.11	-	-	1,821.70	956.11
Total	21,131.64	17,472.31	2,241.67	4,715.58	23,373.31	22,187.89

*These are interest-bearing deposits placed with non-related corporates, which have high credit-rating assigned by international and domestic credit-rating agencies.

Investible funds went up by ₹ 1,185.42 crores (₹ 22,187.89 crores as at March 31, 2014 to ₹ 23,373.31 crores as at March 31, 2015), mainly driven by:

- increase in deposits with banks by ₹ 2,246.79 crores
- increase in cash and bank balances by ₹ 865.59 crores
- offset by (a) decrease in investments of ₹ 1,771.96 crores primarily comprising redemption of bonds and debentures and (b) decrease in inter-corporate deposits by ₹ 155.00 crores.

Acquisition / amalgamation

Details of acquisition / amalgamation are given in note 30 to the consolidated financial statements. On July 1, 2014, TCS Ltd, through its wholly owned subsidiary Tata Consultancy Services Asia Pacific Pte Ltd., acquired controlling interest (51%) in ITF from Mitsubishi Corporation in Japan.

On September 16, 2014, TCS Ltd acquired the balance 40% equity shares of Tata Consultancy Services (Africa) (Pty) Ltd., making it a wholly owned subsidiary of TCS Ltd.

On March 25, 2015, TCS Ltd subscribed to 100% share capital of TCS Foundation, a not for profit initiative

registered under section 8 of the Companies Act, 2013 with a paid up capital of ₹ 1.00 crore. This company aims at promoting projects and / or programmes relating to corporate social responsibility.

In March 2015, WTI Advanced Technology Limited, a wholly owned subsidiary of TCS Ltd amalgamated with TCS Ltd in accordance with the terms of the composite scheme of amalgamation (Scheme) sanctioned by the High Court of Judicature at Bombay, vide order dated March 27, 2015. The Scheme is effective from April 1, 2014.

At their respective meetings held on October 16, 2014, the Boards of TCS Ltd and of its subsidiary, CMC Limited have approved a scheme of amalgamation of CMC Limited with TCS Ltd. The appointed date for the proposed scheme is April 1, 2015. The scheme is subject to sanction by the Hon'ble High Courts and all other statutory approvals as may be required under law.

Unbilled revenue

Unbilled revenue as percentage of revenue declined to 4.04% in fiscal 2015 from 4.90% in fiscal 2014.

Trade receivables (net)

As a percentage of revenue, trade receivables decreased from 22.28% as at March 31, 2014 to 21.59% as at March 31, 2015. The Company monitors trade receivables closely.

Short-term and long-term loans and advances

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Short-term loans and advances		Long-term loans and advances		Total loans and advances	
Loans and advances to employees	335.64	311.24	9.05	7.28	344.69	318.52
Advance tax [including refund receivable (net)]	74.93	33.83	4,092.34	3,067.16	4,167.27	3,100.99
MAT credit entitlement	5.25	10.50	1,899.76	1,885.46	1,905.01	1,895.96
Inter-corporate deposits	1,083.00	1,872.00	1,572.00	938.00	2,655.00	2,810.00
Prepaid expenses	1,512.13	1,122.53	534.25	217.66	2,046.38	1,340.19
Capital advances	-	-	206.71	356.97	206.71	356.97
Others	1,135.50	960.70	840.81	814.09	1,976.31	1,774.79
Total	4,146.45	4,310.80	9,154.92	7,286.62	13,301.37	11,597.42

Loans and advances as at March 31, 2015 increased by ₹ 1,703.94 crores arising out of increase in long-term loans and advances by ₹ 1,868.30 crores, offset by a net decrease in short-term loans and advances of ₹ 164.36 crores.

The increase in long-term loans and advances was primarily attributable to:

- increase in advance tax (net of provision for taxes) ₹ 1,025.18 crores against demands from tax authorities, which have been contested by the Company
- increase in long-term inter-corporate deposits ₹ 634.00 crores

- increase in prepaid expenses ₹ 316.59 crores
- offset by decrease in capital advances ₹ 150.26 crores.

The decrease in short-term loans and advances was primarily attributable to the decrease in inter-corporate deposits by ₹ 789.00 crores. This was partially offset by:

- increase in prepaid expenses related to large projects ₹ 389.60 crores
- increase in other short term loans and advances ₹ 174.80 crores
- increase in advance tax ₹ 41.10 crores.

Other current and non-current assets

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Other current assets		Other non-current assets		Total other assets	
Interest receivable	331.93	727.41	24.37	34.55	356.30	761.96
Long term bank deposits	-	-	500.49	1,502.31	500.49	1,502.31
Other non-current assets	-	-	0.44	8.47	0.44	8.47
Other current assets	4.89	7.95	-	-	4.89	7.95
Total	336.82	735.36	525.30	1,545.33	862.12	2,280.69

Other current and non-current assets as at March 31, 2015 reduced by ₹ 1,418.57 crores primarily on account of:

- decrease in interest receivable of ₹ 405.66 crores

- decrease in long term bank deposits of ₹ 1,001.82 crores.

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CASH FLOW — CONSOLIDATED

The Company's cash flows from operating, investing and financing activities, as reflected in the consolidated statement of cash flow, is summarised in the table below:

Summary of cash flow statement:

	Fiscal 2015	Fiscal 2014
Net cash provided by/ (used in)		
Operating activities	19,368.78	14,751.41
Investing activities	(1,701.32)	(9,667.08)
Financing activities	(17,167.61)	(5,673.24)
Exchange difference on translation of foreign currency cash and cash equivalents	(105.82)	215.41
Net (decrease)/ increase in cash and cash equivalents after translation	394.03	(373.50)

(₹ crores)

Cash flows from operating activities

	Fiscal 2015	Fiscal 2014
Profit before tax	26,298.49	25,401.86
Adjustments: depreciation and amortisation	1,308.94	1,349.15
Other non-cash adjustments	233.44	(16.81)
Non operating income (net)	(1,737.55)	(1,488.37)
Effect of working capital changes	747.22	(3,450.79)
Cash generated from operations	26,850.54	21,795.04
Taxes paid	(7,481.76)	(7,043.63)
Net cash provided by operating activities	19,368.78	14,751.41

(₹ crores)

Cash generated from operations, post adjustments to profit before tax, has gone up from ₹ 21,795.04 crores in fiscal 2014 to ₹ 26,850.54 crores in fiscal 2015, registering a growth of 23.20% over the previous fiscal. In fiscal 2015, an additional amount of ₹ 747.22 crores (₹ 3,450.79 crores used in fiscal 2014) was released in working capital.

The incremental tax paid in fiscal 2015 was ₹ 438.13 crores.

The resultant net cash inflow from operating activities was ₹ 19,368.78 crores (₹ 14,751.41 crores in fiscal 2014).

Cash flows from investing activities

(₹ crores)

	Fiscal 2015	Fiscal 2014
Fixed asset (net)	(2,942.50)	(3,112.32)
Other investments (net)	2,064.79	(1,286.72)
Fixed deposits with banks (net) having maturity over three months	(2,644.38)	(7,067.37)
Inter - corporate deposits (net)	155.00	874.77
Interest received	1,994.40	1,367.72
Other items (net)	(328.63)	(443.16)
Net cash used in investing activities	(1,701.32)	(9,667.08)

During fiscal 2015, the significant uses of cash in investing activities were purchase of fixed assets, inter-corporate deposits and investment in fixed deposits.

The other investments (net), included payment for acquisition of a controlling interest (51%) in ITF from Mitsubishi Corporation for ₹ 263.65 crores.

Interest on funds invested went up by 45.82%, from ₹ 1,367.72 crores in fiscal 2014 to ₹ 1,994.40 crores in fiscal 2015.

Cash flows from financing activities

(₹ crores)

	Fiscal 2015	Fiscal 2014
Dividends paid including dividend tax	(17,105.57)	(5,520.03)
Other payments	(62.04)	(153.21)
Net cash used in financing activities	(17,167.61)	(5,673.24)

In fiscal 2015, dividend paid includes the final dividend payout and tax thereon for fiscal 2014 approved by the shareholders at the last annual general meeting (₹ 20 per share). In addition, the dividend paid includes the interim dividend of fiscal 2015 (₹ 15 per share) and a special dividend (₹ 40 per share).

Other payments in fiscal 2015 include net payments related to borrowings.

TCS'S PERFORMANCE TREND (INDIAN GAAP CONSOLIDATED)

PERFORMANCE SUMMARY

(₹ crores)

	Fiscal 2015*	Fiscal 2015**	Fiscal 2014	Fiscal 2013	Fiscal 2012	Fiscal 2011	Fiscal 2010	Fiscal 2009	Fiscal 2008	Fiscal 2007	Fiscal 2006
Revenue											
Total revenue	94,648.41	94,648.41	81,809.36	62,989.48	48,893.83	37,324.51	30,028.92	27,812.88	22,619.52	18,685.21	13,263.99
Revenue by delivery location											
India delivery center	43,723.90	43,723.90	39,204.02	30,571.21	24,725.61	19,020.57	15,314.75	12,293.29	9,477.58	7,567.51	4,960.73
Others	50,924.51	50,924.51	42,605.34	32,418.27	24,168.22	18,303.94	14,714.17	15,519.59	13,141.94	11,117.70	8,303.26
Revenue by geographic segments											
North America	49,085.94	49,085.94	43,385.87	33,854.40	26,064.25	20,107.48	15,855.37	14,290.93	11,388.49	9,796.25	7,568.80
UK	15,783.29	15,783.29	14,251.38	10,760.53	7,453.28	5,770.80	4,860.18	5,282.46	4,497.51	3,791.03	2,058.92
Europe	10,946.34	10,946.34	9,181.32	6,052.88	4,928.25	3,479.87	3,149.39	2,929.76	2,105.51	1,529.45	916.42
India	6,107.55	6,107.55	5,487.80	4,890.26	4,202.29	3,435.06	2,597.90	2,182.12	2,045.62	1,681.99	1,656.91
New growth markets	12,725.27	12,725.27	9,502.99	7,431.41	6,245.76	4,531.31	3,566.08	3,127.61	2,582.39	1,886.49	1,062.94
Cost											
Employee and BA related cost	57,144.60	54,516.69	45,424.67	35,685.60	27,097.96	20,549.34	16,327.72	15,597.77	12,261.54	9,847.00	6,772.60
Other costs	13,022.10	13,022.10	11,231.90	9,263.97	7,360.56	5,596.81	5,006.65	5,045.31	4,646.60	3,699.36	2,807.09
Total cost (excluding interest & depreciation)	70,166.70	67,538.79	56,656.57	44,949.57	34,458.52	26,146.15	21,334.37	20,643.08	16,908.14	13,546.36	9,579.69
Profitability											
EBIDTA (before other income)	24,481.71	27,109.62	25,152.79	18,039.91	14,435.31	11,178.36	8,694.55	7,169.80	5,711.38	5,138.85	3,684.30
Profit before tax	25,808.74	28,436.65	25,401.86	18,089.73	13,923.31	11,020.62	8,289.63	6,150.07	5,845.95	4,918.28	3,506.62
Profit after tax	19,852.18	21,911.85	19,163.87	13,917.31	10,413.49	9,068.04	7,000.64	5,256.42	5,026.02	4,212.63	2,966.74
Financial position											
Equity share capital	195.87	195.87	195.87	195.72	195.72	195.72	195.72	97.86	97.86	97.86	48.93
Reserves and surplus	50,438.89	58,139.66	48,998.89	38,350.01	29,283.51	24,209.09	18,171.00	15,502.15	12,102.26	8,752.24	5,949.88
Gross block	17,316.05	17,316.05	13,897.41	11,622.99	9,447.83	7,792.24	6,419.51	5,843.86	4,291.80	3,197.71	1,951.04
Total investments	1,661.78	1,661.78	3,433.74	1,897.34	1,350.33	1,762.67	3,682.08	1,614.41	2,606.16	1,256.87	704.62
Net current assets	28,494.76	36,188.94	27,227.38	19,733.75	12,672.65	9,790.38	7,395.02	7,544.12	5,553.32	4,331.11	2,867.18
Earnings per share in ₹											
EPS - as reported	101.35	111.87	97.67	70.99	53.07	46.27	35.67	53.63	51.36	43.05	60.63
EPS - adjusted for bonus issue	101.35	111.87	97.67	70.99	53.07	46.27	35.67	26.81	25.68	21.53	15.16
Headcount (number)											
Headcount (including subsidiaries) as on March 31st	319,656	319,656	300,464	276,196	238,583	198,614	160,429	143,761	111,407	89,419	66,480

*as reported

**excluding impact of one-time employee reward

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RATIO ANALYSIS

Ratio Analysis	Units	Fiscal 2015*	Fiscal 2015**	Fiscal 2014	Fiscal 2013	Fiscal 2012	Fiscal 2011	Fiscal 2010	Fiscal 2009	Fiscal 2008	Fiscal 2007	Fiscal 2006
Ratios - financial performance												
Employee cost/total revenue	%	53.80	51.03	49.49	50.68	50.48	50.38	50.17	52.07	50.45	48.17	46.08
Other operating cost/total revenue	%	20.33	20.33	19.77	20.68	19.99	19.67	20.88	22.15	24.30	24.32	26.15
Total cost/total revenue	%	74.13	71.36	69.25	71.36	70.48	70.05	71.05	74.22	74.75	72.50	72.22
EBIDTA (before other income)/total revenue	%	25.87	28.64	30.75	28.64	29.52	29.95	28.95	25.78	25.25	27.50	27.78
Profit before tax/total revenue	%	27.27	30.04	31.05	28.72	28.48	29.53	27.61	22.11	25.84	26.32	26.44
Tax/total revenue	%	6.59	7.18	7.42	6.37	6.95	4.91	3.99	3.02	3.48	3.55	3.84
Effective tax rate - tax/PBT	%	23.72	23.51	23.90	22.19	24.42	16.61	14.44	13.64	13.45	13.50	14.53
Profit after tax/total revenue	%	20.97	23.15	23.43	22.09	21.30	24.30	23.31	18.90	22.22	22.55	22.37
Ratios - growth												
Total revenue	%	15.69	15.69	29.88	28.83	31.00	24.30	7.97	22.96	21.06	40.87	36.06
EBIDTA (before other income)	%	(2.67)	7.78	39.43	24.97	29.14	28.57	21.27	25.54	11.14	39.48	30.94
Profit after tax	%	3.59	14.34	37.70	33.65	14.84	29.53	33.18	4.58	19.31	42.00	50.07
Ratios - Balance Sheet												
Debt-equity ratio	Times	0.01	0.01	0.01	0.01	0.00	0.00	0.01	0.04	0.04	0.06	0.02
Current ratio	Times	2.40	3.91	2.74	2.69	2.22	2.35	1.88	2.26	2.24	2.24	2.25
Days sales outstanding (DSO) in ₹ terms	Days	79	79	81	82	86	80	71	79	87	84	90
Days sales outstanding (DSO) in \$ terms	Days	78	78	82	82	81	82	74	74	87	88	90
Invested funds / total assets	%	43.51	38.02	43.01	36.38	34.81	36.81	45.68	26.29	28.97	27.03	17.67
Capital expenditure / total revenue	%	3.11	3.11	3.80	4.18	4.06	4.85	3.43	3.95	5.58	6.64	4.69
Operating cash flows / total revenue	%	20.46	20.46	18.03	18.44	14.27	17.72	24.66	19.45	17.22	18.58	18.76
Free cash flow/operating cash flow ratio	%	84.81	84.81	78.90	77.33	71.52	72.66	86.07	79.70	67.60	64.25	74.97
Depreciation / average gross block	%	11.53	11.53	10.57	10.25	10.65	10.35	10.78	11.13	15.05	17.10	18.09
Ratios - per share												
EPS - adjusted for bonus ₹	₹	101.35	111.87	97.67	70.99	53.07	46.27	35.67	26.81	25.68	21.53	15.16
Price earning ratio, end of year	Times	25.13	22.77	21.79	22.14	22.01	25.56	21.89	10.07	15.79	28.97	31.57
Dividend per share	₹	79.00	79.00	32.00	22.00	25.00	14.00	20.00	14.00	14.00	13.00	13.50
Dividend per share - adjusted for bonus ₹	₹	79.00	79.00	32.00	22.00	25.00	14.00	20.00	7.00	7.00	5.75	3.38
Market capitalization/total revenue	Times	5.27	5.27	5.10	4.88	4.67	6.20	5.09	1.90	3.51	6.53	7.06

*as reported

**excluding impact of one-time employee reward

FINANCIAL PERFORMANCE UNCONSOLIDATED

The management discussion and analysis given below relate to the audited financial statements of Tata Consultancy Services Limited (hereinafter referred to as TCS Limited, TCS Ltd or TCSL). The discussion should be read in conjunction with the financial statements and related notes to the financial statements for the year ended March 31, 2015.

SUMMARY

Revenue of TCS Limited aggregated ₹ 73,578.06 crores in fiscal 2015 as compared to ₹ 64,672.93 crores in fiscal 2014, registering a growth of 13.77%.

In fiscal 2015, there was a major one-time adjustment in the statement of profit and loss namely, a special, one-time reward to eligible employees, which increased the employee expenses by ₹ 2,326.42 crores.

Other significant financial parameters are:

- Earnings before interest, tax, depreciation and amortisation (EBITDA) excluding the one-time adjustment for employee reward aggregated ₹ 23,354.62 crores in fiscal 2015 (₹ 21,533.72 crores in fiscal 2014), a growth of 8.46%. The EBITDA as reported aggregated ₹ 21,028.20 crores.
- Profit before tax (PBT) excluding one-time adjustment for employee reward aggregated ₹ 26,876.39 crores in fiscal 2015 (₹ 23,544.47 crores in fiscal 2014), registering

a growth of 14.15%. The PBT as reported aggregated ₹ 24,549.97 crores.

- Profit after tax (PAT) excluding one-time adjustment for employee reward aggregated ₹ 21,091.43 crores in fiscal 2015 (₹ 18,474.92 crores in fiscal 2014), registering a growth of 14.16%. The PAT as reported aggregated ₹ 19,256.96 crores.
- Earnings per share (EPS) excluding one-time adjustment for employee reward was ₹ 107.68 in fiscal 2015 (₹ 94.15 in fiscal 2014), registering a growth of 14.37%. The EPS as reported was ₹ 98.31.

DIVIDEND

Decision on dividend is based on Tata Consultancy Services Limited (unconsolidated) financials which excludes the performance of subsidiaries of TCS Limited.

The board of directors decides on interim dividend based on the performance of TCSL during the course of the year. For fiscal 2015, TCSL declared three interim dividends of ₹ 5 per equity share and a special dividend of ₹ 40 per equity share. A final dividend of ₹ 24 per equity share has been recommended by the board of directors at its meeting held on April 16, 2015.

Post approval of final dividend of ₹ 24 per equity share by the shareholders, the total dividend for fiscal 2015 would aggregate ₹ 79 per equity share (dividend for fiscal 2014 ₹ 32 per equity share).

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DISCUSSIONS ON FINANCIAL PERFORMANCE - UNCONSOLIDATED

The following table gives an overview of the financial results of TCS Limited:

	Fiscal 2015 - as reported		Fiscal 2015 - excluding one-time employee reward		Fiscal 2014		% growth
	₹ crores	% of revenue	₹ crores	% of revenue	₹ crores	% of revenue	
Revenue from operations	73,578.06	100.00	73,578.06	100.00	64,672.93	100.00	13.77
Expenses:							
Employee benefit expenses	27,368.32	37.19	25,041.90	34.03	21,466.56	33.19	16.66
Overseas business expenses (employee allowances paid overseas)	10,886.90	14.80	10,886.90	14.80	9,316.28	14.41	16.86
Services rendered by business associates (BA) and others	5,046.61	6.86	5,046.61	6.86	4,398.42	6.80	14.74
Total employee and BA related expenses	43,301.83	58.85	40,975.41	55.69	35,181.26	54.40	16.47
Overseas business expenses (other than employee allowance paid overseas)	930.73	1.27	930.73	1.27	833.09	1.29	11.72
Operation and other expenses	8,317.30	11.30	8,317.30	11.30	7,124.86	11.01	16.74
Total expenses	52,549.86	71.42	50,223.44	68.26	43,139.21	66.70	16.42
Earnings before interest, tax, depreciation and amortization (EBITDA)	21,028.20	28.58	23,354.62	31.74	21,533.72	33.30	8.46
Other income (net) excluding dividend income	3,131.60	4.26	3,131.60	4.26	1,503.76	2.33	108.25
Dividend income	1,335.13	1.81	1,335.13	1.81	1,610.95	2.49	(17.12)
Finance costs	79.57	0.11	79.57	0.11	23.41	0.04	239.90
Depreciation and amortisation expense	1,393.77	1.89	1,393.77	1.89	1,080.55	1.67	28.99
Profit before exceptional item and tax	24,021.59	32.65	26,348.01	35.81	23,544.47	36.41	11.91
Exceptional Item	528.38	0.72	528.38	0.72	-	-	
Profit before tax (PBT)	24,549.97	33.37	26,876.39	36.53	23,544.47	36.41	14.15
Tax expense	5,293.01	7.20	5,784.96	7.86	5,069.55	7.84	14.11
Profit for the year (PAT)	19,256.96	26.17	21,091.43	28.67	18,474.92	28.57	14.16

The growth in operating parameters in the table above and also in other tables in the following discussions have been analysed with respect to performance prior to the impact of one-time employee reward.

Revenue from operations

Revenue from operations increased from ₹ 64,672.93 crores in fiscal 2014 to ₹ 73,578.06 crores in fiscal 2015, registering a growth of 13.77 % (33.55% in fiscal 2014). The business growth in fiscal 2015 was at 14.44% (20.44%

in fiscal 2014). The revenue growth in fiscal 2015 was adversely affected by exchange rate fluctuations (-0.67% in fiscal 2015; 13.11% in fiscal 2014).

Expenses

Employee and BA related expenses

	Fiscal 2015 - as reported		Fiscal 2015 - excluding one-time employee reward		Fiscal 2014		% growth
	₹ crores	% of revenue	₹ crores	% of revenue	₹ crores	% of revenue	
Employee benefit expenses	27,368.32	37.19	25,041.90	34.03	21,466.56	33.19	16.66
Overseas business expenses (employee allowances paid overseas)	10,886.90	14.80	10,886.90	14.80	9,316.28	14.41	16.86
Services rendered by business associates (BA) and others	5,046.61	6.86	5,046.61	6.86	4,398.42	6.80	14.74
Total	43,301.83	58.85	40,975.41	55.69	35,181.26	54.40	16.47

Total employee and BA related expenses excluding one-time employee reward have increased by 16.47% from ₹ 35,181.26 crores in fiscal 2014 to ₹ 40,975.41 crores in fiscal 2015. These costs as a percentage of revenue were 55.69 % in fiscal 2015 (54.40% in fiscal 2014).

Total employee and BA related expenses as reported aggregated ₹ 43,301.83 crores representing 58.85% of revenue.

Overseas business expenses (other than employee allowances paid overseas)

Overseas business expenses (other than employee allowances paid overseas) went up marginally from ₹ 833.09 crores (1.29 % of revenue) in fiscal 2014 to ₹ 930.73 crores (1.27 % of revenue) in fiscal 2015.

Operation and other expenses

	Fiscal 2015		Fiscal 2014		% growth
	₹ crores	% of revenue	₹ crores	% of revenue	
Software, hardware and material costs	2,932.16	3.99	2,442.64	3.78	20.04
Communication expenses	641.50	0.87	529.48	0.82	21.16
Travelling and conveyance expenses	812.94	1.10	671.40	1.04	21.08
Rent	1,072.70	1.46	1,044.05	1.61	2.74
Legal and professional fees	333.54	0.45	277.84	0.43	20.05
Repairs and maintenance	491.18	0.66	404.36	0.62	21.47
Electricity expenses	493.36	0.67	463.25	0.72	6.50
Recruitment and training expenses	235.10	0.33	205.06	0.31	14.65
Others	1,304.82	1.77	1,086.78	1.68	20.06
Total	8,317.30	11.30	7,124.86	11.01	16.74

Operation and other expenses as percentage of revenue increased marginally from 11.01% in fiscal 2014 to 11.30 % in fiscal 2015.

Earnings before interest, tax, depreciation and amortization (EBITDA)

In fiscal 2015 EBITDA excluding the impact of one-time employee reward was ₹ 23,354.62 (31.74 % of revenue) as compared to ₹ 21,533.72 crores (33.30% of revenue) in fiscal 2014. The decrease in the EBITDA of 1.56% as a percentage of revenue during fiscal 2015 was primarily attributable to increase in employee and BA related costs by 1.29%.

EBITDA as reported aggregated ₹ 21,028.20 crores.

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Other income (net)

	Fiscal 2015		Fiscal 2014	
	₹ crores	% of revenue	₹ crores	% of revenue
Dividend income	1,335.13	1.81	1,610.95	2.49
Interest income	1,554.93	2.11	1,280.07	1.98
Exchange gain (net)	1,278.63	1.74	5.00	0.01
Profit on redemption of mutual funds and sale of other investments (net)	225.99	0.31	162.77	0.25
Others (net)	72.05	0.10	55.92	0.09
Total	4,466.73	6.07	3,114.71	4.82

The increase in other income of 1.25 % as a percentage of revenue, is primarily attributable to:

- increase in exchange gain (net) 1.73%
- offset by decrease in dividend received from subsidiaries 0.68%.

Depreciation and amortisation

Depreciation and amortisation increased from ₹ 1,080.55 crores in fiscal 2014 (1.67% of revenue) to ₹ 1,393.77 crores in fiscal 2015 (1.89% of revenue). The increase was spread across all asset groups, mainly attributable to freehold buildings, computers, electrical installation, leasehold improvements and furniture and fixtures.

Exceptional Item

In fiscal 2015, as mentioned earlier, there is a one-time credit item of ₹ 528.38 crores shown under the head 'exceptional item'. This is the net impact of change in accounting policy for depreciation relating to both (1) change in the method of depreciation and (2) change in the useful life of fixed assets, necessitated due to implementation of the Companies Act, 2013. Depreciation is now provided on straight line basis on all assets as against the policy of providing on written down value basis on some assets and on straight line basis for others. The remaining useful life has also been revised wherever appropriate, based on an evaluation.

Profit before tax (PBT)

In fiscal 2015, PBT before adjustment of one-time employee reward was ₹ 26,876.39 crores (₹ 23,544.47 crores in fiscal 2014). As a percentage of revenue, PBT

increased from 36.41% in fiscal 2014 to 36.53% in fiscal 2015. The increase of 0.12% is mainly due to:

- increase in exchange gain (net) 1.73%
- impact of exceptional item relating to change in accounting policy 0.72%
offset by
- decrease in EBITDA 1.56%
- decrease in dividend income 0.68%.

In fiscal 2015, PBT as reported, after impact of one-time employee reward, was ₹ 24,549.97 crores representing 33.37% of revenue.

Tax expense

Tax expense before accounting of one-time employee reward increased to ₹ 5,784.96 crores in fiscal 2015 from ₹ 5,069.55 crores in fiscal 2014. As a percentage of revenue, it has increased from 7.84% in fiscal 2014 to 7.86 % in fiscal 2015. The effective tax rate has decreased from 21.53% in fiscal 2014 to 21.52% in fiscal 2015.

In fiscal 2015, tax expense as reported, after impact of one-time employee reward, was ₹ 5,293.01 crores (7.20% of revenue). The effective tax rate was 21.56%.

Profit for the year (PAT)

The net profit in fiscal 2015, prior to adjustment of one-time employee reward, was ₹ 21,091.43 crores (28.67% of revenue) as compared to ₹ 18,474.92 crores in fiscal 2014 (28.57% of revenue).

In fiscal 2015, the PAT as reported was ₹ 19,256.96 crores (26.17% of revenue).

FINANCIAL POSITION – UNCONSOLIDATED

Share capital

There has been no change in the position of authorised, issued, subscribed and paid up capital during fiscal 2015.

Reserves and surplus

General reserve as at March 31, 2014 was ₹ 5,161.20 crores. On transfer of ₹ 1,925.69 crores from the profit and loss account and adjusting the reserve on account of merger of WTI Advanced Technology Limited into TCSL, the general reserve as at March 31, 2015 increased to ₹ 7,052.69 crores.

Foreign currency translation reserve was ₹ 218.46 crores as at March 31, 2015 (₹ 225.85 crores as at March 31, 2014).

The closing balance in hedging reserve account, arising out of cash flow hedges as at March 31, 2015 showed an accumulated gain of ₹ 150.75 crores (₹ 29.64 crores as at March 31, 2014). Note 39 to the unconsolidated financial statements gives details of movements in the hedging reserve account.

Balance in the statement of profit and loss as at March 31, 2015 was ₹ 35,779.06 crores (₹ 36,420.45 crores as at March 31, 2014) after appropriation towards dividend on equity shares, tax on dividend, write back of tax on dividend of prior year and transfer to general reserve.

Reserves and surplus as at March 31, 2015 were ₹ 45,220.57 crores (₹ 43,856.01 crores, as at March 31, 2014), an increase of 3.11%.

Borrowings

Long-term borrowings

Long-term borrowings as at March 31, 2015 aggregated ₹ 64.71 crores (₹ 89.69 crores as at March 31, 2014) primarily due to finance lease obligations of ₹ 64.13 crores (₹ 88.64 crores as at March 31, 2014) which are secured against fixed assets. For details refer note 34 'obligations towards finance leases' to the unconsolidated financial statements.

Deferred tax liability (net) and deferred tax assets (net)

As stated in the accounting policies, deferred tax assets and liabilities are offset, tax jurisdiction-wise. Note 6 to the unconsolidated financial statements brings out details of component-wise deferred tax balances where the net values result into liabilities or assets, jurisdiction-wise.

Deferred tax liability or asset is recognised on timing difference being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Such timing differences resulting in deferred tax liability or asset usually arise from items like branch profit tax, depreciation and employee benefit expenses.

The net deferred tax liability was ₹ 271.46 crores as at March 31, 2015 (₹ 226.87 crores as at March 31, 2014).

As at March 31, 2015, the net deferred tax asset had a balance of ₹ 303.47 crores (₹ 273.58 crores as at March 31, 2014). TCSL assesses the likelihood of deferred tax assets getting recovered from future taxable income.

Other current liabilities and long-term liabilities

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Other current liabilities		Other long-term liabilities		Total other liabilities	
Income received in advance	854.67	753.74	-	-	854.67	753.74
Advance received from customers	26.18	21.96	-	-	26.18	21.96
Other payables and liabilities	1,610.62	1,684.62	722.15	690.44	2,332.77	2,375.06
Total	2,491.47	2,460.32	722.15	690.44	3,213.62	3,150.76

Other current and long-term liabilities increased to ₹ 3,213.62 crores as at March 31, 2015 (₹ 3,150.76 crores as at March 31, 2014). The increase was primarily due to increase in income received in advance ₹ 100.93 crores offset by decrease in other payables and liabilities ₹ 42.29 crores, mainly on account of:

- decrease in capital creditors ₹ 144.43 crores

- decrease in statutory current liabilities such as value added tax (VAT), tax deducted at source (TDS) etc ₹ 17.15 crores

offset by:

- increase in lease rental liabilities ₹ 72.11 crores
- net increase in liabilities for cost related to customer contracts ₹ 49.29 crores.

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Short-term and long-term provisions

Provisions aggregated ₹ 7,146.26 crores as at March 31, 2015 (₹ 6,107.44 crores as at March 31, 2014). The composition of provisions is given in the table below:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Short-term provisions		Long-term provisions		Total provisions	
Provision for employee benefits	951.52	761.99	32.43	168.93	983.95	930.92
Proposed final dividend on equity shares	4,700.95	3,917.46	-	-	4,700.95	3,917.46
Proposed dividend on redeemable preference shares	-	28.76	-	-	-	28.76
Tax on dividend	939.91	670.66	-	-	939.91	670.66
Current income taxes	323.93	411.35	-	-	323.93	411.35
Provision for foreseeable loss on a long-term contract	103.04	37.61	94.48	110.68	197.52	148.29
Total	7,019.35	5,827.83	126.91	279.61	7,146.26	6,107.44

The increase of 1,038.82 crores in provisions was mainly attributable to:

- increase in proposed final dividend on equity shares ₹ 783.49 crores
- increase in tax on dividend ₹ 269.25 crores
- offset by decrease in current income taxes (net) ₹ 87.42 crores.

Fixed assets

Significant additions to gross block in fiscal 2015 were:

- land and buildings ₹ 1,243.63 crores (₹ 531.16 crores in fiscal 2014)

- computer equipment ₹ 711.64 crores (₹ 766.19 crores in fiscal 2014)
- furniture & fixtures and electrical installations ₹ 442.23 crores (₹ 417.21 crores in fiscal 2014)
- office equipment ₹ 209.69 crores (₹ 299.89 crores in fiscal 2014)
- leasehold improvements ₹ 207.97 crores (₹ 229.72 crores in fiscal 2014).

TCSL entered into contractual commitments with vendors who are executing various infrastructure projects. The estimated amounts of such contracts remaining to be executed on capital account were ₹ 1,844.08 crores as at March 31, 2015 (₹ 2,811.44 crores as at March 31, 2014).

Current investments and non-current investments

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Current investments		Non-current investments		Total	
Investments in bonds and debentures	-	727.87	0.12	2,185.23	0.12	2,913.10
Investments in fully paid-up equity shares of subsidiaries	-	-	2,492.82	2,473.01	2,492.82	2,473.01
Investments in fully paid-up preference shares of subsidiaries	-	-	101.75	359.45	101.75	359.45
Other investments	747.47	6.00	56.54	80.86	804.01	86.86
Total	747.47	733.87	2,651.23	5,098.55	3,398.70	5,832.42

Decrease in total investments of ₹ 2,433.72 crores in fiscal 2015 were primarily attributable to:

- decrease in investments in bonds and debentures ₹ 2,912.98 crores
- decrease in Investments in fully paid-up preference shares of subsidiaries ₹ 257.70 crores
- offset by increase in investments in mutual funds ₹ 742.15 crores.

Unbilled revenue

In fiscal 2015, unbilled revenue was 3.32% of revenue (4.06% for fiscal 2014).

Trade receivables

As a percentage of revenue, trade receivables were at 23.15% as at March 31, 2015 compared to 22.38% as at March 31, 2014.

Short-term and long-term loans and advances

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Short-term loans and advances		Long-term loans and advances		Total loans and advances	
Capital advances	-	-	201.90	351.99	201.90	351.99
Security deposits	104.17	63.07	538.00	548.23	642.17	611.30
Advance tax (including refunds receivable (net))	-	-	3,884.22	2,913.02	3,884.22	2,913.02
MAT Credit entitlement	-	-	1,801.78	1,810.61	1,801.78	1,810.61
Other loans and advances	3,248.01	3,625.05	2,026.65	1,251.69	5,274.66	4,876.74
Total	3,352.18	3,688.12	8,452.55	6,875.54	11,804.73	10,563.66

Loans and advances as at March 31, 2015 increased by ₹ 1,241.07 crores. The increase was primarily attributable to:

- increase in advance tax ₹ 971.20 crores, mainly driven by payments made against demands from tax authorities, some of which have been contested by TCSL
- increase in prepaid expenses ₹ 418.88 crores
- increase in inter-corporate deposits ₹ 277.00 crores placed with non-related corporate which have high credit ratings
- offset by decrease in capital advances ₹ 150.09 crores.

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Other current and non-current assets

(₹ crores)

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	Other current assets		Other non-current assets		Total	
Interest receivable	339.53	715.61	24.33	34.52	363.86	750.13
Long-term bank deposits	-	-	500.00	1,477.00	500.00	1,477.00
Others	-	24.41	0.35	33.47	0.35	57.88
Total	339.53	740.02	524.68	1,544.99	864.21	2,285.01

Other current and non-current assets as at March 31, 2015 were lower by ₹ 1,420.80 crores primarily on account of reduction in long term bank deposits.

Cash & bank balances

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
Short-term bank deposits	16,002.75	12,112.90
Cash and cash equivalents and earmarked balances with banks	499.75	453.36
Total	16,502.50	12,566.26

CASH FLOW - UNCONSOLIDATED

TCSL's growth has been financed largely by cash generated from operations. It has sufficient cash generated from operations for meeting its working capital requirements as well as the requirements for capital expenditure.

Banking and financing arrangements

As at March 31, 2015, TCSL had available line of credit with multiple banks aggregating ₹ 5,759.00 crores, interchangeable between fund-based and non-fund based limits (₹ 5,334.00 crores as at March 31, 2014). As at March 31, 2015 TCSL had utilised ₹ 1,475.31 crores of these limits (₹ 1,707.50 crores utilised as at March 31, 2014).

Summary of cash flow statement is given below:

	(₹ crores)	
	Fiscal 2015	Fiscal 2014
Net cash provided by/ (used in)		
Operating activities	16,319.89	12,941.93
Investing activities	611.01	(7,189.32)
Financing activities	(16,914.20)	(5,684.32)
Net increase / (decrease) in cash and cash equivalents	16.70	68.29
Adjustment on account of merger	1.97	2.57
Exchange difference on translation of foreign currency cash and cash equivalents	(27.26)	43.66
Net increase / (decrease) in cash and cash equivalents after adjustments	(8.59)	114.52

Cash flows from operating activities

	(₹ crores)	
	Fiscal 2015	Fiscal 2014
Operating Profit before working capital changes	22,633.58	21,495.39
Effect of working capital changes	6.88	(2,458.04)
Taxes paid	(6,320.57)	(6,095.42)
Net cash provided by operating activities	16,319.89	12,941.93

In fiscal 2015, TCSL generated net cash of ₹ 16,319.89 crores (₹ 12,941.93 crores in fiscal 2014) from operating activities. This is attributable to:

- release of additional amount of working capital ₹ 6.88 crores in fiscal 2015 (utilization of ₹ 2,458.04 crores in fiscal 2014)

- increase in operating profit before working capital changes to ₹ 22,633.58 crores in fiscal 2015 (₹ 21,495.39 crores in fiscal 2014)
- offset by increase in taxes paid ₹ 6,320.57 crores in fiscal 2015 (₹ 6,095.42 crores in fiscal 2014).

Cash flows from investing activities

	(₹ crores)	
	Fiscal 2015	Fiscal 2014
Fixed assets (net)	(2,564.49)	(2,694.44)
Trade investments (net)	192.53	29.66
Mutual Funds (net)	2,451.06	(1,485.84)
Inter-corporate deposits (net)	103.00	866.77
Fixed deposit with banks having original maturity over three months (net)	(2,897.58)	(6,783.67)
Dividends received from subsidiaries (including exchange gain)	1,354.31	1,551.10
Interest received	1,934.38	1,318.45
Others	37.80	8.65
Net cash provided by / (used in) investing activities	611.01	(7,189.32)

In fiscal 2015, cash provided by investing activities was ₹ 611.01 crores (TCSL had used ₹ 7,189.32 crores in fiscal 2014).

During fiscal 2015, cash provided by investing activity was primarily attributable to:

- mutual funds (net) ₹ 2,451.06 crores in fiscal 2015 (purchase of mutual funds (net) ₹ 1,485.84 crores in fiscal 2014)
 - inter-corporate deposits (net) ₹ 103.00 crores in fiscal 2015 (₹ 866.77 crores used in fiscal 2014)
 - interest received from investments in fixed deposits, inter-corporate deposits and bonds & debentures ₹ 1,934.38 crores in fiscal 2015 (₹ 1,318.45 crores in fiscal 2014)
 - dividends from subsidiaries ₹ 1,354.31 crores in fiscal 2015 (₹ 1,551.10 crores in fiscal 2014).
- Use of cash in investing activity was primarily attributable to:
- investment in fixed deposits with banks (net) ₹ 2,897.58 crores in fiscal 2015 (₹ 6,783.67 crores in fiscal 2014)
 - purchase of fixed assets (net) ₹ 2,564.49 crores in fiscal 2015 (₹ 2,694.44 crores in fiscal 2014).

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Cash flows from financing activities

(₹ crores)

	Fiscal 2015	Fiscal 2014
Repayment of long term borrowings	(0.47)	(1.24)
Short term borrowings (net)	185.56	(80.02)
Dividend paid including dividend tax	(17,020.46)	(5,480.07)
Interest paid	(78.83)	(22.99)
Redemption of preference shares	-	(100.00)
Net cash used in financing activities	(16,914.20)	(5,684.32)

The significant items of cash used in financing activities in fiscal 2015 were payment of dividend ₹ 17,020.46 crores including dividend tax (₹ 5,480.07 crores in fiscal 2014) and proceeds from short term borrowings (net) ₹ 185.56 crores in fiscal 2015 (repayment of ₹ 80.02 crores in fiscal 2014).

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

In order to ensure that the policies and procedures adopted by TCSL for conducting its business orderly and efficiently, TCS has aligned its internal financial control systems on lines of globally accepted risk based framework as issued by the committee of sponsoring organisations of the treadway commission (COSO) internal control - integrated framework (2013).

The internal financial control system as designed in the COSO framework, has been followed by TCSL, such controls are adequate for TCSL and have been operating effectively.

TCS's internal financial control systems are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. TCS has a well-

defined delegation of power with authority limits for approving revenue as well as expenditure. Processes for formulating and reviewing annual and long term business plans have been laid down. TCS uses a state-of-the-art ERP system to record data for accounting, consolidation and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

The audit committee deliberated with the members of the management, considered the systems as laid down and met the statutory auditors to ascertain, inter alia, their views on the internal financial control systems. The audit committee satisfied itself of the adequacy and effectiveness of the internal financial control system as laid down and kept the board of directors informed.

TCS has appointed Ernst & Young LLP to oversee and carry out internal audit of its activities. The audit is based on an internal audit plan, which is reviewed each year in consultation with the statutory auditors (Deloitte Haskins & Sells LLP) and the audit committee. In line with international practice, the internal audit plan aims at reviewing internal controls and risks in operations such as software delivery, accounting and finance, procurement, employee engagement, travel, insurance, IT processes, including most of the subsidiaries and foreign branches.

The audit committee reviews audit reports submitted by the internal auditors. Suggestions for improvement are considered and the audit committee follows up on corrective action.

CAUTIONARY STATEMENT

Certain statements made in the management discussion and analysis report relating to the Company's objectives, projections, outlook, expectations, estimates and others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make significant difference to the Company's operations. These include climatic and economic conditions affecting demand and supply, government regulations and taxation, natural calamities over which the Company does not have any direct control.



CORPORATE GOVERNANCE REPORT

Corporate Governance Report for the year 2014-15

I. Company's Philosophy on Code of Governance

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

Strong leadership and effective corporate governance practices have been the Company's hallmark inherited from the Tata culture and ethos.

The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a code of conduct for its employees including the managing director and the executive directors. In addition, the Company has adopted a code of conduct for its non-executive directors and independent directors. These codes are available on the Company's website. The Company's corporate governance philosophy has been further strengthened through the Tata Business Excellence Model, the Tata Code of Conduct for prevention of insider trading and the code of corporate disclosure practices. The Company has in place an information security policy that ensures proper utilisation of IT resources.

The Company is in compliance with the requirements stipulated under Clause 49 of the Listing Agreements entered into with the stock exchanges with regard to corporate governance.

II. Board of Directors

- i. As on March 31, 2015, the Company has eleven directors. Of the eleven Directors, nine (i.e. 81.82%) are non-executive directors and six (i.e. 54.55%) are independent directors. The composition of the board is in conformity with Clause 49 of the Listing Agreements entered into with the stock exchanges.
- ii. None of the directors on the board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2015 have been made by the directors. None of the directors are related to each other.
- iii. Independent directors are non-executive directors as defined under Clause 49(II)(B)(1) of the Listing Agreements entered into with the Stock Exchanges. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under clause 49 of the Listing Agreement and Section 149 of the Act.
- iv. The names and categories of the directors on the board, their attendance at board meetings held during the year and the number of directorships and committee chairmanships / memberships held by them in other public companies as on March 31, 2015 are given herein below. Other directorships do not include directorships of private limited companies, Section 8 companies and of companies incorporated outside India. Chairmanships / memberships of board committees shall include only audit committee and stakeholders' relationship committee.

Name of the Director	Category	Number of board meetings during the year 2014-15		Whether attended last AGM held on June 27, 2014	Number of directorships in other Public Companies		Number of committee positions held in other public companies	
		Held	Attended		Chairman	Member	Chairman	Member
Mr. Cyrus Mistry (Chairman) DIN 00010178	Non-Independent, Non-Executive	7	7	Yes	9	-	-	-
Mr. S.Ramadorai* (Vice-Chairman) DIN 00000002	Non-Independent, Non-Executive	4	3	Yes	N.A.	N.A.	N.A.	N.A.
Mr. N. Chandrasekaran (Chief Executive Officer and Managing Director) DIN 00121863	Non-Independent, Executive	7	7	Yes	2	1	-	-
Mr. Aman Mehta DIN 00009364	Independent, Non-Executive	7	6	Yes	-	5	2	3
Mr. V. Thyagarajan DIN 00017541	Independent, Non-Executive	7	7	Yes	-	1	-	1
Prof. Clayton M. Christensen DIN 00020111	Independent, Non-Executive	7	2	No	-	-	-	-
Dr. Ron Sommer DIN 00621387	Independent, Non-Executive	7	7	Yes	1	-	-	-
Dr. Vijay Kelkar DIN 00011991	Independent, Non-Executive	7	7	Yes	-	7	2	1
Mr. Ishaat Hussain DIN 00027891	Non-Independent, Non-Executive	7	7	Yes	4	5	3	3
Mr. O. P. Bhatt DIN 00548091	Independent, Non-Executive	7	7	Yes	-	2	1	2
Mr. Phiroz Vandrevala DIN 01778976	Non-Independent, Non-Executive	7	6	Yes	-	2	1	-
Ms. Aarthi Subramanian** DIN 07121802	Non-Independent, Executive	1	1	N.A.	-	1	-	-

* Retired as the Director and Vice Chairman of the Company w.e.f October 6, 2014

** Appointed as an Additional and Executive Director w.e.f March 12, 2015

Video / tele-conferencing facilities are also used to facilitate directors travelling / residing abroad or at other locations to participate in the meetings.

- v. Seven board meetings were held during the year and the gap between two meetings did not exceed one hundred twenty days. The dates on which the said meetings were held:

April 16, 2014; June 27, 2014; July 17, 2014; September 3, 2014; October 16, 2014; January 15, 2015 and March 12, 2015.

The necessary quorum was present for all the meetings.

- vi. During the year 2014-15, information as mentioned in Annexure X to Clause 49 of the Listing Agreements has been placed before the board for its consideration.
- vii. The terms and conditions of appointment of the independent directors are disclosed on the website of the Company.
- viii. During the year a separate meeting of the independent directors was held inter-alia to review the performance of non-independent directors and the board as a whole.
- ix. The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company.

III. Committees of the board**A. Audit committee**

- i. The audit committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements entered into with the stock exchanges read with Section 177 of the Act.
- ii. The terms of reference of the audit committee are broadly as under:
 - Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
 - Recommend the appointment, remuneration and terms of appointment of auditors of the Company;
 - Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
 - Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section 3 of section 134 of the Act
 - Changes, if any, in accounting policies and practices and reasons for the same
 - Major accounting entries involving estimates based on the exercise of judgment by management
 - Significant adjustments made in the financial statements arising out of audit findings
 - Compliance with listing and other legal requirements relating to financial statements
 - Disclosure of any related party transactions
 - Qualifications in the draft audit report
 - Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 - Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
 - Review and monitor the auditors' independence and performance, and effectiveness of audit process;
 - Approval or any subsequent modification of transactions of the Company with related parties;
 - Scrutiny of inter-corporate loans and investments;
 - Valuation of undertakings or assets of the Company, wherever it is necessary;
 - Evaluation of internal financial controls and risk management systems;
 - Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - Discussion with internal auditors of any significant findings and follow up there on;
 - Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 - Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;
 - To review the functioning of whistle blower mechanism.
 - Approval of appointment of CFO;
 - The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
 - Carrying out any other function as is mentioned in the terms of reference of the audit committee;
 - Oversee financial reporting controls and process for material subsidiaries;
 - Oversee compliance with legal and regulatory requirements including the Tata Code of Conduct ("TCoC") for the company and its material subsidiaries;
 - To mandatorily review the following information:
 - Management discussion and analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of the chief internal auditor.
- iii. The audit committee invites executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the secretary to the audit committee.
- iv. The previous annual general meeting (AGM) of the Company was held on June 27, 2014 and was attended by Mr. Aman Mehta, Chairman of the audit committee.
- v. The composition of the audit committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Mr. Aman Mehta (Chairman)	Independent, Non-Executive	5	4
Mr. V. Thyagarajan	Independent, Non-Executive	5	5
Dr. Ron Sommer	Independent, Non-Executive	5	5
Dr. Vijay Kelkar	Independent, Non-Executive	5	5
Mr. Ishaat Hussain	Non-Independent, Non-Executive	5	5
Mr. O. P. Bhatt	Independent, Non-Executive	5	5

- vi. Five audit committee meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the said meetings were held are as follows:
 April 16, 2014; July 17, 2014; September 3, 2014; October 16, 2014 and January 15, 2015
 The necessary quorum was present for all the meetings.

B. Nomination and remuneration committee

- i. The Company had a nomination committee and remuneration committee of directors. The nomination committee and remuneration committee of the Company were merged on October 16, 2014, pursuant to the provisions of the Act and clause 49 of the Listing Agreement.
- ii. The broad terms of reference of the nomination and Remuneration Committee are as under:
 - Recommend to the board the set up and composition of the board and its committees. including the “*formulation of the criteria for determining qualifications, positive attributes and independence of a director*”. The committee will consider periodically reviewing the composition of the board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
 - Recommend to the board the appointment or reappointment of directors.
 - Devise a policy on board diversity.
 - Recommend to the board appointment of key managerial personnel (“KMP” as defined by the Act) and executive team members of the Company (as defined by this committee).
 - Carry out evaluation of every director’s performance and support the board and independent directors in evaluation of the performance of the board, its committees and individual directors. This shall include “*formulation of criteria for evaluation of independent directors and the board*”.
 - Recommend to the board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.
 - On an annual basis, recommend to the board the remuneration payable to the directors and oversee the remuneration to executive team or key managerial personnel of the Company.
 - Oversee familiarisation programmes for directors.
 - Oversee the human resource philosophy, human resource and people strategy and human resource practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for the board, key managerial personnel and executive team).
 - Provide guidelines for remuneration of directors on material subsidiaries.
 - Recommend to the board on voting pattern for appointment and remuneration of directors on the boards of its material subsidiary companies.
 - Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.
- iii. The composition of the nomination and remuneration committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Mr. Aman Mehta (Chairman)	Independent, Non-Executive	4	4
Mr. V. Thyagarajan	Independent, Non-Executive	4	4
Mr. Cyrus Mistry	Non-Independent, Non-Executive	4	4
Mr. Ishaat Hussain*	Non-Independent, Non-Executive	2	2
Mr. S. Ramadorai**	Non-Independent, Non-Executive	2	1

* Appointed as a member of the committee w.e.f. October 16, 2014

** Retired as the Director and Vice Chairman of the Company w.e.f October 6, 2014

During the year, two meetings of the nomination and remuneration committee were held on January 15, 2015 and March 13, 2015. Further, two meetings of the erstwhile remuneration committee were held on April 16, 2014 and September 3, 2014.

iv. The Company does not have any employee stock option scheme.

v. Remuneration policy:

Remuneration policy in the Company is designed to create a high performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer centricity and requires employee mobility to address project needs. The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the IT industry.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its managing director and the executive directors. Annual increments are decided by the nomination and remuneration committee (NRC) within the salary scale approved by the members of the Company and are effective April 1 each year. NRC decides on the commission payable to the managing director and the executive directors out of the profits for the financial year and within the ceilings prescribed under the Act based on the performance of the Company as well as that of the managing director and each executive director.

During the year 2014-15, the Company paid sitting fees of ₹ 10,000 per meeting to its non-executive directors for attending meetings of the board and meetings of committees of the board. The members have at the AGM of the Company on June 27, 2014, approved of payment of commission to the non-executive directors within the ceiling of 1% of the net profits of the Company as computed under the applicable provisions of the Act. The said commission is decided each year by the board of directors and distributed amongst the non-executive directors based on their attendance and contribution at the board and certain committee meetings, as well as the time spent on operational matters other than at meetings. The Company also reimburses the out-of-pocket expenses incurred by the directors for attending the meetings.

vi. Details of commission and sitting fees for the year ended March 31, 2015:

a. Non-Executive Directors:

(₹ Lakh)

Name	Commission	Sitting Fees
Mr. Cyrus Mistry	-	1.20
Mr. S. Ramadorai*	200.00	0.50
Mr. Aman Mehta	250.00	1.50
Mr. V. Thyagarajan	185.00	1.90
Prof. Clayton M. Christensen	155.00	0.30
Dr. Ron Sommer	190.00	1.40
Dr. Vijay Kelkar	140.00	1.40
Mr. Ishaat Hussain	175.00	1.70
Mr. O. P. Bhatt	135.00	1.70
Mr. Phiroz Vandrevala	50.00	0.60

* Retired as the Director and Vice Chairman of the Company w.e.f October 6, 2014

TATA CONSULTANCY SERVICES LIMITED

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b. Managing Director and Executive Director

Name of director and period of appointment	Salary (₹ lakh)	Benefits perquisites and allowances (₹ lakh)	Commission (₹ lakh)	ESPS
Mr. N. Chandrasekaran Chief Executive Officer and Managing Director (w.e.f. October 6, 2014 for a period of 5 years)	179.58	348.81	1,600.00	Nil
Ms. Aarthi Subramanian Additional and Executive Director (w.e.f. March 12, 2015 for a period of 3 years)	1.67	5.19	-	Nil

The above figures do not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation / premium paid are not available for the managing director and executive director.

Services of the managing director and executive director may be terminated by either party, giving the other party six months' notice or the Company paying six months' salary in lieu thereof. There is no separate provision for payment of severance fees.

vii. Details of equity shares of the Company held by the directors as on March 31, 2015 are given below:

Name	Number of equity shares
Mr. Cyrus Mistry	41,63,526
Mr. N. Chandrasekaran	88,528
Mr. Ishaat Hussain	1,740
Ms. Aarthi Subramanian	2,800

The Company has not issued any convertible debentures.

C. Stakeholders' relationship committee

- The Company had a shareholders / investors grievance committee of directors to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / annual reports, etc. The nomenclature of the said committee was changed to stakeholders' relationship committee in the light of provisions of the Act and revised clause 49 of the Listing Agreement.
- One meeting of the stakeholders' relationship committee was held during the year on March 13, 2015.
- The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Mr. V. Thyagarajan (Chairman)	Independent, Non-Executive	1	1
Mr. S. Ramadorai*	Non-Independent, Non-Executive	-	-
Mr. O. P. Bhatt	Independent, Non-Executive	1	1
Mr. N. Chandrasekaran**	Non-Independent, Executive	1	1

* Retired as the Director and Vice Chairman of the Company w.e.f. October 6, 2014

** Appointed as a member of the committee w.e.f. October 16, 2014

- iv. The Company has always valued its customer relationships. This philosophy has been extended to investor relationship and an Investor Relations Department (IRD) was set up in June 2004, prior to the Company's Initial Public Offer of shares. The IRD focuses on servicing the needs of various stakeholders viz. investors, analysts, brokers and the general public.
- v. Name, designation and address of Compliance Officer:
Mr. Suprakash Mukhopadhyay
Vice President and Company Secretary
Tata Consultancy Services Limited
11th Floor, Air India Building
Nariman Point
Mumbai 400 021
Telephone: 91 22 6778 9285
Fax: 91 22 6630 3672
- vi. Details of investor complaints received and redressed during the year 2014-15 are as follows:

Opening balance	Received during the year	Resolved during the year	Closing balance
1	152	150	3*

* The complaints were received during the last week of March 2015 and addressed subsequently.

D. Other committees

- i. Ethics and compliance committee:

In terms of the Tata Code of Conduct for prevention of insider trading and code of corporate disclosure practices ("Insider Trading Code") adopted by the Company, applicable to the directors, officers and other employees, the Company has an ethics and compliance committee of directors. The Committee considers matters relating to the Insider Trading Code and the Company's Code of Conduct ("CoC").

The Company has also formulated an anti bribery and anti corruption policy and gifts policy which are monitored by the ethics and compliance committee.

Monthly reports are sent to the members of the committee on matters relating to the Insider Trading Code and the CoC. One meeting of the ethics and compliance committee was held during the year on March 13, 2015.

The composition of the ethics and compliance committee and details of the meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Mr. S. Ramadorai*	Non-Independent, Non- Executive	-	-
Mr. N. Chandrasekaran**	Non-Independent, Executive	1	1
Mr. V. Thyagarajan	Independent, Non-Executive	1	1
Mr. O. P. Bhatt**	Independent, Non-Executive	1	1

* Retired as the Director and Vice Chairman of the Company w.e.f October 6, 2014

** Appointed as a member of the committee w.e.f. October 16, 2014

Mr. Rajesh Gopinathan, Chief Financial Officer, was appointed as the compliance officer by the board in 2012-13, to ensure compliance and effective implementation of the Insider Trading Code.

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ii. Bank account committee:

The Company has a bank account committee of directors comprising of Mr. Aman Mehta (independent, non-executive) and Mr. N. Chandrasekaran (non-independent, executive). The bank account committee is responsible for approval of the opening and closing of bank accounts of the Company and to authorise persons to operate the bank accounts of the Company.

iii. Executive Committee:

The Company has an executive committee of directors comprising of Mr. Cyrus Mistry (non-independent, non-executive) as the chairman, Prof. Clayton M. Christensen (independent, non-executive), Dr. Ron Sommer (independent, non-executive) and Mr. N. Chandrasekaran (non-independent, executive). Mr. S. Ramadorai, who was a member of this committee, has retired as the Director and Vice Chairman of the Company w.e.f. October 6, 2014.

The executive committee's role covers a detailed review of the following matters before these are presented to the board:

- Business and strategy review;
- Long-term financial projections and cash flows;
- Capital and revenue budgets and capital expenditure programmes;
- Acquisitions, divestments and business restructuring proposals;
- Senior management succession planning;
- Any other item as may be decided by the board.

The above matters were discussed in various board meetings held during the year with the presence of the executive committee members with intent to avail expertise of all the board members.

iv. Software technology parks of India (STPI) / special economic zone (SEZ) committee:

The Company has a STPI / SEZ committee of directors comprising of Mr. V. Thyagarajan (independent, Non-Executive) and Mr. N. Chandrasekaran (non-independent, executive). The STPI / SEZ committee is responsible for approval, from time to time, of registration / renewal of registration / de-registration of various offices of the Company under the STPI / SEZ schemes and such other schemes as may be deemed fit by them, and to also approve of other STPI / SEZ / other scheme(s) related matters.

v. Risk management committee:

The board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

During the year, two meetings of the risk management committee were held on June 5, 2014 and January 8, 2015. The composition of the risk management committee and details of the meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Mr. Ishaat Hussain	Non-Independent, Non-Executive	2	2
Mr. S. Ramadorai*	Non-Independent, Non- Executive	1	-
Mr. N. Chandrasekaran	Non-Independent, Executive	2	2
Mr. O. P. Bhatt	Independent, Non-Executive	2	1
Mr. Rajesh Gopinathan**	Chief Financial Officer	1	1

* Retired as the Director and Vice Chairman of the Company w.e.f October 6, 2014

** Appointed as the member of the committee w.e.f. October 16, 2014

vi. Health, safety and sustainability committee:

The Health, safety and sustainability committee of directors is responsible for framing and implementation of broad guidelines / policies with regard to the health, safety and sustainability activities of the Company, review the policies, processes and systems periodically and recommend measures for improvements from time to time.

During the year, one meeting of the Health, safety and sustainability committee was held on March 12, 2015.

The composition of the Health, safety and sustainability committee and details of the meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Dr. Vijay Kelkar (Chairman)	Independent, Non-Executive	1	1
Dr. Ron Sommer	Independent, Non-Executive	1	1
Mr. N. Chandrasekaran	Non-Independent, Executive	1	1

vii. Corporate social responsibility (CSR) committee

CSR committee of directors as required under Section 135 of the Act was constituted on April 16, 2014, comprising of Mr. Cyrus Mistry (non-independent, non-executive), Chairman, Mr. O. P. Bhatt (independent, non-executive) and Mr. N. Chandrasekaran (non-independent, executive).

The broad terms of reference of CSR committee is as follows:

- Formulate and recommend to the board, a corporate social responsibility (CSR) policy;
- Recommend the amount of expenditure to be incurred on the activities referred to above;
- Monitor the CSR policy of the Company from time to time;
- Oversee the Company's conduct with regard to its corporate and societal obligations and its reputation as a responsible corporate citizen; and
- Oversee activities impacting the quality of life of various stakeholders.

During the year, one meeting of the CSR Committee was held on March 13, 2015.

The composition of the CSR Committee and details of the meeting attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-15	
		Held	Attended
Mr. Cyrus Mistry (Chairman)	Non-Independent, Non-Executive	1	1
Mr. O. P. Bhatt	Independent, Non-Executive	1	1
Mr. N. Chandrasekaran	Non-Independent, Executive	1	1

IV. General body meetings

i. General meeting

a. Annual general meeting:

Financial year	Date	Time	Venue
2011-12	June 29, 2012	3.30 p.m.	Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020
2012-13	June 28, 2013		
2013-14	June 27, 2014		

b. Extraordinary general meeting:

No extraordinary general meeting of the members was held during the year 2014-15.

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- ii. Special resolutions:
No special resolution was passed by the Company in any of its previous three AGMs.
- iii. Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise and details of the voting pattern.
During the year under review, no special resolution has been passed through the exercise of postal ballot.
None of the items to be transacted at the ensuing meeting is required to be passed by postal ballot.

V. Disclosures

- i. Related Party transactions
All material transactions entered into with related parties as defined under the Act and Clause 49 of the Listing Agreement during the financial year were in the ordinary course of business. These have been approved by the audit committee. The board has approved a policy for related party transactions which has been uploaded on the Company's website at the following link-
http://www.tcs.com/investors/corp_governance/Documents/TCS_Related_Party_Transactions_Policy.pdf
- ii. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the stock exchanges or the securities and exchange board of India or any statutory authority, on any matter related to capital markets, during the last three years 2012-13, 2013-14 and 2014-15 respectively: NIL
- iii. The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. No person has been denied access to the chairman of the audit committee. The said policy has been also put up on the website of the Company at the following link-
http://www.tcs.com/investors/corp_governance/Documents/TCS_Whistle_Blower_Policy.pdf
- iv. The Company has fulfilled the following non-mandatory requirements as prescribed in Annexure XIII to the Clause 49 of the Listing Agreements entered into with the Stock Exchanges:
 - a. A message from the CEO and Managing Director on the half-yearly financial performance of the Company including a summary of the significant events in the six month period ended September 30, 2014 was sent to every member in October 2014.
 - b. The statutory financial statements of the Company are unqualified.
 - c. Mr. Cyrus Mistry is the Chairman of the Company and Mr. N. Chandrasekaran is the CEO and Managing Director of the Company. The Company has complied with the requirement of having separate persons to the post of Chairman and CEO / Managing Director.
 - d. Ernst & Young LLP, the internal auditors of the Company, make presentations to the audit committee on their reports.
- v. Reconciliation of share capital audit:
A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the national securities depository limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.
- vi. Code of Conduct
The members of the board and senior management personnel have affirmed the compliance with the Code applicable to them during the year ended March 31, 2015. The Annual Report of the Company contains a Certificate by the CEO and Managing Director in terms of Clause 49 of the listing agreement based on the compliance declarations received from Independent Directors, Non-Executive Directors and Senior Management.

VI. Subsidiary companies

The audit committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the board of directors of the Company.

The Company does not have any material non-listed Indian subsidiary companies.

The Company has a policy for determining 'material subsidiaries' which is disclosed on its website at the following link-

http://www.tcs.com/investors/corp_governance/Documents/TCS_Material_Subsiary_Policy.pdf

VII. Means of communication

The quarterly, half-yearly and annual results of the Company are published in leading newspapers in India which include The Indian Express, Financial Express, LokSatta, Business Standard, The Hindu Business Line, Hindustan Times, and Sandesh. The results are also displayed on the Company's website "www.tcs.com". Press Releases made by the Company from time to time are also displayed on the Company's website. Presentations made to the institutional investors and analysts after the declaration of the quarterly, half-yearly and annual results are also displayed on the Company's website. A list of frequently asked questions (FAQs) giving details about the Company and its shares is uploaded on the Company's website under 'Investor FAQs' section. A management discussion and analysis report is a part of the Company's annual report.

VIII. General shareholder information

i. Annual General Meeting:

Date	: June 30, 2015
Time	: 3.30 p.m.
Venue	: Birla Matushri Sabhagar 19, Sir Vithaldas Thackersey Marg New Marine Lines, Mumbai 400 020

As required under Clause 49(VIII)(E)(1) of the Listing Agreements entered into with the stock exchanges, particulars of directors seeking appointment / re-appointment at the forthcoming AGM are given in the Annexure to the notice of the AGM to be held on June 30, 2015.

ii. Financial Calendar:

Year ending	: March 31
AGM in	: June
Dividend payment	: The final dividend, if declared, shall be paid / credited on or after July 7, 2015.

iii. Date of book closure / record date

: As mentioned in the Notice of the AGM to be held on June 30, 2015.

iv. Listing on stock exchanges

: National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra(East), Mumbai 400 051

: BSE Limited (BSE)
25th Floor, P. J. Towers, Dalal Street
Mumbai 400 001

v. Stock Codes / Symbol:

NSE	: TCS
BSE	: 532540

Listing Fees as applicable have been paid.

vi. Corporate identity number (CIN) of the Company

: L22210MH1995PLC084781

vii. Dividend policy:

Dividends, other than interim dividend(s), are to be declared at the annual general meetings of shareholders based on the recommendation of the board of directors. Generally, the factors that may be considered by the board of directors before making any recommendations for dividend include, without limitation, the Company's future expansion plans and capital requirements, profits earned during the fiscal year, cost of raising funds from alternate sources, liquidity position, applicable taxes including tax on dividend,

TATA CONSULTANCY SERVICES LIMITED

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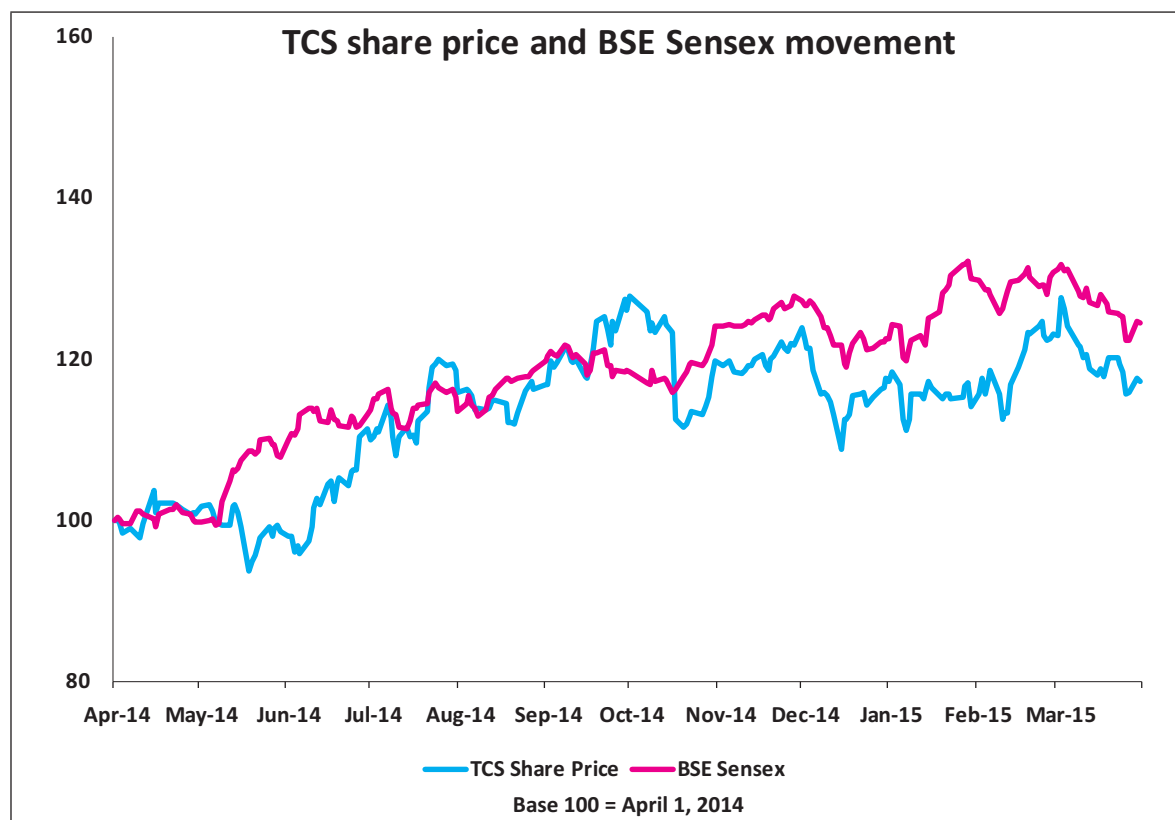
as well as exemptions under tax laws available to various categories of investors from time to time and general market conditions. The board of directors may also from time to time pay interim dividend(s) to shareholders.

viii. Market price data:

High, low (based on daily closing prices) and number of equity shares traded during each month in the year 2014-15 on NSE and BSE:

Month	NSE			BSE		
	High (₹)	Low (₹)	Total number of equity shares traded	High (₹)	Low (₹)	Total number of equity shares traded
April 2014	2,264.00	2,100.00	2,51,05,568	2,270.00	2,101.15	21,71,394
May 2014	2,253.40	1,999.50	3,11,43,929	2,253.65	2,000.50	30,19,206
June 2014	2,435.00	2,056.00	2,36,39,368	2,427.00	2,062.50	20,58,687
July 2014	2,614.35	2,335.00	1,88,40,679	2,613.35	2,336.00	14,13,667
August 2014	2,587.95	2,430.00	1,86,99,338	2,588.00	2,425.95	13,42,004
September 2014	2,782.45	2,514.10	1,94,86,167	2,780.00	2,515.00	15,23,230
October 2014	2,839.70	2,415.00	2,62,17,610	2,834.00	2,415.65	25,10,523
November 2014	2,691.90	2,551.00	1,62,57,977	2,688.00	2,551.00	9,80,896
December 2014	2,710.95	2,345.00	2,22,89,456	2,709.00	2,348.25	12,53,975
January 2015	2,599.90	2,407.45	2,71,02,743	2,599.05	2,407.40	24,86,487
February 2015	2,730.00	2,433.00	2,57,96,671	2,727.00	2,436.00	16,11,720
March 2015	2,812.10	2,501.00	2,37,49,603	2,810.00	2,501.65	14,23,069

ix. Performance of the share price of the Company in comparison to the BSE Sensex:



x. Registrars and transfer agents:

Name and Address	: TSR DARASHAW Limited (TSRDL) 6-10, Haji Moosa Patrawala Industrial Estate 20, Dr. E. Moses Road, Mahalaxmi Mumbai 400 011
Telephone	: 91 22 6656 8484
Fax	: 91 22 6656 8494
E-mail	: csg-unit@tsrdarashaw.com
Website	: www.tsrdarashaw.com

xi. Places for acceptance of documents:

Documents will be accepted at	: TSR DARASHAW Limited 6-10, Haji Moosa Patrawala Industrial Estate 20, Dr. E. Moses Road, Mahalaxmi Mumbai 400 011
Time	: 10.00 a.m. to 3.30 p.m. (Monday to Friday except bank holidays)

For the convenience of the shareholders based in the following cities, transfer documents and letters will also be accepted at the following branches / agencies of TSRDL:

a. Branches of TSRDL:

- | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> • TSR DARASHAW Limited
503, Barton Centre, 5th Floor
84, Mahatma Gandhi Road
Bangalore 560 001
Telephone: 91 80 2532 0321
Fax: 91 80 2558 0019
E-mail: tsrdlbang@tsrdarashaw.com | <ul style="list-style-type: none"> • TSR DARASHAW Limited
'E' Road, Northern Town
Bistupur
Jamshedpur 831 001
Telephone: 91 657 2426616
Fax: 91 657 2426937
E-mail: tsrdljsr@tsrdarashaw.com |
| <ul style="list-style-type: none"> • TSR DARASHAW Limited
Tata Centre, 1st Floor
43, J. L. Nehru Road
Kolkata 700 071
Telephone: 91 33 2288 3087
Fax: 91 33 2288 3062
E-mail: tsrdlcal@tsrdarashaw.com | <ul style="list-style-type: none"> • TSR DARASHAW Limited
2/42, Ansari Road, 1st Floor
Daryaganj, Sant Vihar
New Delhi 110 002
Telephone: 91 11 2327 1805
Fax: 91 11 2327 1802
E-mail: tsrdldel@tsrdarashaw.com |

b. Agent of TSRDL:

Shah Consultancy Services Limited
3, Sumatinath Complex, 2nd Dhal,
Pritam Nagar, Ellisbridge,
Ahmedabad 380 006
Telefax: 91 79 2657 6038
E-mail: shahconsultancy8154@gmail.com

xii. Share transfer system:

99.94% of the equity shares of the Company are in electronic form. Transfers of these shares are done through the depositories with no involvement of the Company. As regards transfer of shares held in physical form the transfer documents can be lodged with TSRDL at any of the above mentioned addresses.

Transfer of shares in physical form is normally processed within ten to twelve days from the date of receipt, if the documents are complete in all respects. The Directors and certain Company officials (including Chief Financial Officer and Company Secretary), under the authority of the board, severally approve transfers, which are noted at subsequent board meetings.

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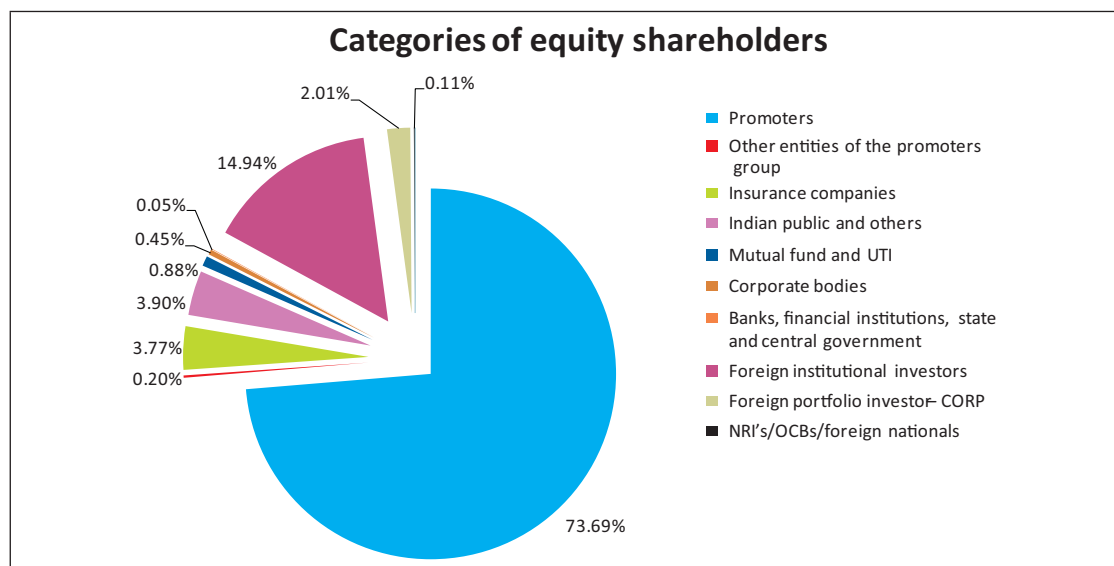
xiii. Shareholding as on March 31, 2015:

a. Distribution of equity shareholding as on March 31, 2015:

Number of shares	Holding	Percentage to capital	Number of Accounts	Percentage to total accounts
1 – 100	1,93,05,278	0.98	5,14,665	83.44
101 - 500	1,81,47,838	0.92	83,507	13.54
501 - 1000	72,52,272	0.37	10,198	1.65
1001 - 5000	1,29,17,727	0.66	6,449	1.05
5001 - 10000	42,90,069	0.22	606	0.10
10001 - 20000	48,30,582	0.25	337	0.05
20001 - 30000	40,77,658	0.21	164	0.03
30001 - 40000	37,12,638	0.19	104	0.02
40001- 50000	34,58,212	0.18	76	0.01
50001 -100000	1,50,38,921	0.77	209	0.03
100001 - above	1,86,56,96,784	95.25	513	0.08
GRAND TOTAL	1,95,87,27,979	100.00	6,16,828	100.00

b. Categories of equity shareholders as on March 31, 2015:

Category	Number of equity shares held	Percentage of holding
Promoters	1,44,34,51,698	73.69
Other Entities of the Promoters Group	39,69,412	0.20
Insurance Companies	7,38,58,592	3.77
Indian Public and others	7,63,46,136	3.90
Mutual Fund and UTI	1,71,89,088	0.88
Corporate Bodies	88,34,803	0.45
Banks, Financial Institutions, State and Central Government	9,79,350	0.05
Foreign Institutional Investors	29,25,90,035	14.94
Foreign Portfolio Investor – CORP	3,92,80,903	2.01
NRI's / OCBs / Foreign Nationals	22,27,962	0.11
GRAND TOTAL	1,95,87,27,979	100.00



c. Top ten equity shareholders of the Company as on March 31, 2015:

Sr. No.	Name of the shareholder	Number of equity shares held	Percentage of holding
1	Tata Sons Limited	1,44,34,51,698	73.69
2	Life Insurance Corporation of India	4,81,41,245	2.46
3	Franklin Templeton Investment Funds	2,19,45,979	1.12
4	Abu Dhabi Investment Authority	1,63,25,578	0.83
5	Oppenheimer Developing Markets Fund	1,09,77,181	0.56
6	Government of Singapore	90,95,739	0.46
7	Vanguard Emerging Markets Stock Index Fund, a series of Vanguard International Equity Index Fund	85,50,350	0.44
8	Aberdeen Global Indian Equity (Mauritius) Limited	84,65,000	0.43
9	Lazard Asset Management LLC A/C Lazard Emerging Markets Portfolio	77,93,168	0.40
10	National Westminster Bank Plc as Depositary of First State Asia Pacific Leaders Fund a Sub Fund of First State Investments ICVC	77,06,168	0.39

xiv. Dematerialisation of shares and liquidity:

The Company's shares are compulsorily traded in dematerialised form. Equity shares of the Company representing 99.94% of the Company's equity share capital are dematerialised as on March 31, 2015.

The Company's equity shares are regularly traded on NSE and BSE, in dematerialised form.

Under the depository system, the international securities identification number (ISIN) allotted to the Company's shares is INE467B01029.

xv. Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2015, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

xvi. Equity shares in the suspense account:

In accordance with the requirement of Clause 5A(l) of the Listing Agreements entered into with the stock exchanges, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in dematerialized form pursuant to the public issue of the Company:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2014	184	7,360
Shareholders who approached the Company for transfer of shares from suspense account during the year	9	374
Shareholders to whom shares were transferred from the suspense account during the year	9	374
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2015	175	6,986

The voting rights on the shares outstanding in the suspense account as on March 31, 2015 shall remain frozen till the rightful owner of such shares claims the shares.

xvii. Transfer of unclaimed / unpaid amounts to the investor education and protection fund (IEPF):

Pursuant to sections 205A and 205C of the Companies Act, 1956 and other applicable provisions, if any, of the Act, all unclaimed / unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed / unpaid for a period of seven years from the date they became due for payment, in relation to the Company and erstwhile TCS e-Serve Limited (e-Serve), which has merged with the Company, have been transferred to the IEPF established by the Central Government. No claim shall lie against the IEPF or the Company for the amounts so transferred prior to March 31, 2015, nor shall any payment be made in respect of such claims. Members who have not yet encashed their dividend warrant(s) pertaining to the final dividend for the financial year 2007-08 and onwards are requested to make their claims without any delay to TSRDL.

a) For shareholders of erstwhile TCS e-Serve Limited (e-Serve) which has merged with the Company:

The following table gives information relating to outstanding dividend accounts and the dates by which they can be claimed by the shareholders:

Financial year	Date of declaration	Last date for claiming unpaid dividend
2007-08	December 18, 2008	December 17, 2015
2008-09	December 19, 2008	December 18, 2015
2009-10	August 24, 2010	August 23, 2017
2010-11	August 12, 2011	August 11, 2018
2011-12	July 10, 2012	July 9, 2019
2012-13	May 30, 2013	May 29, 2020

b) For shareholders of Tata Consultancy Service Limited (TCS):

A separate communication has been sent in December 2014 to the shareholders of TCS who have not encashed their dividend warrants and which are not yet transferred to IEPF, providing them details of the unencashed warrants and requesting them to comply with the procedure for seeking payment of the same.

The following table gives information relating to outstanding dividend accounts and the dates by which they can be claimed by the shareholders in the financial year 2015-16:

Financial Year	Date of declaration	Last date for claiming unpaid dividend
2007-08	July 1, 2008	June 30, 2015
2008-09	July 16, 2008	July 15, 2015
	October 22, 2008	October 21, 2015
	January 15, 2009	January 14, 2016

xviii. Plant locations:

In view of the nature of the Company's business viz. Information Technology (IT) Services and IT enabled services, the Company operates from various offices in India and abroad.

The Company has a manufacturing facility at 17-B, Tivim Industrial Estate, Karaswada, Mapusa-Bardez, Goa.

xix. Address for correspondence:

Tata Consultancy Services Limited

9th Floor, Nirmal Building

Nariman Point

Mumbai 400 021

Telephone: 91 22 6778 9356 / 91 22 6778 9595

Fax: 91 22 6630 3672

Designated e-mail address for Investor Services: investor.relations@tcs.com

Website: www.tcs.com

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2015, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, employees in the Executive Vice President cadre and the Company Secretary as on March 31, 2015.

Mumbai,
April 16, 2015

N. Chandrasekaran
Chief Executive Officer and Managing Director

COMPLIANCE CERTIFICATE

TO THE MEMBERS OF TATA CONSULTANCY SERVICES LIMITED

We have examined the compliance of conditions of Corporate Governance by **TATA CONSULTANCY SERVICES LIMITED** ("the Company"), for the year ended March 31, 2015, as stipulated in Clause 49 of the Listing Agreements of the Company entered into with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreements.

We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Mumbai,
April 16, 2015

P. R. Ramesh
Partner
(Membership No. 70928)



BUSINESS
RESPONSIBILITY
REPORT

Business Responsibility Report

(As per clause 55 of the Listing Agreement)

Introduction

Tata Consultancy Services Limited (TCS) has adopted the 'triple bottom-line' approach, recognising People, Planet and Profit as the primary pillars of corporate sustainability.

At TCS, corporate sustainability is demonstrated through (a) fair, transparent and ethical governance, (b) engagement with marginalised and vulnerable communities, (c) adherence to and respect for all human rights, (d) offering specialised services and solutions to meet distinct needs of its clients, (e) reduction of impact of its operations on the environment and (f) promotion of employee well-being and safety.

TCS operates in a large number of geographies across the globe. All these units of operation are encouraged to identify target beneficiaries in line with their local needs. The objective is to drive sustainability through various initiatives across the units of operation, supply chain, community and customers. While volunteering by employees is encouraged, the Company also utilizes its own expertise in IT to address needs of the community and the environment.

Section A: General Information about the Company

- Corporate identity number (CIN) of the Company:** L22210MH1995PLC084781
- Name of the Company:** Tata Consultancy Services Limited
- Registered address:** 9th Floor, Nirmal Building, Nariman Point, Mumbai - 400 021
- Website:** www.tcs.com
- E-mail id:** corporate.sustainability@tcs.com
- Financial year reported:** April 1, 2014 to March 31, 2015
- Sector(s) that the Company is engaged in (industrial activity code-wise):**

ITC CODE	PRODUCT DESCRIPTION
85249009	Computer Software

- List three key products/services that the Company manufactures/provides (as in Balance Sheet):**
 - Application development and maintenance
 - Enterprise solutions including business intelligence and
 - Business process outsourcing
- Total number of locations where business activity is undertaken by the Company:**
There are 132 global locations

- Number of International Locations (Provide details of major 5)**

132 international locations:

North America	29
LATAM	14
UK & Ireland	25
Europe	31
APAC	24
MEA	9
Total	132

- Number of National Locations:**

14 National locations

- Markets served by the Company:**

North America, South America, United Kingdom & Ireland, Europe, Asia Pacific, Middle East & Africa and India

Section B: Financial Details of the Company

(₹ crores)

Tata Consultancy Services Ltd			
		FY15	FY15
		Standalone	Consolidated
1.	Paid up capital	195.87	195.87
2.	Total turnover	78044.79	97878.32
	(a) Revenue from operation	73578.06	94648.41
	(b) Other income	4466.73	3229.91
3.	Total profit after taxes and minority interest (i.e. net profit)	19256.96	19852.18

- Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):**

1.53% of average profit for previous three years in respect of standalone TCS (computation as prescribed by the Companies Act, 2013.)

5. List of activities in which expenditure in 4 above has been incurred:-

Sr. no.	Particulars	Amount spent in ₹ crores
1	Disaster Relief	17.37
2	Education & Skill Building	34.38
3	Environment Sustainability	1.99
4	Contribution to TCS Foundation	140.00
5	Health & Wellness	21.05
6	Restoration of Heritage sites	3.63
	Total	218.42

The Company's spending on Corporate Social Responsibility (including overseas expenses) is ₹ 253.55 crores.

Section C: Other Details

- Does the Company have any Subsidiary Company/ Companies?** Yes
- Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):**
Yes, 34 of the subsidiaries participate in BR activities.
- Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company?**

2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N):

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These briefly are as follows:

National

P1	Business should conduct and govern themselves with ethics, transparency and accountability
P2	Businesses should provide goods and services that are safe and contribute to sustainability
P3	Businesses should promote the wellbeing of all employees
P4	Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.
P5	Businesses should respect and promote human rights
P6	Business should respect, protect, and make efforts to restore the environment
P7	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
P8	Businesses should support inclusive growth and equitable development
P9	Businesses should engage with and provide value to their customers and consumers in a responsible manner

The Company does not mandate its suppliers/ distributors to participate in the Company's BR initiatives. However, they are encouraged to adopt such practices and follow the concept of being a responsible business.

- If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:** NA

Section D: BR Information

1. Details of Director/Directors responsible for BR

a) Details of the Director/Director responsible for implementation of the BR policy/policies:

- **DIN Number:** 00121863
- **Name:** Mr. N. Chandrasekaran
- **Designation:** Chief Executive Officer and Managing Director

b) Details of the BR head:

Sr. no.	Particulars	Details
1	DIN Number (if applicable)	NA
2	Name	Mr. Ajoyendra Mukherjee
3	Designation	Executive Vice President & Global Head HR
4	Telephone number:	022 – 67789999
5	e-mail id	corporate.sustainability@tcs.com

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

Sr. no.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy / policies for....	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards?	Y	Y	Y	Y	Y	Y	Y	Y	Y
4	Has the policy been approved by the Board?									
	If yes, has it been signed by MD/owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	https://knowmax.ultimatix.net/sites/ethics-cop/Codes%20of%20Conduct/TCOC.2013_English.pdf		"MyHR" view restricted to employees	"Knmax" View restricted to employees	Same as P1	http://www.tcs.com/about/corp_responsibility/environmental/Pages/default.aspx	Same as P1	"Knmax" View restricted to employees	Same as P1
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y Communi- cated to internal stakeholders	Y Communi- cated to internal stakeholders	Y
8	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

Governance related to BR

- **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year:** Quarterly
- **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

Yes, the Company publishes its sustainability report on GRI 3.1 framework annually. It is also available on the Company's website www.tcs.com/cs

Section E: Principle-wise performance

Principle 1

Business should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to ethics, bribery and corruption cover only the company? No**
 - i. **Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs /Others?**
2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?**

All companies in TCS group are covered by the policy.

352 complaints were received during the year 2014-15, from various stakeholders; 95.17% of these were satisfactorily resolved. Internal review is still in progress for the pending complaints.

Additional Information

The Tata Code of Conduct (TCoC) is the guiding document on principles of responsible business conduct for all employees. Created in 1998, the TCoC has been influenced by the UN Declaration of Human Rights and the ILO principles. Within TCS, it is available on the intranet and on the Company's webpage. Guided by the managers and a global network of local ethics counsellors, all employees adhere to the principles laid down in the TCoC. The Corporate Sustainability Assessment which is conducted annually includes review of awareness and adherence to the TCoC.

Principle 2

Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

TCS has evolved its strategy around integrated customer-centric services delivered from multiple global locations with consistent quality through its Global Network

Delivery Model (GNDM™). The Company follows rigorous quality management processes to ensure highest quality of service delivery. TCS is the world's first organization to achieve an enterprise-wide Maturity Level 5 on CMMI® and P-CMM® based on SCAMPISM

TCS has evolved an 'Integrated Quality Management System' (iQMS) which caters to all types of services we deliver and is aligned with the strategic objectives of the Company. iQMS is an integrated approach for implementing practices of world-class quality models such as ISO 9000 (Quality), ISO 20000 (Service Management), CMMI, ISO 27001(Security), ISO 14001 (Environment) and OHSAS 18001 (Health & Safety).

The assured world class high quality of services ensures that the IT system built by TCS would be safe and sustainable throughout the lifetime of the system anywhere in the world.

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

There are many examples, some of which are well known to the public at large - three of these are mentioned below.

a) ICT Solution to society for elimination of rural poverty (SERP) & sthreeNidhi

Society for elimination of rural poverty (SERP) is the nodal organisation for self help groups and their federations in Andhra Pradesh. SERP is running one of the most successful micro-credit and other livelihood programmes in the world with ~1,16,42,765 members.

Under its livelihoods programmes, SERP is distributing lands to poor, encouraging farmers to implement community managed sustainable agriculture, promotion of livestock and poultry, community marketing. Besides, it is also addressing social issues like gender, health and nutrition etc.

TCS has developed ICT solution to capture all loans, repayments and outstanding loans from SHGs. Besides, the system also covers other welfare schemes run by SERP. Broadly, the benefits achieved by adopting TCS' ICT solution are: (1) the government can compare performance by setting parameters, (2) banks and financial institutions can check the performance of SHG online and disburse the loans, (3) all the transactions like savings, loans received, loans repaid, CIF received and repaid etc. are made transparent and visible to outside world, (4) increased productivity of people, (5) good accounting, monitoring and control can take

place with the help of IT adoption, (6) elimination of delays in submission of monthly balance and accounts and (7) generation of reports bank wise and branch wise.

b) Community health insurance programme (Aarogyasri)

Aarogyasri is a unique community health insurance scheme formulated by the Andhra Pradesh government under the Aarogyasri Trust, to bring quality medical care within the reach of the poor people in the state.

TCS in a record time of 30 days, was able to provide an innovative and effective solution that used IT as an effective means of service delivery. This website portal, the core of the scheme, was a workflow-oriented integrated system which addressed all the needs of the target groups. Each phase of a patient's journey through the system, from in/out patient registration, surgery updates, discharge updates, claim settlements etc., was routed through the ICT. The Aarogyasri Scheme has been a great success in the districts where it was introduced, and has provided the following benefits: (1) quick and accurate decision making due to availability of real time information, (2) flagging of irregularities to the appropriate authorities at the correct time, leading to fewer opportunities for fraud, (3) transformation of the project into a flagship brand for the AP government, (4) tracking of worker productivity and performance and (5) efficient accounting.

c) Remote energy management solution

TCS is using remote energy management solution, comprising the hardware embedded asset T DAMS (TCS Data Acquisition and Management System) and ECView (Energy Carbon View) a comprehensive, enterprise-wide energy and carbon management visualisation application to monitor, report, manage and improve energy usage for its own buildings (75+), across India, with an annual energy bill of approximately USD 60 million monitored remotely for energy optimisation. Using this tool as an enterprise, the organisation has been able to plan and have targets of energy consumption. TCS's T CUP (TCS Connected Universe Platform) and SDAF (Sensory Data Analytics frame work) provides a scalable platform to perform, not limited to, data management, analytics, rich query capabilities and visualisation.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

i. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?

a) ICT Solution to Society for Elimination of Rural Poverty (SERP) & SthreeNidhi - Not applicable; addressed area is social concern

b) Community Health Insurance Programme (Aarogyasri) - Not applicable; addressed area is social concern

c) Remote Energy Management solution - Not applicable

ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?

a) ICT Solution to Society for Elimination of Rural Poverty (SERP) & SthreeNidhi - Not applicable; addressed area is social concern.

b) Community Health Insurance Programme (Aarogyasri) - Not applicable; addressed area is social concern.

c) Remote Energy Management solution - Since April 2014, the solution has resulted in reducing the wastage in energy usage of ~6.8 million units as against the FY15 target of 16.9 million units (out of 23 Phase 1 sites which went live in April 2014). This energy savings efforts is driven by a team under remote operating center (ROC).

3. Does the company have procedures in place for sustainable sourcing (including transportation)? Yes

i. If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

Sustainable sourcing describes a sourcing exercise which goes beyond economic considerations and takes into account environmental, social and ethical factors as well. It is a widely practiced tool within TCS and the endeavour is to maximise its reach with every passing year. TCS has a stated environment policy and an occupation health and safety policy. The vendors have to ensure compliance to these policies. It covers various issues like health of their workers deployed, safety measures (helmet, rope, safety-belt etc.) adopted, discharge from equipment, hygiene norms, PUC requirement for vehicles hired, age of vehicles used etc. The adherence to the policy is audited by an internal team not directly involved with execution and action is taken on the deviations. Adherence to local laws for compensation of vendors' workmen is also strictly practiced at TCS.

Vendors are asked to sign the Tata Code of Conduct and TCS' Supplier Code of Conduct for every contract awarded, in order to ensure ethical practices are followed throughout the entire supply chain. Additionally, vendors are empowered to raise ethical concerns that they may come across while dealing with members of TCS management at any level.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? Yes

i. If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

While the criteria for selection of goods and services is quality, reliability and price, TCS gives preference to small organisations, particularly promoted by entrepreneurs from socially backward communities. Two vendors from the marginalised community commissioned and empanelled with TCS under the CSR supplier diversity and affirmative action initiatives continue to work with TCS. Under the BriDgeIT programme, TCS has trained digital entrepreneurs who have established themselves as key resources in the villages within which they operate. The Company has worked to open new avenues and provide opportunities to the entrepreneurs to utilise their skills in an effective manner including providing them the opportunity to be part of Jagriti Yatra, the government initiative of 'building India through enterprise'

To enhance livelihood options in Panvel, India, TCS associates have trained 45 women in making eco-friendly jute bags through the 'Women Empowerment Programme'. Through TCS-Maitree, a 1,500 sq ft convention center was built as a workstation and storage area for raw material & finished goods. Training on screen printing, block painting has also been provided and TCS procured 9 full shutter sewing machines, one embroidery machine, and a snap button machine for these women.

Through TCS's support this initiative has successfully completed an order of making 12,000 cotton bags for TCS Bangalore 10K Marathon & Standard Chartered Mumbai Marathon in the last 3 years.

5. Does the company have a mechanism to recycle products and waste?

Yes

i. If yes what is the percentage of recycling of products and waste (separately as <5%,

5-10%, >10%). Also, provide details thereof, in about 50 words or so.

The nature of the Company's business is such that there are no significant emissions or process wastes. The waste generation is fairly limited and restricted primarily to e-waste, lube oil waste, waste from lead-acid batteries and municipal solid waste. The Company's waste management practices seek to reduce the environmental impact by reduction in generation, segregation at source, maximisation of recycling and reuse to achieve the target of <5% waste to landfill.

- Waste lube oil, UPS batteries, e-waste – disposed through government authorised recyclers (100% recycling)
- Waste office paper – sent for recycling (100% recycling)
- Printer and toner cartridges – sent back to the manufacturer under product take-back arrangement (100% recycling)
- Bio-degradable garden waste and food waste - vermi-composting and bio-digestion respectively (15% recycling)

Additional Information

Environment Performance - FY 2014-15

Sr. no.	Environmental Performance Parameters	% change (over FY 2013-14)	% change (over FY 2007-08)
1	Electricity consumption (kWh/FTE/month)	4% decrease	41% decrease
2	Freshwater consumption (ltrs/FTE/month)	No change	13% decrease
3	Carbon footprint due to Scope 1 + Scope 2 (tCO ₂ e/FTE/annum)	7% decrease	38% decrease
4	Paper consumption (Reams/1000FTE/month)	4% decrease	79% decrease

Principle 3

Businesses should promote the wellbeing of all employees

1. Please indicate the total number of employees:

Total number of employees including subsidiaries as on March 31, 2015 was 319,656.

2. Please indicate the total number of employees hired on temporary/contractual/casual basis:

9,488 employees were hired on a contractual basis.

3. Please indicate the number of permanent women employees:

Total number of permanent women employees as on March 31, 2015 was 105,481.

4. Please indicate the number of permanent employees with disabilities:

583 on the basis of self-declaration.

5. Do you have an employee association that is recognised by management? : Yes
6. What percentage of your permanent employees is members of this recognised employee association? : 0.05%
7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Category	No. of complaints filed during the financial year	No. of complaints pending as on end of the financial year
Child labour/forced labour/involuntary labour	None	None
Sexual harassment	17	2
Discriminatory employment	None	None

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

- Permanent employees
- Permanent women employees
- Casual/temporary/contractual employees
- Employees with disabilities

1. Safety

All the categories of employees mentioned above have been covered through our training modules. Training on health and safety is imparted to associates as a part of the induction training combined with an annual refresher web based HSE training. An effective mode of training has been informal floor-walks and town-hall meetings. Additionally, regular fire drills, several awareness campaigns including road safety, fire safety, ergonomics, behaviour based safety, etc. are conducted to reach out to the associates. Innovative modes of training including video based learning modules and interactive web based training have been very effective and in FY15, over 3,45,000 man-hours of training on health, safety and environment has been imparted through the various training channels.

2. Employee skill up-gradation:

	FY 2014-15
Permanent employees	79%
Permanent women employees	83%
Casual/temporary/contractual employees	13%
Employees with disabilities	Included above

Additional Information

The Company has a number of policies and programmes focussed on employee wellbeing. These include holiday homes, pharmacy benefits, vacation for employees who are retiring, periodic health screening, safety for women associates and health insurance coverage including parents/in-laws. The policy change management framework takes into consideration, feedback from all relevant stakeholders.

The policies and programmes are implemented through various internal teams, with HR taking the ownership. There are several platforms within TCS which seek to empower employees. 'Employee Concerns' is an online tool where a grievance may be raised by an employee which is then addressed by stakeholders within predefined SLAs. Initiatives such as 'iConnect' and 'mPower' provide the opportunity to resolve issues of key importance and facilitate individual mentoring and coaching with senior managers.

TCS also offers an Employee Assistance Programme (EAP) for India based associates, which includes professional counselling services in important life matters such as personal, relationship, work and parenting concerns that an employee voluntarily seeks.

Associates can communicate with the counsellors through a toll-free number, online correspondence as well as face to face meetings. There is also a 24x7 emergency number for immediate concerns.

Digitised platform 'Career Hub' enables employees to record their aspirations, helps the Company in identifying high potentials, mentors and tracks career movement of employees. The tool 'TCS Gems' is used for global reward and recognition. Fit4Life, health awareness sessions, periodic medical check-ups, gymnasiums in offices, and 24 x 7 'Employee Assistance Programme' are some of the important initiatives for employee health and safety.

TCS provides its employees huge opportunities for learning. Substantial investments in infrastructure and tools have been made to keep its workforce motivated and ready for the evolving technology.

Adherence to the Company's HR policies is audited by the internal auditor of the Company.

The HR compliance team continues to monitor the changes in legislation pertaining to employment, labour, and immigration laws across the globe to ensure compliance, which is checked through regular audits.

The HR compliance team pro-actively prepares alerts to identify key areas where TCS needs to introduce new policies or modify the existing policies to remain compliant.

A number of non-work related employee engagement initiatives such as fun events, sports, cultural activities and volunteering for social causes are organised across the globe under our employee engagement platform known as 'TCS-Maitree'. The culture of volunteering helps employee bonding within the organisation and reduces stress at work. Employees are also encouraged to involve their families in these activities.

Principle 4

Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised

1. **Has the company mapped its internal and external stakeholders?** Yes
2. **Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?** Yes
3. **Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders?** Yes

If so, provide details thereof, in about 50 words or so.

TCS has several programmes designed to benefit marginalised stakeholders such as (a) illiterate adults, (b) scheduled caste, scheduled tribes and other tribal communities, (c) rural unskilled youth, (d) visually impaired and (e) inmates in jail. Benefits reach the marginalised stakeholders through the following schemes:

Promoting Employability, Employment, Education and Entrepreneurship among marginalized groups

- **Adult Literacy Programme (ALP)** - details given in Principle 8(1)(a)(i)
- **TCS-Maitree Advanced Computer Training Centre for the Visually Impaired** - details given in Principle 8(1)(a)(v)
- **BPS Employability Programme** - given in Principle 8(1)(c)(i)
- **Computer Operator Cum Programming Assistant (COPA) ITI Training** - given in Principle 8(1)(c)(ii)
- **BriDgeIT** - details given in Principle 8(1)(c)(iv)
- **IT Employability Programme** - details given in Principle 8(1)(c)(v)
- **Other Programmes** - details given in Principle 8(1)(c)(vi)

Principle 5

Businesses should respect and promote human rights

1. **Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

The policy is applicable to TCS, its subsidiaries and vendors. The Company's commitment to follow the basic principles of human rights is reflected in the checks and balances within the HR processes. The commitment to human rights is embedded in the 'Tata Code of Conduct', adopted by the Company. All employees, including security personnel, are sensitized to human rights as part of their orientation programme.

With respect to vendors, TCS follows a rigorous screening process before entering into a business relationship. All the contracts that the Company enters into with vendors require the vendor to comply with the relevant laws safeguarding labour rights and human rights in their respective jurisdiction.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?** None

Principle 6

Business should respect, protect, and make efforts to restore the environment

1. **Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.**

TCS' Environmental Policy is applicable to all the business units/groups and extends to business partners including suppliers, vendors and contractors.

2. **Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc**

Yes. The 'TATA Group Climate Change Policy' and TCS' 'Environment Policy' guide the organisation to continually mitigate the impact on climate change and global warming as a result of our operations. The Company has specific targets to reduce its carbon footprint and monitors it on an ongoing basis. Detailed plan to achieve these targets focus on creating green infrastructure which are designed for better energy efficiency, drive green IT (IT enabled energy efficiency in data centers and distributed IT networks), efficient operations and green power purchase. The details of the targets, performance and the various initiatives are available at:

a. Corporate Sustainability page on TCS website –

http://www.tcs.com/about/corp_responsibility/Pages/default.aspx

b. TCS' Corporate Sustainability Report

http://www.tcs.com/about/corp_responsibility/cs-report/Pages/default.aspx

3. Does the company identify and assess potential environmental risks?

Yes. ISO 14001:2004 has been adopted as the environment management system standard. As a part of this management system, an exhaustive impact assessment is conducted at the organisation level, as well as site level, to identify all environmental impacts from our operations.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Not Applicable

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

Yes. TCS is committed to drive energy efficiency. This is achieved through creating green building infrastructure, operating offices efficiently and driving green IT. Some key initiatives include – creating green office campuses designed at par with LEED Gold rating and driving data center energy efficiency through server virtualisation and optimisation of cooling. The details of these initiatives and more information are available on:

a) Corporate Sustainability Report, page on TCS website -

http://www.tcs.com/about/corp_responsibility/Pages/default.aspx

b) TCS' Corporate Sustainability Report

http://www.tcs.com/about/corp_responsibility/cs-report/Pages/default.aspx

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes. All emissions/waste generated at various offices of TCS are within permissible limits. These are continuously monitored, reviewed internally and reported to the CPCB/SPCB as per the requirement.

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

No show cause/legal notices were received from CPCB/SPCB in this financial year.

Additional Information

'Environmental Policy' of the Company has been drafted in line with the ISO 14001:2004 environment management system. The overall responsibility of environment management lies with the Company's CEO & MD and the progress is reviewed by health, safety and sustainability committee of the Board of Directors.

External stakeholders can access this policy through the Company's website. For internal stakeholders, the policy has been posted on the intranet and at office receptions. Training on this policy is conducted periodically for all associates.

TCS has enterprise wide certification for integrated health safety & environment management system as per ISO 14001:2004 and OHSAS 18001:2007.

Principle 7

Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. Is your company a member of any trade and chamber or association? : Yes

2. If Yes, Name only those major ones that your business deals with:

- National Association of Software and Services Companies (NASSCOM)
- Confederation of Indian Industries (CII)
- All India Management Association
- Federation of India Chambers of Commerce and Industry (FICCI)
- Federation of Indian Exporters Organisation (FIEO) and Computer Society of India (CSI)

3. Have you advocated/lobbied through above associations for the advancement or improvement of public good?: Yes

i. If yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

TCS has participated in industry body consultations in the following areas:

- Governance and Administration
- Sustainable Business Principles
- Inclusive Development Policies (with a focus on skill building and literacy)
- Economic Reforms
- Tax and other legislations

Additional Information

TCS uses the Tata Code of Conduct as a guide for its actions in influencing public and regulatory policy.

Principle 8

Businesses should support inclusive growth and equitable development

1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details there of:

Yes, summary of initiative/projects undertaken is given below:

a) Education & Skill Building	b) Health	c) Affirmative Action
i. Adult Literacy Programme	i. MedMantra	i. BPS Employability Programme
ii. UDAAN	ii. Tata Medical Center	ii. COPA ITI Training
iii. Empower	iii. CSR Tech Team	iii. Manuski Hostel Engagement
iv. Academic Interface Programme		iv. BriDgeIT
v. Advanced Computer Training Center		v. IT Employability Programme
vi. Rural IT Quiz		vi. Other Affirmative Action Programmes
vii. IT Wiz		
viii. TCS Maitree Village development Programme		
ix. Insight		

Details of Projects Undertaken

a. Education & Skill Building

i. Adult Literacy Programme (ALP), a Computer Based Functional Literacy Programme

TCS designed the Adult Literacy Programme (ALP) by using its expertise in IT to conceptualise and develop the modules to achieve functional literacy. Today, the software is available in 9 Indian languages and 3 foreign languages namely, Northern Sotho (South Africa) and Moore (West Africa) and Arabic. Since inception, the programme has reached 2,31,178 beneficiaries which include prison inmates in New Delhi and Lucknow. The ALP is available on www.tcsion.com/ALP



Telegu being taught through TCS' Adult Literacy Program at Chouluru, Karnataka

ii. UDAAN, initiative for increasing employability of Kashmiri Youth

TCS was the first organization in India to sign an MOU with the National Skill Development Corporation (NSDC) to promote employability among youth from Jammu & Kashmir. Through a 14 week training programme designed by TCS, Udaan seeks to improve skills relevant to the industry as well as increase employment opportunities available to them. The Company trained 200 candidates in FY 15 of which 126 were offered jobs in TCS. 75% of the candidates were mobilised through Indian Army under Operation Megh Rahat, described by Armymen as their "biggest flood relief and rescue exercise so far".



TCS promoting employability among youth in Kashmir through Udaan

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iii. **EMPOWER** Through Empower, TCS aims at building capacity and capabilities of its support staff at various TCS offices. Modules for training include acquiring basic computer skills, communication through English, and other relevant soft skills. In FY15, 480 beneficiaries received training under the Empower programme across locations.

iv. **Academic Interface Programme (AIP)**

The Company commitment towards the development of faculty for academic institutes, improvement of employability of students and development of curricula as per industry requirements has been consistent. As part of Board of Studies, TCS helps 37 Boards of various institutes across the country in revamping their curriculum as per current industry trends. In addition, TCS

has signed Memorandum of Understandings with the Govt of Gujarat, Assam, Tamil Nadu, Maharashtra and Jharkhand to serve as a partner in the establishment of Indian Institute of Information Technology in Vadodara, Guwahati, Tiruchirappalli, Nagpur and Ranchi respectively. This is being done through PPP model in association with Govt. of India & other industry partners.

In FY15, 993 workshops were conducted under AIP reaching 1,51,834 students. In addition, 318 faculty development programmes were also conducted which reached 10,757 faculty.

Through TCS Research Scholarship Programme the company has been supporting 188 PhD research scholars from 33 institutes across India.



TCS encouraging faculty development in addition to student training through Academic Interface Program (AIP)

v. **Advanced Computer Training Center (ACTC)**

In an effort to promote employability among individuals with visual impairment, the Company has created a programme that offers IT-enabled vocational courses that are in sync with the industry requirements, personality development and training in corporate etiquette. This unique programme aims at bridging the gap between computer skills of persons who are visually impaired and those required by IT/ITES.

Till date, TCS has trained 156 individuals of which 121 candidates are employed with TCS and other companies. 5 of these trainees are currently pursuing higher studies.



TCS associates teaching hardware configuration to visually impaired students

vi. **TCS IT Wiz**

TCS IT Wiz, the biggest inter school IT Quiz programme in India, started in 1999

as a part of the educational Initiative to build awareness and hone IT skills for young students. The programme is the first and the largest powerful Knowledge Platform of this scale, on Information Technology for students of class 8-12. The TCS IT Wiz, which was held between August and November 2014 across 14 locations in India— Ahmedabad, Bangalore, Bhubaneswar, Chennai, Coimbatore, Delhi, Hyderabad, Indore, Kochi, Kolkata, Lucknow, Mumbai, Nagpur and Pune—witnessed over 18,432 students of class 8-12 from over 1,900 schools participating at the Regional level.

vii. **Rural IT Quiz**

TCS partnered with the Government of Karnataka to start India's first Rural IT Quiz programme in the year 2000. The Quiz aims at enhancing IT awareness among students from rural areas, promoting inclusive growth and building their confidence. The Rural IT Quiz currently reaches rural students in Madhya Pradesh, Gujarat, Maharashtra, Chattisgarh and Rajasthan. The 15th edition of the Rural IT Quiz was conducted in the states of Gujarat, Maharashtra, Madhya Pradesh, Chattisgarh, Rajasthan and Karnataka this year. The programme witnessed participation from over 8,000 schools.

viii. **TCS Maitree Village Development Programme**

TCS is working to deploy a sustainable model to improve Education, Healthcare and Environment and promote Economic Empowerment in rural areas across India.

To enhance their livelihood options in Panvel, India, TCS associates have trained 45 women in making eco-friendly jute bags through the 'Women Empowerment Programme'.



TCS Maitree volunteers encouraging entrepreneurship among women through the WEP centre

In this village more than 520 children are benefitted through the provision of a two storey school building equipped with a Science lab, a library and a solar operated Computer lab.



Students at Computer lab in Waze school, Panvel

Infrastructure for clean drinking water is also built as supplementary support. Volunteers visit the school every weekend to teach the kids conversational English, Science and Maths.

The Panvel Rural Development initiative is one of the flagship volunteering initiatives of TCS Maitree. More than 1014 people both children and adults have benefitted from these initiatives in Panvel (Maharashtra), Nainar (Tamil Nadu), Padmapur (Odisha), Challeria (UP).

ix. **InsighT**

The programme is designed to meet the ISE, CBSE and State Board syllabus and uses a case study methodology with a practical approach. InsighT seeks to promote team building, leadership, communication, and presentation skills, along with technical skills. This year, InsighT was run in 36 schools reaching 2,040 students.

b. **Health**

i. **Cancer Research Institute**

An integrated Hospital Management System and IT infrastructure which includes a comprehensive and fully integrated, web-based solution has been provided free of cost to the Cancer Institute at Chennai.

Since its inception at the Cancer Institute in 2010, the system has enabled more than 80,000 new patient registrations, over 500, 000 doctor consultations and 50,000 hospital admissions.

TCS is continuing to support Cancer Institute by continuously enhancing the system in alignment with the needs of Cancer Institute. In 2014, a new module to support the Chemotherapy function has been taken up for development. This year saw an increase of 37% in the laboratory investigations being reported in the system, a direct result of the automation of laboratory equipment interface with the Hospital Management System.

ii. Tata Medical Center (TMC)

TCS also designed and implemented a comprehensive Hospital Management System for TMC, Kolkata. TCS is providing 24x7 maintenance support services to TMC, Kolkata which includes enhancement to functions of a comprehensive Hospital Management System (HMS) and the site IT Infrastructure. Upgrade of desktops to Windows7 is in progress. A 32TB NAS storage has been added for non-HMS data archival by TMC medical staff. These activities are part of the IT Infrastructure services.

Currently a TCS sponsored Clinical Trial platform is being developed, which is expected to be in the production environment this year. For ease of communication and tracking of information flow a SMS gateway has been implemented at TMC. After a successful integration with the IP patient admission process the SMS gateway is now being integrated with other process flows in phases.

iii. Projects undertaken by the CSR Tech Team

The Tech CSR team has been instrumental in leveraging core competencies and capabilities (i.e. feasibility assessment, business & process analysis, prioritisation of aspirations, design, development and consulting) for social programmes and initiatives. Bulk of non-government organizations (NGO) struggle in visualizing and functioning with corporate style efficiencies. TCS' Tech CSR Team uses information technology (IT) as key enabler to assist such organizations and is instrumental in

analyzing and highlighting areas of improvement and suggesting processes and systems to increase efficiency for social organizations. This has assisted NGO in highlighting increased visibility of their programme activities and initiatives - to their teams, management and donors. This in turn translates into enhancement of NGOs overall experience due to increase in efficiency, credibility and accountability which is substantiated by fact based statistics. In Financial Year 2015 the Tech CSR Team has focused on supporting multiple Health based initiatives for organizations like Retina India Foundation (Indian Retina Repository) and Operation Smile (Patient Management System). Tech CSR Team has also prepared a Case Management System to assist Justice and Care in tracking human trafficking cases.

c. Affirmative Action

i. BPS Employability Programme

Since 2010, TCS has dedicated itself towards addressing this critical concern of lack of exposure to contemporary skills within the country.

TCS launched a simple yet powerful employability training programme for marginalised youth across India. This Employability Training Programme comprises of 80 to 100 hours of powerful interactive content designed to develop skills that increase their chances of finding employment.

The training provides an effective platform for the development of communication skills, corporate etiquette, interview skills, resume building and basic computer knowledge. Above all, the programme enables the trainees to become self-confident. Recruitment process for entry level jobs is conducted by TCS BPS post the training.

In the last 3 years, the programme has trained 56,631 students with a cumulative reach of 16,676 SC/ST youth through training programmes in over 160 geographic locations. Over 3,626 of these trained youth have found employment at TCS BPS.

ii. COPA ITI Training

TCS has developed a Faculty Development Programme for Industrial Training Institute Instructors. The objective of the programme is to enhance the capability of the faculty in ITIs so that the quality and course delivery is in line with the latest industry practices on the subjects

Thus far, with our technology specialists, we have trained COPA faculty from ITIs located in Uttar Pradesh, Haryana, Gujarat, West Bengal, Maharashtra, Odisha, Karnataka and Tamil Nadu. 158 Faculty from various ITIs across 8 states have been trained and certified by TCS.

iii. BriDgeIT

BriDgeIT is unique project to demonstrate the use of IT as a key enabler in school education, adult literacy and creation of entrepreneurs in Jhansi district (Bundelkhand region), Uttar Pradesh. This is a joint venture with the National Confederation of Dalit Organisations (NACDOR) who provides field level support in identifying schools and in the identification of young entrepreneurs; and Pratham as the domain expert is providing support in education domain support in child education. The programme reaches 500 school children through computer-aided learning, 250 adults through the adult literacy programme and also provides support to 5 Dalit entrepreneurs. In FY 15, number of Entrepreneurs reached was 31, number of children reached was 1471 and number of adults reached was 140.



Uma, an entrepreneur in Jhansi sponsored through TCS' BriDgeIT Program



Bridging the digital divide at Jhansi, Uttar Pradesh

iv. IT Employability Programme

Encouraged by the success of the BPS Employability Programme, in 2014 TCS embarked on a new initiative to promote employability. Students in the 5th semester of four engineering colleges in Andhra Pradesh, Karnataka, Madhya Pradesh and Maharashtra each, have received training through a specially designed 200hr module designed to promote employability in the IT sector. Students from 22 engineering colleges have been reached through this programme.

v. Other Affirmative Action Programmes

At the Manuski Hostel in Pune, TCS has sponsored the education of 40 children from socially and economically disadvantaged communities. Water filters, computers and a broadband connection have also been provided within the girls' hostel a library has been set up for the boys' hostel.



Childrens' Day at Manuski Girls Hostel

In NOIDA, TCS has associated with Vidya & Child to promote learning in Maths, English and other soft skills among children in these locations. TCS also provides financial support for meritorious students in Class XI and Class XII.

TCS has been supporting students through FAEA for the past 4 years. This year, TCS contributed INR 3,50,000 towards 5 scholarships through Foundation for Academic Excellence and Access (FAEA) to help SC/ST students studying in professional courses in leading colleges in the country.

d. Global Initiatives



Students learn the wonders of IT through TCS' goIT Program

Under the STEM "Education to Careers" banner in North America, TCS is working to create a robust framework to promote interest and careers in Science, Technology, Engineering & Math (STEM). The goIT Student Technology programme aims to increase students' interest in IT by providing in-school IT career and awareness workshops, and hands-on technology education to high school students free of cost. Since its inception in 2009, goIT has evolved from a two-school camp to a year-long programme and has impacted over 8,800+ students across 11 cities reaching 1,800 new students. goIT was launched this year in Canada. In addition, national level partnerships have been forged with leading organisations such as US 2020, Million Women Mentors and nPower. TCS' pro-bono technology platforms for US2020 and Million Women Mentors now

enable mentors to reach over 300,000 students. TCS has completed over 65 consulting projects for non-profit organizations through NPower, resulting in over \$1Million of social good. NPower through TCS' support has trained over 360 disadvantaged youth and 80 veterans, providing them with internship and job placements. President Barack Obama recognized TCS as a partner of US2020 in the 2014 'Educate to Innovate' progress report.



TCS announced partnership with US2020 at an event hosted by the Clinton Global Initiative to mobilize STEM Professionals to Mentor Students

Expansion of efforts to promote interest in IT & technology in APAC continues through Go for IT! and Work Placements Programmes. Go for IT is a 1 week structured and intensive work placement initiative designed to encourage girls to consider IT as a career. TCS employees interact with the trainees also sharing their personal experiences, providing insight into their current roles and thereby increasing the students' enthusiasm towards IT. Till date, the programmes have reached 6,500+ students. In FY15, the programmes reached 63 students, in 13 schools with associates pledging over 130 hours of volunteer time. 86% of students said that their participation in the TCS Work Experience programme has inspired them to study IT and 100% felt that their knowledge of the IT Industry has increased exponentially. TCS received the 5th Hong Kong Corporate Citizenship Award (2015). TCS associates have also designed and implemented a comprehensive IT system for Operation Smile China, which provides free surgeries to young patients with cleft palates.

In Middle East and Africa, IT awareness in schools, Graduate Development Programmes and Customer Training in IT address the global "Education to Careers" theme. Till date, 30 graduates have been trained and employed; 2 IT Training centers built for marginalised communities and 2000+ customer employees

trained. In Africa, TCS is a Level 2 BEEE contributor.

In UK TCS is seen as enthusing young people into technology through its *IT Futures*. The programme seeks to engage students at critical stages in education, while strengthening the ability of educators to deliver effective training and relevant skills. Through *IT Futures*, TCS facilitated IT application development for 160 schools, IT challenges to students through 100 school workshops, 100 work placements at TCS and 12 Universities involved in programmes where students provide IT solutions to local charities. As part of this programme, TCS is proud to be a founding donor of the Queen Elizabeth Prize for Engineering. 63% reached by IT Futures indicated that they will consider an IT career and 90% of teachers say that the programme has triggered an interest in technology. In Europe, youth summer camps and technical skill enhancements programs have been instrumental in encouraging an interest in IT. This year, goIT was also launched in Sweden & Germany.



TCS helps students get creative at the Big Bang Fair in UK

In LATAM, a programme focusing on Social & Economic empowerment of differently abled was launched. Through ENABLE 3000 Volunteering hours were invested and 21 associates hired in post the training. TCS received the Best Volunteering Company (Red Cross, Ecuador) and Company with Best Social Service Practices (Foundation Tierra Nueva of Carollo Father).

e. **Volunteering through TCS Maitree and Purpose4Life**

TCS Maitree was started with the purpose of creating a spirit of camaraderie among

TCS associates and their families. Through Maitree's core Philosophy of Together Caring & Sharing we have enkindled the "Spirit of Camaraderie" in terms of meaningful activities for TCSers, their families & the Community. This network encourages associates and their families to look upon themselves as a part of TCS' extended family.

The scope of TCS Maitree now also includes socially relevant initiatives. The initiatives undertaken promote volunteering in meaningful activities such as working with the differently abled and extra classes for under-privileged children in schools near TCS offices and Rural areas. One of the incidental objectives of TCS Maitree's Volunteering Programmes is to assist volunteers in the development of their professional and personal attributes.

TCS Purpose4Life initiative was launched in April 2014 and since then, the initiative has contributed over 2,21,000 hours with more than 35000 employees registered on the portal and over 2300 initiatives across Environment, Education and Health. TATA Trusts collaborated with TCS and other group companies (TSMG, TCE and TISS) to launch Mission Garima with an objective of improving the lives of conservancy workers of Municipal Corporation of Greater Mumbai. TCS volunteers are entrusted with Project Yukti, an innovation-cum-competition involving ideation and propagation, execution, preliminary assessment and digitization of the idea and the survey responses received from migrant workers. So far, 52 volunteers reached out to 50 municipal chowkis and pumping stations, interacted with more than 800 workers and generated over 6500 ideas.



TCS associates volunteer time to make Math and Science interesting for children in villages

f. Support to Disaster Relief

This year, the Company and associates extended support to the relief efforts of Tata Relief Committee and the PM's Relief Fund in Jammu & Kashmir Andhra Pradesh and Odisha.

2. Are the programmes/projects undertaken through in-house team? Yes through in-house team

3. Have you done any impact assessment of your initiative?

Currently, the Company monitors the reach and outcome of its CSR initiatives through monthly reports and assessments conducted by CSR regional and geographic leads.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?

In India, the Company invested ₹ 218.42 crores. in FY 2014-2015, TCS' contribution to community development projects including those overseas was ₹ 253.55.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? : Yes.

Please explain in 50 words, or so.

Initiatives conducted under CSR are tracked to determine the outcomes achieved and the benefits to the community. Internal tracking mechanisms, monthly reports and follow-up field visits, telephonic and email communications are regularly carried out. The Company has engaged highly trained employees to drive and monitor the CSR activities.

Principle 9

Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints/ consumer cases are pending as on the end of financial year.

Total number of customer complaints received during the financial year	183
Percentage of customer complaints open as on March 31, 2015	6.56%

2. Does the company display product information on the product label, over and above what is mandated as per local laws?

TCS is a software solution provider hence this question is not applicable to us.


Remarks(additional information) – None

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

As on date, there are no anti-competitive, abuse of dominant position or unfair trade practices cases pending against the Company.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

Customer satisfaction surveys are carried out on a half yearly basis. The survey is done at an account-level and measures TCS' performance on various parameters across multiple dimensions.



CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS**TO THE MEMBERS OF
TATA CONSULTANCY SERVICES LIMITED****Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of **Tata Consultancy Services Limited** ('the Company') and its subsidiaries (the Company and its subsidiaries constitute 'the Group'), which comprise the Consolidated Balance Sheet as at March 31, 2015, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the Company and its subsidiaries are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the respective assets of the Company and its subsidiaries and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of these consolidated financial statements by the Board of Directors of the Company.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors referred to in the Other Matter below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2015 and the consolidated profit and its consolidated cash flows for the year ended on that date.

Other Matter

We did not audit the financial statements of certain subsidiaries, whose financial statements reflect total assets of ₹ 9666.66 crores as at March 31, 2015, total revenues of ₹ 14404.85 crores and net cash inflows amounting to ₹ 355.62 crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ('the Order'), issued by the Central Government of India in terms of Section 143 (11) of the Act, based on the comments in the auditors' report of the Company and on the auditors' reports issued in accordance with the Order on subsidiary companies incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the Directors of the Company as on March 31, 2015, taken on record by the Board of Directors of the Company and the reports of the auditors of its subsidiary companies incorporated in India, none of the Directors of the Company and its subsidiaries, incorporated in India is disqualified as on March 31, 2015 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Group has disclosed the impact of pending litigations on the consolidated financial position of the Group in its consolidated financial statements as of March 31, 2015.
 - ii) The Group has made provisions in its consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long term contracts.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W / W-100018)

P. R. RAMESH
Partner
(Membership No. 70928)

Mumbai, April 16, 2015

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Our reporting on the Order includes subsidiary companies incorporated in India on which the auditors have reported on in accordance with the Order. Our report in respect of these subsidiaries is based solely on the reports of their auditors.

1. In respect of the fixed assets of the Company and its aforesaid subsidiaries:
 - (a) The respective entities have maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management of the respective entities in accordance with a regular programme of verification which, in our opinion and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, provides for physical verification of the fixed assets at reasonable intervals. According to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, no material discrepancies were noticed on such verification.
2. In respect of the inventories of the Company and its aforesaid subsidiaries:
 - (a) As explained to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the inventories were physically verified during the year by the Management of the respective subsidiaries at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the procedures of physical verification of inventories followed by the respective Management were reasonable and adequate in relation to the size of the Company and its respective subsidiaries and the nature of their business.
 - (c) In our opinion and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the Company and its aforesaid subsidiaries have maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
3. The Company and its aforesaid subsidiaries have not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Registers maintained under Section 189 of the Act by the respective entities.
4. In our opinion and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and its aforesaid subsidiaries and the nature of their business respectively with regard to purchase of inventory and fixed assets and the sale of goods and services. During the course of our audits and based on auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, we have not observed any major weakness in such internal control system.
5. In our opinion and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the Company and its aforesaid subsidiaries have not accepted deposits during the year and do not have any unclaimed deposits. Therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company and its aforesaid subsidiaries.
6. The provisions of clause 3 (vi) of the Order are not applicable to the Company and its aforesaid subsidiaries as the respective entities are not covered by the Companies (Cost Records and Audit) Rules, 2014.
7. According to the information and explanations given to us and based on auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, in respect of statutory dues of the Company and its aforesaid subsidiaries:
 - (a) The respective entities have generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax and Value Added Tax, Wealth Tax, Service Tax, duty of Customs, duty of Excise, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax and Value Added Tax, Wealth Tax, Service Tax, duty of Customs, duty of Excise, Cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.
 - (c) Details of dues of Income Tax, Sales Tax and Value Added Tax and Service Tax which have not been deposited as at March 31, 2015 on account of dispute are given below:

Particulars	Period to which the amount relates	Forum where the dispute is pending	Amount (₹ crores)
Income Tax	2005-06, 2008-09	Income Tax Appellate Tribunal	157.16
	2007-08, 2008-09, 2009-10, 2011-12, 2012-13	Commissioner of Income Tax (Appeals)	505.71
	2008-09	Assessing Officer	3.61

Particulars	Period to which the amount relates	Forum where the dispute is pending	Amount (₹ crores)
Sales Tax and Value Added Tax	2001-02, 2003-04, 2004-05, 2005-06, 2007-08, 2009-10, 2012-13	High court	22.82
	2002-03, 2003-04, 2004-05, 2005-06, 2006-07, 2007-08	Tribunal	7.06
	2008-09, 2009-10, 2010-11	Deputy Commissioner	7.56
	2005-06, 2009-10, 2010-11, 2011-12, 2013-14	Joint Commissioner	4.42
	2001-02, 2005-06, 2011-12	Assistant Commissioner	0.49
	2007-08, 2008-09, 2009-10	Additional Commissioner	0.02
Service Tax	2004-05, 2005-06, 2006-07, 2007-08, 2008-09, 2009-10	Appellate Tribunal	12.12
	2008-09, 2009-10	Commissioner of Service Tax (Appeals)	0.15

There were no dues of Wealth Tax, duty of Customs, duty of Excise and Cess which have not been deposited as at March 31, 2015 on account of dispute.

- (d) The Company and its aforesaid subsidiaries have been regular in transferring amounts to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 and Rules made thereunder within time.
8. The Group does not have accumulated losses. The Group has not incurred cash losses on a consolidated basis during the financial year covered by our audit and in the immediately preceding financial year.
 9. In our opinion and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the respective entities have not defaulted in repayment of dues to a bank during the year and did not have any amount outstanding to financial institutions or debenture holders.
 10. In our opinion and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the Company and its aforesaid subsidiaries have not given guarantees for loans taken by others from banks and financial institutions. Therefore, the provisions of the clause 3 (x) of the Order are not applicable to the Group.
 11. According to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, the respective entities did not avail any term loan during the year.
 12. To the best of our knowledge and belief and according to the information and explanations given to us and based on the auditors' reports issued in accordance with the Order on the aforesaid subsidiaries, no fraud by the Company and its aforesaid subsidiaries and no material fraud on the Company and its aforesaid subsidiaries has been noticed or reported during the year.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W / W-100018)

P. R. RAMESH
Partner
(Membership No. 70928)

Mumbai, April 16, 2015

Consolidated Balance Sheet as at March 31, 2015

(₹ crores)

	Note	As at March 31, 2015	As at March 31, 2014
I. EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share capital	3	195.87	195.87
(b) Reserves and surplus	4	50438.89	48998.89
		50634.76	49194.76
Minority interest		1127.76	707.99
Non-current liabilities			
(a) Long-term borrowings	5	114.27	127.26
(b) Deferred tax liabilities (net)	6 (a)	342.96	308.80
(c) Other long-term liabilities	7	825.02	743.07
(d) Long-term provisions	8	297.87	385.59
		1580.12	1564.72
Current liabilities			
(a) Short-term borrowings	9	185.56	127.09
(b) Trade payables		8830.93	5536.02
(c) Other current liabilities	10	3646.59	3621.24
(d) Short-term provisions	11	7655.16	6385.96
		20318.24	15670.31
TOTAL		73660.88	67137.78
II. ASSETS			
Non-current assets			
(a) Fixed assets	12		
(i) Tangible assets		9376.12	7034.81
(ii) Intangible assets		168.83	240.74
(iii) Capital work-in-progress		2766.37	3168.48
		12311.32	10444.03
(b) Non-current investments	13	169.18	2275.27
(c) Deferred tax assets (net)	6 (b)	593.94	420.06
(d) Long-term loans and advances	14	9154.92	7286.62
(e) Other non-current assets	15	525.30	1545.33
(f) Goodwill (on consolidation)		2093.22	2268.78
		24847.88	24240.09
Current assets			
(a) Current investments	16	1492.60	1158.47
(b) Inventories	17	16.07	15.21
(c) Unbilled revenue	18	3827.08	4005.61
(d) Trade receivables	19	20437.94	18230.40
(e) Cash and bank balances	20	18556.04	14441.84
(f) Short-term loans and advances	21	4146.45	4310.80
(g) Other current assets	22	336.82	735.36
		48813.00	42897.69
TOTAL		73660.88	67137.78
III. NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS	1-48		

As per our report attached

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Cyrus Mistry
Chairman

N. Chandrasekaran
CEO and Managing Director

Prof. Clayton M. Christensen
Director

Aman Mehta
Director

Ishaat Hussain
Director

V. Thyagarajan
Director

P. R. Ramesh
Partner

Dr. Ron Sommer
Director

Dr. Vijay Kelkar
Director

Phiroz Vandrevalla
Director

O. P. Bhatt
Director

Aarthi Subramanian
Executive Director

Rajesh Gopinathan
Chief Financial Officer

Suprakash Mukhopadhyay
Company Secretary

Mumbai, April 16, 2015

Mumbai, April 16, 2015

Consolidated Statement of Profit and Loss for the year ended March 31, 2015

(₹ crores)

	Note	2015	2014
I. Revenue from operations	23	94648.41	81809.36
(Net of excise duty of ₹ 4.09 crores (Previous year ₹ 3.15 crores))			
II. Other income (net)	24	3229.91	1636.74
TOTAL REVENUE		97878.32	83446.10
III. Expenses:			
(a) Employee benefit expense	25	38701.15	29860.01
(b) Operation and other expenses	26	31465.55	26796.56
(c) Finance costs	27	104.19	38.52
(d) Depreciation and amortisation expense	12	1798.69	1349.15
TOTAL EXPENSES		72069.58	58044.24
IV. PROFIT BEFORE EXCEPTIONAL ITEM AND TAX		25808.74	25401.86
V. Exceptional item	44	489.75	-
VI. PROFIT BEFORE TAX		26298.49	25401.86
VII. Tax expense:			
(a) Current tax	28	6275.65	6148.26
(b) Deferred tax		(28.18)	(27.14)
(c) Fringe benefit tax		0.37	0.13
(d) MAT credit entitlement	28	(9.05)	(51.26)
		6238.79	6069.99
VIII. PROFIT FOR THE YEAR BEFORE MINORITY INTEREST		20059.70	19331.87
IX. Minority interest		207.52	168.00
X. PROFIT FOR THE YEAR		19852.18	19163.87
XI. Earnings per equity share :- Basic and diluted (₹)	38	101.35	97.67
Weighted average number of equity shares (face value of ₹ 1 each)		1,95,87,27,979	1,95,87,27,979
XII. NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS	1-48		

As per our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

P. R. Ramesh
Partner

Cyrus Mistry
Chairman

Aman Mehta
Director

Dr. Ron Sommer
Director

O. P. Bhatt
Director

Suprakash Mukhopadhyay
Company Secretary

For and on behalf of the Board

N. Chandrasekaran
CEO and Managing Director

Ishaat Hussain
Director

Dr. Vijay Kelkar
Director

Aarthi Subramanian
Executive Director

Prof. Clayton M. Christensen
Director

V. Thyagarajan
Director

Phiroz Vandrevalla
Director

Rajesh Gopinathan
Chief Financial Officer

Mumbai, April 16, 2015

Mumbai, April 16, 2015

Consolidated Cash Flow Statement for the year ended March 31, 2015

	Note	2015	2014
(₹ crores)			
I CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		26298.49	25401.86
Adjustments for:			
Depreciation and amortisation expense		1308.94	1349.15
Bad debts written-off / (recovered) (net)		12.46	(5.71)
Provision of doubtful receivables (net)		158.60	90.96
Provision for doubtful advances (net)		6.42	10.17
Advances written off / (recovered) (net)		0.25	(0.12)
Diminution in value of investments (net)		1.40	-
Interest expense		104.19	38.52
Profit on sale of fixed assets (net)		(2.54)	(4.55)
Unrealised exchange loss / (gain) (net)		27.05	(68.45)
Exchange difference on translation of foreign currency cash and cash equivalents		27.26	(43.66)
Dividend income from current investments (mutual funds)		(9.49)	(9.25)
Interest income		(1596.61)	(1340.00)
Profit on redemption of mutual funds and sale of other investments (net)		(233.10)	(173.09)
Operating profit before working capital changes		26103.32	25245.83
Inventories		(0.86)	5.94
Unbilled revenue		212.76	(811.60)
Trade receivables		(2158.04)	(4015.80)
Loans and advances and other assets		(711.75)	(296.00)
Trade payables, other liabilities and provisions		3405.11	1666.67
Cash generated from operations		26850.54	21795.04
Taxes paid		(7481.76)	(7043.63)
Net cash provided by operating activities		19368.78	14751.41
II CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of fixed assets		(2949.20)	(3126.15)
Proceeds from sale of fixed assets		6.70	13.83
Acquisition of subsidiaries net of cash of ₹ 25.23 crores (March 31, 2014: ₹ 53.80 crores)		(263.65)	(452.41)
Purchase of shares from minority shareholders		(74.47)	-
Purchase of mutual funds and other investments		(67296.17)	(82613.36)
Redemption of mutual funds and sale of other investments		69360.96	81326.64
Inter-corporate deposits placed		(1797.00)	(2665.00)
Inter-corporate deposits matured		1952.00	3539.77
Fixed deposit placed with banks having original maturity over three months		(15538.60)	(12774.14)
Fixed deposit with banks matured having original maturity over three months		13064.39	5706.77
Earmarked deposits placed with banks		(195.44)	-
Earmarked deposits with banks matured		25.27	-
Dividends received from current investments (mutual funds)		9.49	9.25
Interest received		1994.40	1367.72
Net cash used in investing activities		(1701.32)	(9667.08)

Consolidated Cash Flow Statement for the year ended March 31, 2015 (Contd.)

(₹ crores)

	Note	2015	2014
III CASH FLOWS FROM FINANCING ACTIVITIES			
Redemption of preference shares		-	(100.00)
Repayment of long-term borrowings		(0.47)	(1.24)
Short-term borrowings (net)		43.41	8.44
Proceeds from other borrowings		-	117.67
Repayment of other borrowings		-	(140.02)
Dividend paid, including dividend tax		(17020.46)	(5480.07)
Dividend paid to minority shareholders of subsidiaries and dividend tax on dividend paid by subsidiaries		(85.11)	(39.96)
Interest paid		(104.98)	(38.06)
Net cash used in financing activities		(17167.61)	(5673.24)
Net increase/(decrease) in cash and cash equivalents		499.85	(588.91)
Cash and cash equivalents at the beginning of the year		1467.86	1841.36
Exchange difference on translation of foreign currency cash and cash equivalents		(105.82)	215.41
Cash and cash equivalents at the end of the year	20	1861.89	1467.86
Earmarked balances with banks		312.67	25.59
Short-term bank deposits		16381.48	12948.39
Cash and bank balances at the end of the year	20	18556.04	14441.84
Supplementary disclosure of cash flow non-cash investing activities:			
Investment in shares at cost received in settlement of trade receivables		58.87	-
Issue of shares on acquisition of subsidiary		69.05	-
IV NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS	1-48		

As per our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

P. R. Ramesh
Partner

Cyrus Mistry
Chairman

Aman Mehta
Director

Dr. Ron Sommer
Director

O. P. Bhatt
Director

Suprakash Mukhopadhyay
Company Secretary

For and on behalf of the Board

N. Chandrasekaran
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Director

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Director

Phiroz Vandrevalla
Director

Rajesh Gopinathan
Chief Financial Officer

Mumbai, April 16, 2015

Mumbai, April 16, 2015

Notes forming part of the Consolidated Financial Statements

1) CORPORATE INFORMATION

Tata Consultancy Services Limited ("the Company") and its subsidiaries (collectively referred to as "the Group") provide consulting-led integrated portfolio of information technology (IT) and IT-enabled services delivered through a network of multiple locations around the globe. The Group's full services portfolio consists of IT and Assurance Services, Business Intelligence and Performance Management, Business Process Services, Cloud Services, Connected Marketing Solutions, Consulting, Eco-sustainability Services, Engineering and Industrial Services, Enterprise Security and Risk Management, Enterprise Solutions, ION -Small and Medium Businesses, IT Infrastructure Services, Mobility Products and Services and Platform Solutions.

As at March 31, 2015, Tata Sons Limited owned 73.69 % of the Company's equity share capital and has the ability to control its operating and financial policies. The Company's registered office is in Mumbai and it has 60 subsidiaries across the globe.

2) SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

b) Principles of consolidation

The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as of the Company.

The consolidated financial statements have been prepared on the following basis:

- i) The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. Inter-company balances and transactions and unrealised profits or losses have been fully eliminated.
- ii) The share of profit / loss of associate companies is accounted under the 'Equity method' as per which the share of profit / loss of the associate company has been adjusted to the cost of investment. An associate is an enterprise in which the investor has significant influence and which is neither a subsidiary nor a joint venture.
- iii) The excess of the cost to the parent of its investments in a subsidiary over the parent's portion of equity at the date on which investment in the subsidiary is made, is recognised as 'Goodwill (on consolidation)'. When the cost to the parent of its investment in a subsidiary is less than the parent's portion of equity of the subsidiary at the date on which investment in the subsidiary is made, the difference is treated as 'Capital Reserve (on consolidation)' in the consolidated financial statements.
- iv) Minority interest in the net assets of consolidated subsidiaries consists of the amount of equity attributable to the minority shareholders at the dates on which investments in the subsidiary companies are made and further movements in their share in the equity, subsequent to the dates of investments.
- v) On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

c) Use of estimates

The preparation of financial statements requires the management of the Group to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Example of such estimates include provision for doubtful receivables, employee benefits, provision for income taxes, accounting for contract costs expected to be incurred, the useful lives of depreciable fixed assets and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialise.

d) Fixed Assets

Fixed assets are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the assets to its present location and condition.

Fixed assets exclude computers and other assets individually costing ₹ 50,000 or less which are not capitalised except when they are part of a larger capital investment programme.

e) Depreciation / Amortisation

In respect of fixed assets (other than freehold land and capital work-in-progress) acquired during the year, depreciation / amortisation is charged on a straight line basis so as to write off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014, the carrying amount as on April 1, 2014 is depreciated over the remaining useful life based on an evaluation.

Notes forming part of the Consolidated Financial Statements

Type of asset	Period
Leasehold land and buildings	Lease period
Freehold buildings	20 years
Factory buildings	20 years
Leasehold improvements	Lease period
Plant and machinery	10 years
Computer equipment	4 years
Vehicles	4 years
Office equipment	5 years
Electrical installations	10 years
Furniture and fixtures	5 years
Goodwill	12 years
Acquired contract rights	12 years
Intellectual property / distribution rights	5 Years
Rights under licensing agreement and software licenses	License period

Fixed assets purchased for specific projects are depreciated over the period of the project or the useful life stated above, whichever is shorter.

f) Leases

Where the Group, as a lessor, leases assets under finance lease, such amounts are recognised as receivables at an amount equal to the net investment in the lease and the finance income is based on a constant rate of return on the outstanding net investment.

Assets taken on lease by the Group in its capacity as lessee, where the Group has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vests with the lessor, are recognised as operating lease. Lease rentals under operating lease are recognised in the statement of profit and loss on a straight-line basis.

g) Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and risks specific to the asset.

Reversal of impairment loss is recognised as income in the statement of profit and loss.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment annually or more frequently when there is indication for impairment. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

h) Investments

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in mutual funds are stated at the lower of cost and fair value.

i) Employee benefits

i) Post-employment benefit plans

Contributions to defined contribution retirement benefit schemes are recognised as expense when employees have rendered services entitling them to such benefits.

Notes forming part of the Consolidated Financial Statements

For defined benefit schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the statement of profit and loss for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested or amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

ii) Other employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the service. These benefits include compensated absences such as paid annual leave, overseas social security contributions and performance incentives.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

j) Revenue recognition

Revenue from contracts priced on a time and material basis are recognised when services are rendered and related costs are incurred.

Revenue from turnkey contracts, which are generally time bound fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable.

Revenue from the sale of equipments are recognised upon delivery, which is when the title passes to the customer.

Revenue from sale of software licenses are recognised upon delivery.

Revenue from maintenance contracts are recognised on pro-rata basis over the period of the contract.

In respect of Business Process Services, revenue on time and material and unit priced contracts is recognised as the related services are rendered, whereas revenue from fixed price contracts is recognised using the proportionate completion method with contract cost determining the degree of completion.

Revenue is reported net of discounts.

Dividend is recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

k) Taxation

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company and its Indian subsidiaries will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

In the event of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available to realise such assets. In other situations, deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realise these assets.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Group is able to and intends to settle the asset and liability on a net basis.

The Group offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

Notes forming part of the Consolidated Financial Statements

l) Foreign currency transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities other than net investments in non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date and the exchange gains or losses are recognised in the statement of profit and loss. Exchange difference arising on a monetary item that, in substance, forms part of an enterprise's net investments in a non-integral foreign operation are accumulated in a foreign currency translation reserve.

Premium or discount on foreign exchange forward, option and futures contracts are amortised and recognised in the statement of profit and loss over the period of the contract. Foreign exchange forward, option and future contracts outstanding at the balance sheet date, other than designated cash flow hedges, are stated at fair values and any gains or losses are recognised in the statement of profit and loss.

For the purpose of consolidation, income and expenses are translated at average rates and the assets and liabilities are stated at closing rate. The net impact of such change is accumulated under foreign currency translation reserve.

m) Derivative instruments and hedge accounting

The Group uses foreign exchange forward, option and futures contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The Group designates these hedging instruments as cash flow hedges.

The use of hedging instruments is governed by the Group's policies approved by the Board of Directors, which provide written principles on the use of such financial derivatives consistent with the Group's risk management strategy.

Hedging instruments are initially measured at fair value, and are remeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of future cash flows are recognised directly in shareholders' funds and the ineffective portion is recognised immediately in the statement of profit and loss. The Group separates the intrinsic value and time value of an option and designates as hedging instruments only the fair value change in the intrinsic value of the option. The change in fair value of the time value of derivative instruments is accumulated in hedging reserve, a component of shareholders' funds and is transferred to statement of profit and loss when the forecast transaction occurs.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the statement of profit and loss as they arise.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Cumulative gain or loss on the hedging instrument recognised in shareholders' funds is retained there and is transferred to statement of profit and loss when the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in shareholders' funds is transferred to the statement of profit and loss.

n) Inventories

Raw materials, sub-assemblies and components are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realisable value. Stores and spare parts are carried at the lower of cost and net realisable value. Finished goods produced or purchased by the Group are carried at the lower of cost and net realisable value. Cost includes direct material and labour cost and a proportion of manufacturing overheads.

o) Government grants

Government grants are recognised when there is reasonable assurance that the Group will comply with the conditions attached to them and the grants will be received.

Government grants whose primary condition is that the Group should purchase, construct or otherwise acquire capital assets are presented by deducting them from the carrying value of the assets. The grant is recognised as income over the life of a depreciable asset by way of a reduced depreciation charge.

Other government grants are recognised as income over the periods necessary to match them with the costs for which they are intended to compensate, on a systematic and rational basis.

p) Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Group has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

q) Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

Notes forming part of the Consolidated Financial Statements

3) SHARE CAPITAL

The Authorised, Issued, Subscribed and Fully paid-up share capital comprises of equity shares and redeemable preference shares having a par value of ₹ 1 each as follows:

		(₹ crores)	
		As at March 31, 2015	As at March 31, 2014
Authorised			
(i)	420,05,00,000 equity shares of ₹ 1 each (March 31, 2014 : 420,05,00,000 equity shares of ₹ 1 each)	420.05	420.05
(ii)	105,02,50,000 redeemable preference shares of ₹ 1 each (March 31, 2014 : 105,02,50,000 redeemable preference shares of ₹ 1 each)	105.03	105.03
		525.08	525.08
Issued, Subscribed and Fully paid-up			
	195,87,27,979 equity shares of ₹ 1 each (March 31, 2014 : 195,87,27,979 equity shares of ₹ 1 each)	195.87	195.87
		195.87	195.87

The Authorised share capital was increased to 420,05,00,000 equity shares of ₹ 1 each and 105,02,50,000 redeemable preference shares of ₹ 1 each pursuant to the amalgamation of two wholly-owned subsidiaries, Retail FullServe Limited and Computational Research Laboratories Limited vide Order dated March 22, 2013 and TCS e-Serve Limited vide order dated September 6, 2013 of the Hon'ble High Court of Judicature at Bombay .

a) Reconciliation of number of shares

	As at March 31, 2015		As at March 31, 2014	
	Number of shares	Amount (₹ crores)	Number of shares	Amount (₹ crores)
Equity shares				
Opening balance	195,87,27,979	195.87	195,72,20,996	195.72
Issued during the year	-	-	15,06,983	0.15
Closing balance	195,87,27,979	195.87	195,87,27,979	195.87
Preference shares				
Opening balance	-	-	100,00,00,000	100.00
Redeemed during the year	-	-	(100,00,00,000)	(100.00)
Closing balance	-	-	-	-

b) Rights, preferences and restrictions attached to shares

Equity shares

The Company has one class of equity shares having a par value of ₹ 1 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Preference shares

Preference shares carried a fixed cumulative dividend of 1% per annum and a variable non-cumulative dividend of 1% of the difference between the rate of dividend declared during the year on the equity shares of the Company and the average rate of dividend declared on the equity shares of the Company for three years preceding the year of issue of the redeemable preference shares.

Notes forming part of the Consolidated Financial Statements

c) Shares held by Holding company, its Subsidiaries and Associates

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
Equity shares		
Holding company		
144,34,51,698 equity shares (March 31, 2014 : 144,34,51,698 equity shares) are held by Tata Sons Limited	144.35	144.35
Subsidiaries and Associates of Holding company		
10,29,700 equity shares (March 31, 2014 : 10,29,700 equity shares) are held by Tata Industries Limited	0.10	0.10
5,90,452 equity shares (March 31, 2014 : 5,90,452 equity shares) are held by Tata Investment Corporation Limited	0.06	0.06
200 equity shares (March 31, 2014 : 200 equity shares) are held by Tata Capital Limited*	-	-
83,232 equity shares (March 31, 2014 : 83,232 equity shares) are held by Tata International Limited	0.01	0.01
24,400 equity shares (March 31, 2014 : Nil equity shares) are held by Tata Steel Limited*	-	-
452 equity shares (March 31, 2014 : 452 equity shares) are held by The Tata Power Company Limited*	-	-
Total	144.52	144.52

* Equity shares having value less than ₹ 50,000

d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2015	As at March 31, 2014
Equity shares		
Tata Sons Limited, the Holding company	144,34,51,698	144,34,51,698
	73.69%	73.69%

e) Equity shares allotted as fully paid up (during 5 years preceding March 31, 2015) including equity shares issued pursuant to contract without payment being received in cash

15,06,983 equity shares of ₹ 1 each have been issued to the shareholders of TCS e-Serve Limited in terms of the composite scheme of arrangement ("the Scheme") sanctioned by the High Court of Judicature at Bombay vide their order dated September 6, 2013.

Notes forming part of the Consolidated Financial Statements

4) RESERVES AND SURPLUS

Reserves and surplus consist of the following:

	As at March 31, 2015	As at March 31, 2014
	(₹ crores)	
(a) Capital reserve (on consolidation)		
(i) Opening balance	24.50	24.50
(ii) Addition during the year (net) (Refer Note 30(a))	50.76	-
	<u>75.26</u>	<u>24.50</u>
(b) Capital redemption reserve		
(i) Opening balance	157.52	0.40
(ii) Transferred from surplus in statement of profit and loss	255.57	157.12
	<u>413.09</u>	<u>157.52</u>
(c) Securities premium reserve		
(i) Opening balance	1918.87	1918.47
(ii) Transferred on amalgamation	-	0.40
	<u>1918.87</u>	<u>1918.87</u>
(d) Foreign currency translation reserve		
(i) Opening balance	1547.78	972.11
(ii) (Deduction) / Addition during the year (net)	(496.61)	575.67
	<u>1051.17</u>	<u>1547.78</u>
(e) Hedging reserve (Refer Note 41)		
(i) Opening balance	29.64	46.11
(ii) Addition / (Deduction) during the year (net)	121.11	(16.47)
	<u>150.75</u>	<u>29.64</u>
(f) General reserve		
(i) Opening balance	5742.39	5841.80
(ii) Adjustment on amalgamation (Refer Note 30(h))	1.15	(1982.82)
(iii) Transferred from surplus in statement of profit and loss	1953.64	1883.41
	<u>7697.18</u>	<u>5742.39</u>
(g) Statutory reserve		
(i) Opening balance	73.68	16.65
(ii) Transferred from surplus in statement of profit and loss	46.24	57.03
	<u>119.92</u>	<u>73.68</u>
(h) Surplus in statement of profit and loss		
(i) Opening balance	39504.51	29529.97
(ii) Add : Profit for the year	19852.18	19163.87
	<u>59356.69</u>	<u>48693.84</u>
(iii) Less : Appropriations		
(a) Interim dividends on equity shares	10772.92	2349.87
(b) Proposed final dividend on equity shares	4700.95	3917.46
(c) Dividend on redeemable preference shares	-	28.76
(d) Tax on dividend	2635.69	795.68
(e) Write back of tax on dividend of prior year	(20.97)	-
(f) Capital redemption reserve	255.57	157.12
(g) General reserve	1953.64	1883.41
(h) Statutory reserve	46.24	57.03
	<u>39012.65</u>	<u>39504.51</u>
	<u>50438.89</u>	<u>48998.89</u>

The Board of Directors at their meeting held on April 16, 2015 recommended a final dividend of ₹ 24 per equity share.

Notes forming part of the Consolidated Financial Statements

5) LONG-TERM BORROWINGS

Long-term borrowings consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Secured loans		
Long-term maturities of obligations under finance lease (Refer Note 36)	113.69	126.21
(b) Unsecured loans		
Borrowings from entity other than banks	0.58	1.05
	114.27	127.26

Obligations under finance lease are secured against fixed assets obtained under finance lease arrangements.

6) DEFERRED TAX BALANCES

Deferred tax balances consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Deferred tax liabilities (net)		
(i) Foreign branch profit tax	256.03	217.88
(ii) Depreciation and amortisation	25.11	16.40
(iii) Employee benefits	(0.61)	(0.95)
(iv) Provision for doubtful receivables, loans and advances	(0.17)	(0.11)
(v) Others	62.60	75.58
	342.96	308.80
(b) Deferred tax assets (net)		
(i) Depreciation and amortisation	(129.55)	(57.98)
(ii) Employee benefits	293.57	211.20
(iii) Operating lease liabilities	83.10	72.19
(iv) Provision for doubtful receivables, loans and advances	158.07	112.70
(v) Others	188.75	81.95
	593.94	420.06

7) OTHER LONG-TERM LIABILITIES

Other long-term liabilities consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Capital creditors	67.53	92.27
(b) Operating lease liabilities	344.51	292.71
(c) Others	412.98	358.09
	825.02	743.07

Others include advance taxes paid of ₹ 333.28 crores (March 31, 2014: ₹ 333.28 crores) by the seller of TCS e-Serve Limited which, on refund by tax authorities, is payable to the seller.

8) LONG-TERM PROVISIONS

Long-term provisions consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Provision for employee benefits		
(i) Gratuity	21.50	158.78
(ii) Foreign defined benefit plans	140.42	74.17
(iii) Other post retirement benefits	41.47	41.96
(b) Provision for foreseeable loss on a long-term contract	94.48	110.68
	297.87	385.59

Notes forming part of the Consolidated Financial Statements

9) SHORT-TERM BORROWINGS

Short-term borrowings consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Secured loans		
Borrowings from entity other than banks	-	33.58
(b) Unsecured loans		
Loans repayable on demand from banks	-	93.51
Overdraft from bank	185.56	-
	<u>185.56</u>	<u>127.09</u>

Secured loans from other parties were secured against trade receivables.

10) OTHER CURRENT LIABILITIES

Other current liabilities consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Current maturities of long-term debt	0.47	0.47
(b) Current maturities of obligations under finance lease (Refer Note 36)	57.40	42.05
(c) Interest accrued but not due on borrowings	0.48	1.27
(d) Income received in advance	1062.31	1050.73
(e) Unclaimed dividends	19.77	13.82
(f) Advance received from customers	130.76	62.81
(g) Operating lease liabilities	57.50	37.09
(h) Fair values of foreign exchange forward, option and future contracts secured against trade receivables	19.75	22.95
(i) Statutory liabilities	1143.66	1179.52
(j) Capital creditors	337.41	487.53
(k) Liabilities for cost related to customer contracts	727.79	648.11
(l) Other payables	89.29	74.89
	<u>3646.59</u>	<u>3621.24</u>

Obligations under finance lease are secured against fixed assets obtained under finance lease arrangements.

11) SHORT-TERM PROVISIONS

Short-term provisions consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Provision for employee benefits	1356.15	1046.90
(b) Proposed final dividend on equity shares	4700.95	3917.46
(c) Proposed dividend on redeemable preference shares	-	28.76
(d) Tax on dividend	947.68	683.13
(e) Current income taxes (net)	547.34	672.10
(f) Provision for foreseeable loss on a long-term contract	103.04	37.61
	<u>7655.16</u>	<u>6385.96</u>

Provision for employee benefits includes provision for compensated absences and other short-term employee benefits.

Notes forming part of the Consolidated Financial Statements

12) FIXED ASSETS

Fixed assets consist of the following:

(i) Tangible assets

Description	Freehold land	Leasehold land	Freehold buildings	Factory buildings	Leasehold buildings	Leasehold Improvements	Plant and machinery	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
Gross block as at April 1, 2014	346.13	216.58	3508.02	2.77	14.62	1289.89	10.29	4166.29	27.80	1513.11	1050.35	1016.55	13162.40
Additions	343.59	201.07	2889.61	2.77	14.59	1052.17	10.67	3547.79	26.79	1248.20	900.06	759.03	10996.34
Assets acquired on acquisition	0.30	1.01	1302.64	-	-	260.68	116.40	964.06	4.72	237.28	245.36	255.84	3388.29
	0.64	15.51	612.44	-	0.03	273.53	-	678.12	3.16	265.53	166.17	250.54	2265.67
Deletions / Adjustments	-	-	-	-	-	164.04	-	71.98	-	31.37	4.52	0.74	272.65
	-	-	-	-	-	-	-	3.42	0.15	-	-	5.00	8.57
Translation exchange difference	0.83	-	(0.34)	-	-	1.94	(0.01)	(65.49)	(3.95)	(10.15)	(0.82)	0.70	(78.12)
	1.90	-	(0.08)	-	-	(51.12)	(0.38)	(112.62)	(2.39)	(8.46)	(13.88)	(8.29)	(197.22)
Gross block as at March 31, 2015	347.26	217.59	4812.98	2.77	14.62	1678.04	126.68	5072.69	28.37	1768.86	1294.77	1259.32	16623.95
Accumulated depreciation as at April 1, 2014	346.13	216.58	3508.02	2.77	14.62	1289.89	10.29	4166.29	27.80	1513.11	1050.35	1016.55	13162.40
Depreciation for the year	-	(16.28)	(602.45)	(1.43)	(12.63)	(634.31)	(10.27)	(2894.92)	(17.78)	(672.31)	(484.14)	(781.07)	(6127.59)
	-	(13.30)	(469.53)	(1.23)	(11.44)	(544.99)	(10.60)	(2411.87)	(16.36)	(545.32)	(407.83)	(572.16)	(5004.63)
Deletions / Adjustments	-	(3.07)	100.13	(0.08)	(0.41)	(182.39)	(5.99)	(743.06)	(6.03)	(301.35)	(3.97)	(100.98)	(1247.20)
	-	(2.98)	(132.20)	(0.20)	(1.21)	(131.97)	(0.05)	(566.28)	(3.16)	(136.32)	(96.81)	(212.60)	(1283.98)
Translation exchange difference	-	-	0.08	-	-	0.18	0.01	61.57	3.82	6.41	0.41	1.65	74.13
	-	-	0.05	-	0.02	50.10	0.38	108.19	1.83	12.72	17.89	7.45	198.63
Accumulated depreciation as at March 31, 2015	-	(19.35)	(502.74)	(1.51)	(13.04)	(805.04)	(16.25)	(3541.19)	(19.80)	(966.99)	(486.58)	(875.34)	(7247.83)
	-	(16.28)	(602.45)	(1.43)	(12.63)	(634.31)	(10.27)	(2894.92)	(17.78)	(672.31)	(484.14)	(781.07)	(6127.59)
Net book value as at March 31, 2015	347.26	198.24	4310.24	1.26	1.58	873.00	110.43	1531.50	8.57	801.87	808.19	383.98	9376.12
	346.13	200.30	2905.57	1.34	1.99	655.58	0.02	1271.37	10.02	840.80	566.21	235.48	7034.81

Notes forming part of the Consolidated Financial Statements

12) FIXED ASSETS (contd.)

(ii) Intangible assets

(₹ crores)

Description	Goodwill on acquisition	Acquired contract rights	Intellectual property / distribution rights	Rights under licensing agreement and software licenses	Total
Gross block as at April 1, 2014	327.64	252.46	13.51	141.40	735.01
	<i>270.10</i>	<i>208.12</i>	<i>12.93</i>	<i>135.50</i>	<i>626.65</i>
Additions	-	-	-	1.97	1.97
	-	-	<i>0.58</i>	<i>6.88</i>	<i>7.46</i>
Assets acquired on acquisition	-	-	-	-	-
	-	-	-	<i>2.37</i>	<i>2.37</i>
Deletions / Adjustments	-	-	-	(0.17)	(0.17)
	-	-	-	<i>(3.22)</i>	<i>(3.22)</i>
Translation exchange difference	(24.09)	(18.56)	(0.06)	(2.00)	(44.71)
	<i>57.54</i>	<i>44.34</i>	-	<i>(0.13)</i>	<i>101.75</i>
Gross block as at March 31, 2015	303.55	233.90	13.45	141.20	692.10
	<i>327.64</i>	<i>252.46</i>	<i>13.51</i>	<i>141.40</i>	<i>735.01</i>
Accumulated amortisation as at April 1, 2014	(218.97)	(168.76)	(12.43)	(94.11)	(494.27)
	<i>(158.01)</i>	<i>(121.78)</i>	<i>(11.82)</i>	<i>(80.24)</i>	<i>(371.85)</i>
Amortisation for the year	(26.91)	(20.74)	(0.68)	(13.41)	(61.74)
	<i>(26.51)</i>	<i>(20.43)</i>	<i>(0.61)</i>	<i>(17.62)</i>	<i>(65.17)</i>
Deletions / Adjustments	-	-	-	-	-
	-	-	-	<i>3.42</i>	<i>3.42</i>
Translation exchange difference	17.72	13.65	-	1.37	32.74
	<i>(34.45)</i>	<i>(26.55)</i>	-	<i>0.33</i>	<i>(60.67)</i>
Accumulated amortisation as at March 31, 2015	(228.16)	(175.85)	(13.11)	(106.15)	(523.27)
	<i>(218.97)</i>	<i>(168.76)</i>	<i>(12.43)</i>	<i>(94.11)</i>	<i>(494.27)</i>
Net book value as at March 31, 2015	75.39	58.05	0.34	35.05	168.83
	<i>108.67</i>	<i>83.70</i>	<i>1.08</i>	<i>47.29</i>	<i>240.74</i>

(iii) Capital work-in-progress

(₹ crores)

Description	Total
Capital work-in-progress	2766.37
	<i>3168.48</i>

Previous years' figures are in italics.

Notes

- Freehold buildings include ₹ 2.67 crores (March 31, 2014: ₹ 2.67 crores) being value of investment in shares of Co-operative Housing Societies and Limited Companies.
- Legal formalities relating to conveyance of freehold buildings having net book value ₹ 5.18 crores (March 31, 2014: ₹ 9.81 crores) are pending completion.
- Net book value of computer equipment of ₹ 78.84 crores (March 31, 2014: ₹ 86.01 crores), leasehold improvements of ₹ 56.65 crores (March 31, 2014: ₹ 67.13 crores), office equipment of ₹ 2.11 crores (March 31, 2014: ₹ Nil) and electrical installations of ₹ 3.01 crores (March 31, 2014: ₹ Nil) are under finance lease.
- Previous year's deletions/adjustments include ₹ 10.89 crores arising on realignment of depreciation policies of TCS e-Serve Limited and TCS e-Serve International Limited's SEZ undertaking consequent to the amalgamation with the Company, primarily including adjustment to office equipment for ₹ 6.46 crore and electrical installations ₹ 6.22 crores.
- Fixed assets acquired on acquisition of IT Frontier Corporation which was renamed as Tata Consultancy Services Japan, Ltd., include Capital work in progress of ₹ 54.77 crores, which was subsequently capitalised.

Notes forming part of the Consolidated Financial Statements

13) NON-CURRENT INVESTMENTS

Non-current investments consist of the following:

	(₹ crores)	
	As at March 31, 2015	As at March 31, 2014
(a) TRADE INVESTMENTS (at cost)		
Fully paid equity shares (unquoted)		
National Power Exchange Limited	1.40	1.40
Philippine Dealing System Holdings Corporation	5.63	5.41
Taj Air Limited	19.00	19.00
ALMC HF*	-	-
KOOH Sports Private Limited	3.00	3.00
RuralShores Business Services Private Limited*	-	-
FCM LLC	46.93	-
Fully paid preference shares (unquoted)		
RuralShores Business Services Private Limited	25.00	25.00
Mozido LLC	62.58	-
Fully paid equity shares (quoted)		
Yodlee, Inc. (listed during the year)	-	-
(b) OTHER INVESTMENTS		
Debentures and bonds (unquoted)	0.12	2190.22
Government securities (unquoted)	-	25.00
Mutual funds and other funds (unquoted)	7.04	6.36
	170.70	2275.39
Less: Provision for diminution in value of investments	(1.52)	(0.12)
	169.18	2275.27
(i) Market value of quoted investments	3.91	-
(ii) Book value of quoted investments	-	-
(iii) Book value of unquoted investments (net of provision)	169.18	2275.27

* Non-current investments having a value of less than ₹ 50,000.

14) LONG-TERM LOANS AND ADVANCES

Long-term loans and advances consist of the following:

	(₹ crores)	
	As at March 31, 2015	As at March 31, 2014
(a) Secured, considered good		
Loans and advances to employees	0.15	0.22
(b) Unsecured, considered good		
(i) Capital advances	206.71	356.97
(ii) Security deposits	665.02	615.66
(iii) Loans and advances to employees	8.90	7.06
(iv) Loans and advances to related parties	3.13	128.13
(v) Advance tax (including refunds receivable) (net)	4092.34	3067.16
(vi) MAT credit entitlement	1899.76	1885.46
(vii) Indirect tax recoverable	52.49	54.76

Notes forming part of the Consolidated Financial Statements

14) LONG-TERM LOANS AND ADVANCES (contd.)

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(viii) Inter-corporate deposits	1572.00	858.00
(ix) Prepaid expenses	534.25	217.66
(x) Other amounts recoverable in cash or kind or for value to be received	120.17	95.54
(c) Unsecured, considered doubtful		
Security deposits	0.31	0.31
Less : Provision for doubtful security deposits	(0.31)	(0.31)
	9154.92	7286.62
Loans and advances to related parties comprise:		
Tata Sons Limited	2.74	2.74
Tata Realty and Infrastructure Limited	0.39	45.39
Tata Capital Financial Services Limited	-	80.00

15) OTHER NON-CURRENT ASSETS

Other non-current assets consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Interest receivable	24.37	34.55
(b) Long-term bank deposits	500.08	1477.25
(c) Earmarked balances with banks	0.41	25.06
(d) Others	0.44	8.47
	525.30	1545.33

Others include discount on bonds and debentures receivable on maturity of ₹ Nil (March 31, 2014: ₹ 8.47 crores).

16) CURRENT INVESTMENTS

Current investments consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Investment in mutual funds (unquoted)	1492.60	423.63
(b) Investment in bonds (quoted)	-	6.97
(c) Investment in debentures and bonds (unquoted)	-	727.87
	1492.60	1158.47
(i) Market value of quoted investments	-	7.58
(ii) Book value of quoted investments	-	6.97
(iii) Book value of unquoted investments	1492.60	1151.50

Notes forming part of the Consolidated Financial Statements

17) INVENTORIES

Inventories consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Raw materials, sub-assemblies and components	12.17	8.32
(b) Finished goods and Work-in-progress	2.16	4.90
(c) Stores and spares	1.74	1.99
	16.07	15.21

Inventories are carried at the lower of cost and net realisable value.

18) UNBILLED REVENUE

Unbilled revenue as at March 31, 2015, amounting to ₹ 3827.08 crores (March 31, 2014 : ₹ 4005.61 crores) primarily includes revenue recognised in relation to efforts incurred on turnkey contracts priced on a fixed time, fixed price basis.

19) TRADE RECEIVABLES

Trade receivables (Unsecured) consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Over six months from the date they were due for payment		
(i) Considered good	1469.78	1460.46
(ii) Considered doubtful	422.94	298.20
(b) Others		
(i) Considered good	18968.16	16769.94
(ii) Considered doubtful	24.67	-
	20885.55	18528.60
Less: Provision for doubtful receivables	(447.61)	(298.20)
	20437.94	18230.40

20) CASH AND BANK BALANCES

Cash and bank balances consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Cash and cash equivalents		
(i) Balances with banks		
In current accounts	1443.19	880.91
In deposit accounts with original maturity less than three months	352.86	537.34
(ii) Cheques on hand	50.85	16.59
(iii) Cash on hand	1.43	2.55
(iv) Remittances in transit	13.56	30.47
	1861.89	1467.86
(b) Other bank balances		
(i) Earmarked balances with banks	312.67	25.59
(ii) Short-term bank deposits	16381.48	12948.39
	18556.04	14441.84

Notes forming part of the Consolidated Financial Statements

21) SHORT-TERM LOANS AND ADVANCES

Short-term loans and advances consist of the following:

	(₹ crores)
	As at March 31, 2015
	As at March 31, 2014
(a) Secured, considered good	
Loans and advances to employees	0.16
(b) Unsecured, considered good	
(i) Loans and advances to employees	335.48
(ii) Loans and advances to related parties	0.01
(iii) Advance tax (including refunds receivable) (net)	74.93
(iv) MAT credit entitlement	5.25
(v) Security deposits	126.94
(vi) Indirect tax recoverable	308.76
(vii) Inter-corporate deposits	1083.00
(viii) Prepaid expenses	1512.13
(ix) Advance to Suppliers	109.57
(x) Fair values of foreign exchange forward, option and future contracts	365.38
(xi) Other amounts recoverable in cash or kind or for value to be received	224.84
(c) Unsecured, considered doubtful	
(i) Loans and advances to employees	51.46
(ii) Security Deposits	4.65
(iii) Indirect tax recoverable	1.74
(iv) Advance to suppliers	4.79
(v) Other amounts recoverable in cash or kind or for value to be received	3.29
Less : Provision for doubtful loans and advances	(65.93)
	4146.45
Loans and advances to related parties comprise:	
Tata Realty and Infrastructure Limited	-
Tata AIG General Insurance Company Limited	0.01
Tata Housing Development Company Limited	-
Tata Capital Financial Services Limited	-
Infiniti Retail Limited	-

22) OTHER CURRENT ASSETS

Other current assets consist of the following:

	(₹ crores)
	As at March 31, 2015
	As at March 31, 2014
(a) Interest receivable	331.93
(b) Others	4.89
	336.82

Others include discount on bonds and debentures receivable on maturity of ₹ Nil (March 31, 2014: ₹ 5.16 crores).

Notes forming part of the Consolidated Financial Statements

23) REVENUE FROM OPERATIONS

Revenue from operations consist of revenue from:

(₹ crores)

	2015	2014
(a) Information technology and consultancy services	92701.70	80139.84
(b) Sale of equipment and software licences	1946.71	1669.52
	94648.41	81809.36

24) OTHER INCOME (NET)

Other income (net) consist of the following:

(₹ crores)

	2015	2014
(a) Interest income	1596.61	1340.00
(b) Dividend from current investments (mutual funds)	9.49	9.25
(c) Profit on redemption of mutual funds and sale of other investments (net)	233.10	173.09
(d) Rent	18.45	17.62
(e) Profit on sale of fixed assets (net)	2.54	4.55
(f) Exchange gain (net)	1308.47	17.62
(g) Miscellaneous income	61.25	74.61
	3229.91	1636.74
Interest income comprise :		
Interest on bank deposits	1198.85	728.13
Interest on inter-corporate deposits	272.07	337.70
Interest on long-term bonds and debentures	120.99	254.60
Others	4.70	19.57
Profit on redemption of mutual funds and sale of other investments (net) comprise:		
From other long-term investments (net)	24.78	0.36
From current investments (net)	208.32	172.73
Exchange gain/ (loss) (net) include:		
Gain/ (loss) on foreign exchange forward and currency option contracts which have been designated as Cash Flow Hedges (Refer Note 41)	344.60	(751.93)

25) EMPLOYEE BENEFIT EXPENSE

Employee benefit expense consist of the following:

(₹ crores)

	2015	2014
(a) Salaries and incentives (Refer Note 45)	34063.91	26148.72
(b) Contributions to: (Refer Note 32)		
(i) Provident fund and pension fund	606.47	564.35
(ii) Superannuation scheme	222.44	191.74
(iii) Gratuity fund	305.62	132.26
(iv) Social security and other plans for overseas employees	1519.76	1125.52
(c) Staff welfare expenses	1982.95	1697.42
	38701.15	29860.01

Notes forming part of the Consolidated Financial Statements

26) OPERATION AND OTHER EXPENSES

Operation and other expenses consist of the following:

	(₹ crores)	
	2015	2014
(a) Overseas business expenses	13363.91	11636.42
(b) Services rendered by business associates and others	6220.25	4938.37
(c) Software, hardware and material costs	3835.83	3088.68
(d) Communication expenses	1056.06	874.04
(e) Travelling and conveyance expenses	1261.25	1046.75
(f) Rent	1569.46	1421.27
(g) Legal and professional fees	596.30	613.61
(h) Repairs and maintenance	705.00	499.11
(i) Electricity expenses	573.87	527.10
(j) Bad debts written-off / (recovered) (net)	12.46	(5.71)
(k) Provision for doubtful receivables (net)	158.60	90.96
(l) Advances written off / (recovered) (net)	0.25	(0.12)
(m) Provision for doubtful advances (net)	6.42	10.17
(n) Recruitment and training expenses	360.94	303.46
(o) Diminution in value of investments (net)	1.40	-
(p) Printing and stationery	97.76	93.33
(q) Insurance	70.41	61.13
(r) Rates and taxes	119.08	108.19
(s) Entertainment	71.93	60.20
(t) Other expenses	1384.37	1429.60
	31465.55	26796.56
(i) Overseas business expenses includes:		
Travel expenses	1140.71	1007.88
Employee allowances	12223.20	10626.29
(ii) Repairs and maintenance includes:		
Buildings	267.25	250.08
Office and computer equipment	427.95	243.42

27) FINANCE COSTS

Finance costs consist of the following:

	(₹ crores)	
	2015	2014
Interest expense	104.19	38.52
	104.19	38.52

- 28)** Current tax is adjusted for the effect of write back of provision (net) of ₹ 28.79 crores (March 31, 2014: additional provision (net) ₹ 394.53 crores) in domestic and certain overseas jurisdictions relating to earlier years. The impact on MAT entitlement of earlier period is ₹ 8.83 crores (March 31, 2014: ₹ 451.92 crores).

Notes forming part of the Consolidated Financial Statements

29) (a) Particulars of subsidiaries:

Name of the Company	Country of incorporation	Percentage of voting power as at March 31, 2015	Percentage of voting power as at March 31, 2014
Subsidiaries (held directly)			
APOnline Limited	India	89.00	89.00
C-Edge Technologies Limited	India	51.00	51.00
CMC Limited (Refer Note 30 (d))	India	51.12	51.12
Diligenta Limited	UK	100.00	100.00
MP Online Limited	India	89.00	89.00
Tata Consultancy Services Canada Inc.	Canada	100.00	100.00
Tata America International Corporation	USA	100.00	100.00
Tata Consultancy Services Asia Pacific Pte Ltd.	Singapore	100.00	100.00
Tata Consultancy Services Belgium S.A.	Belgium	100.00	100.00
Tata Consultancy Services Deutschland GmbH	Germany	100.00	100.00
Tata Consultancy Services Netherlands BV	Netherlands	100.00	100.00
Tata Consultancy Services Sverige AB	Sweden	100.00	100.00
TCS FNS Pty Limited	Australia	100.00	100.00
TCS Iberoamerica SA	Uruguay	100.00	100.00
WTI Advanced Technology Limited (Refer Note 30(h))	India	-	100.00
Tata Consultancy Services Morocco SARL AU (Refer Note 30 (b))	Morocco	-	100.00
Tata Consultancy Services (Africa) (PTY) Ltd. (Refer Note 30 (c))	South Africa	100.00	60.00
MahaOnline Limited	India	74.00	74.00
Tata Consultancy Services Qatar S.S.C.	Qatar	100.00	100.00
Computational Research Laboratories Inc. (Refer Note 30(e))	USA	-	100.00
TCS e-Serve International Limited	India	100.00	100.00
TCS Foundation (Refer Note 30 (g))	India	100.00	-
Subsidiaries (held indirectly)			
CMC Americas Inc.	USA	100.00	100.00
TCS Financial Solutions Beijing Co., Ltd.	China	100.00	100.00
Tata Consultancy Services (China) Co., Ltd.	China	90.00	90.00
TCS Solution Center S.A.	Uruguay	100.00	100.00
Tata Consultancy Services Argentina S.A.	Argentina	99.99	99.99
Tata Consultancy Services Do Brasil Ltda	Brazil	100.00	100.00
Tata Consultancy Services De Mexico S.A., De C.V.	Mexico	100.00	100.00
Tata Consultancy Services De Espana S.A.	Spain	100.00	100.00
TCS Italia SRL	Italy	100.00	100.00
Tata Consultancy Services Japan, Ltd. (Refer Note 30 (a))	Japan	51.00	100.00
Tata Consultancy Services Malaysia Sdn Bhd	Malaysia	100.00	100.00
Tata Consultancy Services Luxembourg S.A.	Capellen (G.D. de Luxembourg)	100.00	100.00
Tata Consultancy Services Portugal Unipessoal Limitada	Portugal	100.00	100.00
TCS Inversiones Chile Limitada	Chile	99.99	99.99
Tata Consultancy Services Chile S.A.	Chile	100.00	100.00
TATASOLUTION CENTER S.A.	Ecuador	100.00	100.00
TCS Financial Solutions Australia Holdings Pty Limited	Australia	100.00	100.00

Notes forming part of the Consolidated Financial Statements

Name of the Company	Country of incorporation	Percentage of voting power as at March 31, 2015	Percentage of voting power as at March 31, 2014
TCS Financial Solutions Australia Pty Limited	Australia	100.00	100.00
TCS Management Pty Ltd. (Refer Note 30 (f))	Australia	-	100.00
PT Financial Network Services	Indonesia	100.00	100.00
PT Tata Consultancy Services Indonesia	Indonesia	100.00	100.00
Tata Consultancy Services Switzerland Ltd.	Switzerland	100.00	100.00
Tata Consultancy Services France S.A.S.	France	100.00	100.00
Tata Consultancy Services (South Africa) (PTY) Ltd.	South Africa	75.00	75.00
Tata Consultancy Services (Thailand) Limited	Thailand	100.00	100.00
Tata Consultancy Services (Philippines) Inc.	Philippines	100.00	100.00
TCS e-Serve America, Inc.	USA	100.00	100.00
TCS Uruguay S. A.	Uruguay	100.00	100.00
MGDC S.C.	Mexico	100.00	100.00
Diligenta 2 Limited	UK	100.00	100.00
MS CJV Investments Corporation	USA	100.00	100.00
CMC eBiz Inc.	USA	100.00	100.00
Nippon TCS Solution Center Limited (Refer Note 30 (a))	Japan	-	60.00
Tata Consultancy Services Osterreich GmbH	Austria	100.00	100.00
Tata Consultancy Services Danmark ApS	Denmark	100.00	100.00
Alti S.A.	France	100.00	100.00
Planaxis Technologies Inc.	Canada	100.00	100.00
Alti HR S.A.S.	France	100.00	100.00
Alti Infrastructures Systemes & Reseaux S.A.S.	France	100.00	100.00
Alti NV	Belgium	100.00	100.00
Tescom (France) Software Systems Testing S.A.R.L.	France	100.00	100.00
Alti Switzerland S.A.	Switzerland	100.00	100.00
Teamlink	Belgium	100.00	100.00

(b) The contribution of the subsidiaries acquired and incorporated during the year is as under:

(₹ crores)

Name of Subsidiary	Revenue	Net profit/(loss)	Net Assets
IT Frontier Corporation (Refer Note 30(a))	1947.34	100.26	625.62
TCS Foundation	145.44	145.44	146.44

30) ACQUISITIONS / DIVESTMENTS

- a) On July 1, 2014, the Company through its wholly owned subsidiary Tata Consultancy Services Asia Pacific Pte Ltd., acquired a controlling interest (51%) in IT Frontier Corporation (referred to as ITF) from Mitsubishi Corporation in Japan in exchange for a total purchase consideration of ₹ 357.93 crores (USD 59.6 million) consisting of a transfer of 49% ownership interest in Tata Consultancy Services Japan Ltd. to Mitsubishi Corporation and a cash consideration aggregating to ₹ 288.88 crores (USD 48.1 million).
- b) On August 7, 2014, Tata Consultancy Services Morocco SARL AU, a wholly owned subsidiary, has been voluntarily liquidated.
- c) On September 16, 2014, the Company acquired additional 40% ownership interest in Tata Consultancy Services Africa (Pty) Ltd. for a purchase consideration of ₹ 60.83 crores (USD 10 million) from Tata Africa Holdings (SA) Proprietary Limited and thereby making it a wholly owned subsidiary of the Company.
- d) At their respective meetings held on October 16, 2014, the Boards of the Company and of its subsidiary, CMC Limited have approved a Scheme of Amalgamation of CMC Limited with the Company. The appointed date for the proposed Scheme is April 1, 2015. The Scheme is subject to sanction of the Hon'ble High Courts and all other statutory approvals as may be required under law.

Notes forming part of the Consolidated Financial Statements

- e) On February 18, 2015, Computational Research Laboratories Inc., a wholly owned subsidiary, has been voluntarily liquidated.
- f) On March 23, 2015, TCS management Pty Ltd., a wholly owned subsidiary of TCS FNS Pty Limited, has been voluntarily liquidated.
- g) On March 25, 2015 the Company subscribed to 100% Share Capital of TCS Foundation, a not for profit initiative registered under Section 8 of the Companies Act, 2013 with a paid-up capital of ₹ 1.00 crore. TCS Foundation aims at promoting projects and / or programmes relating to Corporate Social Responsibility activities of the Group.
- h) WTI Advanced Technology Limited, a wholly owned subsidiary, amalgamated with the Company, with effect from April 1, 2014 ("the appointed date") in accordance with the terms of the composite scheme of amalgamation sanctioned by the High Court of Judicature at Bombay vide their Order dated March 27, 2015.
- 31) a) The Company has given an undertaking to the investors of KOOH Sports Private Limited not to transfer its shareholding prior to the expiry of thirty-six months from the completion date of the investment agreement except with the prior written consent of the other parties to the agreement. The restriction is valid as at March 31, 2015.
- b) The Company has given letter of comfort to various banks for credit and/or foreign exchange hedging facilities availed by its subsidiaries (a) Tata America International Corporation, (b) Tata Consultancy Services Switzerland Limited, (c) Tata Consultancy Services Sverige AB, (d) Tata Consultancy Services Belgium S.A., (e) Tata Consultancy Services Deutschland GmbH, (f) Tata Consultancy Services De Mexico S.A. De CV, (g) Tata Consultancy Services Netherlands B V (h) Tata Consultancy Services Asia Pacific Pte Ltd, (i) Tata Consultancy Services Qatar S.S.C. (j) Tata Consultancy Services Italia SRL, (k) Tata Consultancy Services France S.A.S., (l) Tata Consultancy Services Malaysia Sdn Bhd, and (m) Tata Consultancy Services Luxembourg S.A. As per the terms of letter of comfort, the Company undertakes not to divest its ownership interest directly or indirectly in the subsidiaries and provide such managerial, technical and financial assistance to ensure continued successful operations of the subsidiaries.

32) EMPLOYEE RETIREMENT BENEFITS

a) Defined contribution plans

The Company and its subsidiaries make Provident fund, Superannuation fund and foreign defined contribution fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company and its subsidiaries are required to contribute a specified percentage of the payroll costs to fund the benefits. In case of Provident Fund, the contributions as specified under the law are paid to the Provident Fund where set up as a trust and to the respective Regional Provident Fund Commissioner and the Central Provident Fund under the State Pension Scheme in other cases in India and to the administrator of funds in case of foreign contribution plans. In respect of Provident fund contributions to trusts set up for this purpose, the Company and its subsidiaries are generally liable for annual contribution and any deficiency in interest cost compared to interest computed based on the rate of interest declared by the Central Government under the Employees' Provident Fund Scheme, 1952. In addition to such contributions the Company also recognises potential deficiency in interest, if any, computed as per actuarial valuation of interest as an expense in the year it is determined.

As of March 31, 2015, the fair value of the assets of the fund and the accumulated members' corpus is ₹ 8275.11 crores and ₹ 7721.21 crores respectively, in respect of provident fund managed by trusts. In accordance with an actuarial valuation, there is no deficiency in the interest cost as the present value of the expected future earnings on the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of 8.75%. The actuarial assumptions include discount rate of 8.00% and an average expected future period of 7.35 years.

The Group recognised ₹ 606.47 crores (March 31, 2014: ₹ 564.35 crores) for provident fund and pension fund contributions and ₹ 222.44 crores (March 31, 2014: ₹ 191.74 crores) for superannuation contributions in the statement of profit and loss. The contributions payable to these plans by the Group are at rates specified in the rules of the schemes.

The Group has contributed ₹ 715.25 crores (March 31, 2014: ₹ 540.21 crores) towards other foreign defined contribution plans.

b) Defined benefit plans

The Company and its subsidiaries in India provide to the eligible employees defined benefit plans such as gratuity, post retirement medical benefit, post retirement vacation and pension plan. The Gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service. Certain overseas subsidiaries of the Company also provide for retirement benefit plans in accordance with the local laws.

The present value of the defined benefit obligation and the related current service cost are measured using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date.

Notes forming part of the Consolidated Financial Statements

The following table set out the funded and unfunded status of the retirement benefit plans and the amounts recognised in the financial statements:

(₹ crores)					
	Indian		Foreign		Consolidated
	Funded	Unfunded	Funded	Unfunded	
	As at March 31,2015	As at March 31,2015	As at March 31,2015	As at March 31,2015	As at March 31, 2015
i) Change in benefit obligations:					
Projected benefit obligation, beginning of the year	1017.55	1.24	429.19	33.85	1481.83
	880.58	2.17	338.95	16.02	1237.72
Service cost	165.85	0.33	17.15	12.88	196.21
	154.03	0.27	29.35	5.66	189.31
Interest cost	98.57	0.11	16.33	1.87	116.88
	70.87	0.16	13.33	1.11	85.47
Acquisitions	-	-	178.86	-	178.86
	-	-	-	8.44	8.44
Actuarial loss / (gain)	131.09	0.11	111.74	11.29	254.23
	(23.10)	(0.02)	19.41	1.83	(1.88)
Plan participants' contributions	-	-	6.67	-	6.67
	-	-	7.39	-	7.39
Exchange (gain) / loss / adjustments	-	-	(62.84)	(4.45)	(67.29)
	1.31	(1.31)	68.56	1.55	70.11
Past service cost / (credit)	0.20	-	-	(1.36)	(1.16)
	3.92	0.03	(19.55)	-	(15.60)
Benefits paid	(118.06)	(0.08)	(10.90)	(1.03)	(130.07)
	(70.06)	(0.06)	(28.25)	(0.76)	(99.13)
Projected benefit obligation, end of the year	1295.20	1.71	686.20	53.05	2036.16
	1017.55	1.24	429.19	33.85	1481.83
ii) Change in plan assets:					
Fair value of plan assets, beginning of the year	860.22	-	388.87	-	1249.09
	623.58	-	312.58	-	936.16
Expected return on plan assets	84.70	-	16.92	-	101.62
	51.68	-	16.62	-	68.30
Plan participants' contributions	-	-	6.67	-	6.67
	-	-	7.39	-	7.39
Acquisition	-	-	241.77	-	241.77
	-	-	-	-	-
Employers' contributions	620.34	-	25.00	-	645.34
	232.80	-	25.96	-	258.76
Exchange (loss) / gain	-	-	(63.52)	-	(63.52)
	-	-	63.47	-	63.47
Benefits paid	(118.06)	-	(10.90)	-	(128.96)
	(70.06)	-	(28.25)	-	(98.31)
Actuarial gain / (loss)	5.94	-	64.42	-	70.36
	22.22	-	(8.90)	-	13.32
Fair value of plan assets, end of the year	1453.14	-	669.23	-	2122.37
	860.22	-	388.87	-	1249.09
Excess / (Deficit) of plan assets over obligation (net)	157.94	(1.71)	(16.97)	(53.05)	86.21
	(157.33)	(1.24)	(40.32)	(33.85)	(232.74)
Unrecognised asset due to assets ceiling	-	-	(69.95)	-	(69.95)
	-	-	-	-	-
iii) Excess / (Deficit) of plan assets over obligation (net)	157.94	(1.71)	(86.92)	(53.05)	16.26
	(157.33)	(1.24)	(40.32)	(33.85)	(232.74)

Notes forming part of the Consolidated Financial Statements

(₹ crores)

	Indian		Foreign		Consolidated
	Funded	Unfunded	Funded	Unfunded	
	2015	2015	2015	2015	2015
iv) Net gratuity and other retirement benefit cost:					
Service cost	165.85	0.33	17.15	12.88	196.21
	154.03	0.27	29.35	5.66	189.31
Interest on defined benefit obligation	98.57	0.11	16.33	1.87	116.88
	70.87	0.16	13.33	1.11	85.47
Expected return on plan assets	(84.70)	-	(16.92)	-	(101.62)
	(51.68)	-	(16.62)	-	(68.30)
Past service cost / (credit)	0.20	-	-	(1.36)	(1.16)
	3.92	0.03	(19.55)	-	(15.60)
Net actuarial loss / (gain) recognised during the year	125.15	0.11	62.92	11.29	199.47
	(45.32)	(0.02)	28.31	1.83	(15.20)
Net gratuity and other retirement benefit cost	305.07	0.55	79.48	24.68	409.78
	131.82	0.44	34.82	8.60	175.68
Actual return on plan assets	90.64	-	81.34	-	171.98
	73.90	-	7.72	-	81.62

(₹ crores)

	Indian	Foreign	Consolidated
	As at March 31, 2015	As at March 31, 2015	As at March 31, 2015
v) Category of assets:			
Corporate bonds	174.55	121.19	295.74
	-	88.03	88.03
Equity shares	-	134.08	134.08
	-	49.97	49.97
Index linked bonds	-	107.52	107.52
	-	88.49	88.49
Insurer managed funds	748.90	172.27	921.17
	860.18	159.63	1019.81
Cash and bank balances	217.33	5.89	223.22
	-	2.75	2.75
Government Securities	265.55	99.42	364.97
	-	-	-
Others	46.81	28.86	75.67
	0.04	-	0.04
Total	1453.14	669.23	2122.37
	860.22	388.87	1249.09

Notes forming part of the Consolidated Financial Statements

vi) Assumptions used in accounting for defined benefit plan	Indian	Foreign
	As at March 31,2015	As at March 31,2015
Discount rate	8.00% 9.00%	0.87% - 6.75% 2.25% - 7.60%
Salary escalation rate	6.00% - 7.00% 4.00% - 7.00%	1.00% - 4.64% 1.50 % - 4.64%
Expected rate of return on plan assets	8.00% 9.00%	0.87% - 3.30% 2.25% - 4.50%

The estimate of future salary increases considered in actuarial valuation takes account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risks of asset management, historical results of the return on plan assets and the Company and its subsidiaries policy for plan asset management.

(₹ crores)

	Indian				
	2015	2014	2013	2012	2011
Experience adjustment					
On plan liability loss / (gain)	31.50	55.10	(17.78)	44.05	31.05
On plan asset gain	5.94	22.22	4.06	6.61	9.27
Present value of benefit obligation	1296.91	1,018.79	882.75	724.70	602.65
Fair value of plan assets	1453.14	860.22	623.58	569.23	518.91
Excess/(Deficit) of plan assets over obligation (net)	156.23	(158.57)	(259.17)	(155.47)	(83.74)

(₹ crores)

	Foreign				
	2015	2014	2013	2012	2011
Experience adjustment					
On plan liability loss / (gain)	5.05	(3.06)	(2.11)	(0.38)	(3.74)
On plan asset gain / (loss)	64.42	(8.90)	13.74	4.16	0.33
Present value of benefit obligation	739.25	463.04	354.97	273.68	222.22
Fair value of plan assets	669.23	388.87	312.58	269.29	213.65
Unrecognised asset due to assets ceiling	(69.95)	-	-	-	-
Excess of obligation over plan assets (net)	(139.97)	(74.17)	(42.39)	(4.39)	(8.57)

The expected contributions are based on the same assumptions used to measure Group's defined benefit obligations as at March 31, 2015. The Group is expected to contribute ₹ 39.84 crores to defined benefit plans for the year ended March 31, 2016, comprising domestic component of ₹ 16.57 crores and foreign component of ₹ 23.27 crores.

Previous years' figures are in italics.

Notes forming part of the Consolidated Financial Statements

33) SEGMENT REPORTING

The Group has identified business segments (industry practice) as its primary segment and geographic segments as its secondary segment.

Business segments comprise banking, finance and insurance services, manufacturing, retail and consumer packaged goods, telecom, media and entertainment and others such as energy, resources and utilities, Hi-Tech, life science and healthcare, s-Governance, travel, transportation and hospitality, products, etc.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to a specific segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably among segments are not allocated to primary and secondary segments.

Geographical revenue is allocated based on the location of the customer. Geographic segments of the Group are Americas (including Canada and South American countries), Europe, India and Others.

Year ended March 31, 2015

(₹ crores)

Particulars	Business Segments					Total
	Banking, Financial Services and Insurance	Manufacturing	Retail and Consumer Packaged Goods	Telecom, Media and Entertainment	Others	
Revenue	38565.66	9242.45	12829.01	10933.55	23077.74	94648.41
	35112.41	6989.36	11309.06	9613.74	18784.79	81809.36
Segment result	10594.47	2223.00	3254.49	2770.78	5480.11	24322.85
	11522.77	2051.15	3673.75	2748.56	5028.96	25025.19
Unallocable expenses (net)						1744.02
						1260.07
Operating income						22578.83
						23765.12
Other income (net)						3229.91
						1636.74
Profit before Exceptional item and tax						25808.74
						25401.86
Exceptional item						489.75
						-
Profit before tax						26298.49
						25401.86
Tax expense						6238.79
						6069.99
Profit before minority interest						20059.70
						19331.87
Minority interest						207.52
						168.00
Profit for the year						19852.18
						19163.87

Notes forming part of the Consolidated Financial Statements

As at March 31, 2015

(₹ crores)

Particulars	Business Segments					Total
	Banking, Financial Services and Insurance	Manufacturing	Retail and Consumer Packaged Goods	Telecom, Media and Entertainment	Others	
Segment assets	9649.76	2489.20	3298.98	3248.77	8949.38	27636.09
	<i>9847.07</i>	<i>2162.04</i>	<i>3055.24</i>	<i>3148.15</i>	<i>8228.79</i>	<i>26441.29</i>
Unallocable assets						46024.79
						<i>40696.49</i>
Total assets						73660.88
						<i>67137.78</i>
Segment liabilities	2592.41	340.86	531.48	551.56	1827.96	5844.27
	<i>1503.43</i>	<i>167.61</i>	<i>130.78</i>	<i>171.51</i>	<i>1220.19</i>	<i>3193.52</i>
Unallocable liabilities						16054.09
						<i>14041.51</i>
Total liabilities						21898.36
						<i>17235.03</i>

Year ended March 31, 2015

(₹ crores)

Particulars	Business Segments					Total
	Banking, Financial Services and Insurance	Manufacturing	Retail and Consumer Packaged Goods	Telecom, Media and Entertainment	Others	
Other information :						
Capital expenditure (allocable)	73.56	-	-	-	63.00	136.56
	<i>37.77</i>	-	-	-	<i>103.30</i>	<i>141.07</i>
Capital expenditure (unallocable)						3124.24
						<i>3416.12</i>
Depreciation (allocable)	113.43	-	-	-	66.43	179.86
	<i>100.91</i>	-	-	-	<i>26.69</i>	<i>127.60</i>
Depreciation (unallocable)						1129.08
						<i>1221.55</i>
Other significant non cash expenses (allocable)	28.47	7.78	54.85	7.18	79.45	177.73
	<i>18.26</i>	<i>4.70</i>	<i>(1.44)</i>	<i>27.20</i>	<i>46.58</i>	<i>95.30</i>
Other significant non cash expenses (net) (unallocable)						1.40
						-

The following geographic segments individually contribute 10 percent or more of the Group's revenue or segment assets:

(₹ crores)

Geographic segments	Revenue for the year ended March 31, 2015	Segment assets as at March 31, 2015
Americas	51053.46	12639.38
	<i>45259.43</i>	<i>10774.01</i>
Europe	26729.63	9022.42
	<i>23432.70</i>	<i>9148.15</i>
India	6107.55	5292.85
	<i>5487.80</i>	<i>5045.06</i>

Previous years' figures are in italics.

Notes forming part of the Consolidated Financial Statements

34) RELATED PARTY DISCLOSURES

A) Related parties and their relationship

I) Holding Company

Tata Sons Limited

II) Fellow subsidiaries with whom the Group has transactions

- Infiniti Retail Limited
- Panatone Finvest Limited
- Tata AIG General Insurance Company Limited
- Tata AIA Life Insurance Company Limited
- Tata Investment Corporation Limited
- Tata Limited
- Tata Advanced Systems Limited
- Tata Asset Management Limited
- Tata Business Support Services Limited
- Tata Capital Limited
- Tata Housing Development Company Limited
- Tata Consulting Engineers Limited
- Tata Sky Limited
- Tata Realty and Infrastructure Limited
- e-Nxt Financials Limited
- Tata Industries Limited
- Tata International Limited
- Tata Autocomp Systems Limited
- Drive India Enterprise Solutions Limited
- Tata Sikorsky Aerospace Limited (formerly Tara Aerospace Systems Limited)
- Tata Lockheed Martin Aerostructures Limited (formerly Tata Aerostructures Limited)
- Tata Capital Housing Finance Limited
- TC Travel and Services Limited
- Tata Securities Limited
- Tata Capital Forex Limited
- Tata Capital Financial Services Limited
- Tata Cleantech Capital Limited
- Tata Value Homes Limited
- Tata Interactive Systems GmbH
- Tata Interactive Systems AG
- Tata Industrial Services Limited
- Tata Africa Holdings (SA) (Proprietary) Limited
- TATA Africa Holdings (Kenya) Limited
- Tata Africa Holdings (Tanzania) Limited
- Tata Africa Services (Nigeria) Limited
- Tata Uganda Limited
- Tata Zambia Limited
- Tata SIA Airlines Limited
- TRIL Infopark Limited (ceased to be an associate and is a subsidiary w.e.f. 23.03.2015)
- Smart Value Homes (Peenya Project) Private Limited
- Smart Value Homes (Boisar) Private Limited
- Smart Value Homes (New Project) Private Limited

III) Key Management Personnel

- Mr. N. Chandrasekaran, Chief Executive Officer and Managing Director
- Mr. Rajesh Gopinathan, Chief Financial Officer
- Ms. Aarthi Subramanian, Executive Director (w.e.f. 12.03.2015)

Notes forming part of the Consolidated Financial Statements

B) Transactions with related parties for the year ended March 31, 2015

(₹ crores)

	Holding Company	Fellow Subsidiaries	Key Management Personnel and their relatives	Total
Brand equity contribution	122.93	-	-	122.93
	<i>118.07</i>	-	-	<i>118.07</i>
Purchase of fixed assets	-	66.19	-	66.19
	-	<i>40.33</i>	-	<i>40.33</i>
Loans and advances given	-	-	-	-
	-	<i>0.06</i>	-	<i>0.06</i>
Loans and advances repaid	-	0.05	-	0.05
	-	-	-	-
Inter-corporate deposits placed	-	-	-	-
	-	<i>340.00</i>	-	<i>340.00</i>
Inter-corporate deposits matured	-	385.00	-	385.00
	-	<i>5.00</i>	-	<i>5.00</i>
Purchase of investments	-	7441.46	-	7441.46
	-	<i>25.00</i>	-	<i>25.00</i>
Redemption of investments	29.43	6736.55	-	6765.98
	<i>348.33</i>	-	-	<i>348.33</i>
Revenue (including reimbursements)	2.99	242.09	-	245.08
	<i>1.80</i>	<i>195.91</i>	-	<i>197.71</i>
Interest income	49.61	30.04	-	79.65
	<i>126.43</i>	<i>55.18</i>	-	<i>181.61</i>
Purchase of goods, services and facilities (including reimbursement)	0.81	268.21	-	269.02
	<i>1.16</i>	<i>261.76</i>	-	<i>262.92</i>
Rent expense	0.98	3.65	-	4.63
	<i>0.81</i>	<i>4.06</i>	-	<i>4.87</i>
(Write back of provision)/provision for doubtful receivables, advances (net)	0.02	0.40	-	0.42
	<i>0.02</i>	<i>0.37</i>	-	<i>0.39</i>
Dividend paid on equity shares	10825.89	12.78	0.66	10839.33
	<i>3608.63</i>	<i>6.94</i>	<i>0.22</i>	<i>3615.79</i>
Dividend paid on redeemable preference shares	28.68	-	-	28.68
	<i>19.00</i>	-	-	<i>19.00</i>
Remuneration	-	-	23.50	23.50
	-	-	<i>20.05</i>	<i>20.05</i>
Repayment of preference share capital	-	-	-	-
	<i>100.00</i>	-	-	<i>100.00</i>

C) Balances with related parties as at March 31, 2015

(₹ crores)

	Holding Company	Fellow Subsidiaries	Key Management Personnel and their relatives	Total
Trade receivables, Unbilled revenue, Loans and advances, Other assets (net)	4.00	117.46	-	121.46
	<i>74.68</i>	<i>538.49</i>	-	<i>613.17</i>
Trade payables, Income received in advance, Advances from customers, Other liabilities	113.70	35.87	-	149.57
	<i>108.15</i>	<i>15.18</i>	-	<i>123.33</i>
Investment in debentures / mutual funds / bonds	-	676.70	-	676.70
	<i>1096.29</i>	<i>291.98</i>	-	<i>1388.27</i>

Previous years' figures are in italics.

Notes forming part of the Consolidated Financial Statements

D) Disclosure of material transactions with related parties

	(₹ crores)	
	2015	2014
<u>Purchase of fixed assets</u>		
Tata Consulting Engineers Limited	18.66	16.71
Tata Realty and Infrastructure Limited	46.68	23.35
<u>Loans and advances given</u>		
Tata AIG General Insurance Company Limited	-	0.02
Infiniti Retail Limited	-	0.04
<u>Loans and advances repaid</u>		
Infiniti Retail Limited	0.04	-
Tata AIG General Insurance Company Limited	0.01	-
<u>Inter-corporate deposits placed</u>		
Tata Housing Development Company Limited	-	60.00
Tata Capital Financial Services Limited	-	280.00
<u>Inter-corporate deposits matured</u>		
Tata Realty and Infrastructure Limited	50.00	-
Tata Housing Development Company Limited	55.00	5.00
Tata Capital Financial Services Limited	280.00	-
<u>Purchase of investments</u>		
Tata Capital Housing Finance Limited	-	25.00
Tata Asset Management Limited	7370.64	-
<u>Redemption of investment</u>		
Tata Asset Management Limited	6726.41	-
<u>Revenue (including reimbursements)</u>		
Tata Sky Limited	73.36	64.99
Infiniti Retail Limited	30.33	24.47
Tata Capital Financial Services Limited	42.89	54.63
Tata Industrial Services Limited	25.34	-
<u>Interest income</u>		
Tata Sons Limited	49.61	126.42
Panatone Finvest Limited	8.85	19.00
Tata Capital Financial Services Limited	13.75	16.24
<u>Purchase of goods, services and facilities (including reimbursement)</u>		
Tata Capital Forex Limited (formerly TT Holdings & Services Limited)	218.30	223.62
<u>Rent expense</u>		
Tata Sons Limited	0.98	0.81
Tata Limited	1.61	1.52
Tata Africa Holdings (SA) (Proprietary) Limited	1.97	2.39
<u>(Write back of provision) / provision for doubtful receivables, advances (net)</u>		
Tata Sky Ltd	0.32	(0.49)
Tata Realty and Infrastructure Limited	-	0.44
Drive India Enterprise Solutions Limited	(0.28)	0.28
Tata AIG General Insurance Company Limited	0.03	0.11
Infiniti Retail Limited	0.35	-
<u>Dividend paid on equity shares</u>		
Tata Sons Limited	10825.89	3608.63
<u>Remuneration to Key Management Personnel</u>		
Mr. N. Chandrasekaran	21.28	18.68

Notes forming part of the Consolidated Financial Statements

E) Disclosure of material balances with related parties

	(₹ crores)
	As at March 31, 2015
As at March 31, 2014	
Trade receivables, Unbilled revenue, Loans and advances, Other assets (net)	
Tata Sons Limited	4.00
Tata Realty and Infrastructure Limited	0.40
Tata Housing Development Company Limited	1.62
Tata Capital Financial Services Limited	19.56
Infiniti Retail Limited	16.46
Tata Industrial Services Limited	30.09
Trade payables, Income received in advance, Advances from customers, Other liabilities	
Tata Sons Limited	113.70
Investment in debentures / mutual funds / bonds	
Tata Sons Limited	-
Panatone Finvest Limited	-
Tata Asset Management Limited	676.70

35) OBLIGATION TOWARDS OPERATING LEASES

	(₹ crores)
	As at March 31, 2015
As at March 31, 2014	
Particulars	
Non-cancellable operating lease obligation	
Not later than one year	763.21
Later than one year but not later than five years	2243.34
Later than five years	1403.30
Total	4409.85

Rental expenses of ₹ 825.21 crores (March 31, 2014: ₹ 694.63 crores) in respect of obligation under non-cancellable operating leases and ₹ 744.25 crores (March 31, 2014: ₹ 726.64 crores) in respect of cancellable operating leases have been charged to the statement of profit and loss.

36) OBLIGATIONS TOWARDS FINANCE LEASES

	(₹ crores)
	As at March 31, 2015
As at March 31, 2014	
Particulars	
Assets acquired under finance lease	
i) Minimum lease payments:	
Not later than one year	70.03
Later than one year but not later than five years	109.59
Later than five years	44.35
Total	223.97
ii) Present value of minimum lease payments:	
Not later than one year	57.40
Later than one year but not later than five years	80.48
Later than five years	33.21
	171.09
Add: Future finance charges	52.88
Total	223.97

Notes forming part of the Consolidated Financial Statements

37) RECEIVABLES UNDER SUB LEASES

(₹ crores)

Particulars	As at March 31, 2015	As at March 31, 2014
Not later than one year	17.81	18.71
Later than one year but not later than five years	36.44	53.44
Later than five years	-	-
Total	54.25	72.15

The total amount recognised in the statement of profit and loss for the year ended March 31, 2015 is ₹ 18.45 crores (March 31, 2014: ₹ 17.62 crores).

38) EARNINGS PER EQUITY SHARE

(₹ crores)

Particulars	2015	2014
Profit for the year	19852.18	19163.87
Less: Dividend on preference shares (including dividend tax)	-	33.65
Amount available for equity shareholders	19852.18	19130.22
Weighted average number of equity shares	195,87,27,979	195,87,27,979
Earning per share basic and diluted (₹)	101.35	97.67
Face value per equity share (₹)	1.00	1.00

39) CONTINGENT LIABILITIES

(₹ crores)

Particulars	As at March 31, 2015	As at March 31, 2014
Claims against the Group not acknowledged as debt	191.75	167.64
Income tax demands (See (a) below)	3904.63	3898.43
Indirect tax demands (See (b) below)	170.31	132.31
Guarantees given by the Group (See (c) below)	-	477.75
Other contingencies	0.34	0.56

- In respect of income tax demands of ₹ 318.20 crores (March 31, 2014: ₹ 318.20 crores), not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.
- In respect of indirect tax demands of ₹ 8.53 crores (March 31, 2014: ₹ 8.53 crores), not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.
- The Group has provided guarantees aggregating ₹ Nil (GBP Nil) (March 31, 2014: 477.75 crores) (GBP 47.85 million) to third parties on behalf of its subsidiary Diligenta Limited. The Group does not expect any outflow of resources in respect of the above.
- The Group has examined the social security and tax aspects of contracts with legal entities which provide services to overseas subsidiaries and, based on legal opinion, concludes that the subsidiaries are in compliance with the related statutory requirements.

40) CAPITAL AND OTHER COMMITMENTS

- Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 1878.48 crores (March 31, 2014: ₹ 2862.86 crores).
- The Company has a purchase commitment towards India Innovation Fund for the uncalled amount of balance ₹ 29618.47 per unit for 1000 units aggregating ₹ 2.96 crores (March 31, 2014: ₹ 3.64 crores).

41) DERIVATIVE FINANCIAL INSTRUMENTS

The Company and its subsidiaries, in accordance with its risk management policies and procedures, enter into foreign exchange forward, option and futures contracts to manage its exposure in foreign exchange rates. The counter party is generally a bank. These contracts are for a period between one day and eight years.

Notes forming part of the Consolidated Financial Statements

The Group has following outstanding foreign exchange option contracts, which have been designated as Cash Flow Hedges, as at:

Foreign Currency	March 31, 2015			March 31, 2014		
	No. of Contracts	Notional amount of contracts (million)	Fair Value (₹ crores)	No. of Contracts	Notional amount of contracts (million)	Fair Value (₹ crores)
U.S. Dollar	-	-	-	4	410.00	21.36
Sterling Pound	18	297.00	67.05	6	177.00	18.23
Euro	9	171.00	87.78	3	120.00	19.87
Australian Dollar	6	97.00	31.15	3	75.00	2.71

The movement in Hedging Reserve for derivatives designated as Cash Flow Hedges is as follows:

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
	Intrinsic value	Time value	Intrinsic Value	Time Value
Balance at the beginning of the year	24.88	4.76	46.11	-
Changes in the fair value of effective portion of cash flow hedges	905.89	(440.18)	(620.09)	(140.11)
(Gains)/losses transferred to statement of profit and loss on occurrence of forecasted hedge transactions	(779.35)	434.75	599.22	144.87
Amount transferred from minority interest during the year	-	-	(0.36)	-
Balance at the end of the year	151.42	(0.67)	24.88	4.76

(₹ crores)

Net gain on derivative instruments of ₹ 150.75 crores recognised in Hedging Reserve as at March 31, 2015, is expected to be transferred to the statement of profit and loss by March 31, 2016.

In addition to the above Cash Flow Hedges, the Group has outstanding foreign exchange forward, option and futures contracts with notional amount aggregating ₹ 19949.03 crores (March 31, 2014: ₹ 15883.01 crores) whose fair value showed a gain of ₹ 159.65 crores as at March 31, 2015 (March 31, 2014 : gain of ₹ 267.07 crores). Exchange gain of ₹ 1360.57 crores (March 31, 2014 : exchange loss of ₹ 60.54 crores) on foreign exchange forward, option and futures contracts for the year ended March 31, 2015, have been recognised in the statement of profit and loss.

- 42) Research and development expenditure aggregating ₹ 225.07 crores (March 31, 2014: ₹ 198.91 crores), including capital expenditure, was incurred during the year.
- 43) Trade payables include payable to micro, small and medium enterprises ₹ 12.35 crores (March 31, 2014: ₹ 11.28 crores).
- 44) The Group has revised its policy of providing depreciation on fixed assets effective April 1, 2014. Depreciation is now provided on a straight line basis for all assets as against the policy of providing on written down value basis for some assets and straight line basis for others. Further the remaining useful life has also been revised wherever appropriate based on an evaluation. The carrying amount as on April 1, 2014 is depreciated over the revised remaining useful life. As a result of these changes, the depreciation charge for the year ended March 31, 2015 is higher by ₹ 155.70 crores and the effect relating to the period prior to April 1, 2014 is net credit of ₹ 489.75 crores (excluding deferred tax of ₹ 118.90 crores) which has been shown as an 'Exceptional Item' in the statement of profit and loss.
- 45) During the year, an amount of ₹ 2627.91 crores has been recognized in the statement of profit or loss in respect of one-time bonus to eligible employees.

Notes forming part of the Consolidated Financial Statements

46) STATEMENT OF NET ASSETS AND PROFIT OR LOSS ATTRIBUTABLE TO OWNERS AND MINORITY INTEREST

Name of the entity	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount (₹ crores)	As % of consolidated profit or loss	Amount (₹ crores)
Tata Consultancy Services Limited	80.91	45416.44	88.77	19256.96
Indian Subsidiaries				
APOnline Limited	0.06	35.36	0.11	24.92
MP Online Limited	0.08	44.88	0.08	16.47
C-Edge Technologies Limited	0.18	101.60	0.13	28.55
MahaOnline Limited	0.07	38.97	0.04	9.35
CMC Limited	2.12	1191.06	0.91	197.77
TCS e-Serve International Limited	0.31	171.27	0.19	40.33
TCS Foundation	0.26	146.44	0.67	145.44
Foreign Subsidiaries				
CMC Americas Inc.	0.27	153.12	0.37	80.18
CMC eBiz Inc.	0.03	18.83	-	(0.83)
TCS e-Serve America, Inc.	0.05	25.69	0.01	3.22
Diligenta Limited	1.45	816.40	0.90	196.07
Diligenta 2 Limited	0.13	72.59	(0.03)	(7.01)
Tata Consultancy Services Canada Inc.	0.44	247.69	1.10	238.16
Tata America International Corporation	2.61	1463.56	3.37	731.26
MS CJV Investments Corporation	0.02	8.79	-	-
Tata Consultancy Services Asia Pacific Pte Ltd.	1.05	588.49	0.33	71.96
Tata Consultancy Services (China) Co., Ltd.	0.23	130.35	(0.08)	(17.81)
Tata Consultancy Services Japan, Ltd.	1.16	657.90	0.56	117.46
Tata Consultancy Services Malaysia Sdn Bhd	0.14	76.79	0.11	23.14
PT Tata Consultancy Services Indonesia	0.06	33.25	0.08	17.77
Tata Consultancy Services (Philippines) Inc.	0.16	88.47	0.24	51.69
Tata Consultancy Services (Thailand) Limited	0.02	9.99	0.02	3.46
Tata Consultancy Services Belgium S.A.	0.20	114.90	0.30	64.23
Tata Consultancy Services Deutschland GmbH	0.21	115.42	0.25	54.42
Tata Consultancy Services Sverige AB	0.23	126.93	0.37	80.33
Tata Consultancy Services Netherlands BV	2.27	1272.81	1.02	221.56
TCS Italia SRL	0.02	8.47	0.01	2.04
Tata Consultancy Services Luxembourg S.A.	0.03	14.15	0.01	2.98
Tata Consultancy Services Switzerland Ltd.	0.15	83.70	0.07	16.25
Tata Consultancy Services France S.A.S.	(0.06)	(34.85)	(0.07)	(14.67)
Tata Consultancy Services Osterreich GmbH	-	2.63	-	0.83
Tata Consultancy Services Danmark ApS	0.07	37.36	0.01	1.29
Tata Consultancy Services De Espana S.A.	(0.17)	(92.82)	(0.08)	(16.91)
Tata Consultancy Services Portugal Unipessoal Limitada	(0.01)	(7.39)	(0.02)	(5.19)
Alti S.A.	0.02	12.81	(0.72)	(155.65)
Alti HR S.A.S.	0.02	11.16	-	(0.61)
Tescom (France) Software Systems Testing S.A.R.L.	(0.01)	(5.54)	(0.01)	(2.42)
Alti Switzerland S.A.	0.02	9.10	-	1.01


Notes forming part of the Consolidated Financial Statements

46) STATEMENT OF NET ASSETS AND PROFIT OR LOSS ATTRIBUTABLE TO OWNERS AND MINORITY INTEREST (Contd.)

Name of the entity	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount (₹ crores)	As % of consolidated profit or loss	Amount (₹ crores)
Alti Infrastructures Systemes & Reseaux S.A.S.	-	1.18	(0.01)	(2.40)
Alti NV	0.03	19.48	(0.01)	(1.51)
Teamlink	-	(0.10)	-	(0.35)
Planaxis Technologies Inc.	0.09	48.08	0.08	17.71
Tata Consultancy Services (Africa) (PTY) Ltd.	0.01	7.18	0.02	4.87
Tata Consultancy Services (South Africa) (PTY) Ltd.	0.12	64.59	0.06	13.53
TCS FNS Pty Limited	0.27	153.28	(0.10)	(20.96)
TCS Financial Solutions Beijing Co., Ltd.	(0.03)	(18.53)	0.03	6.93
TCS Financial Solutions Australia Holdings Pty Limited	0.08	47.02	-	-
TCS Financial Solutions Australia Pty Limited	0.05	29.50	0.15	33.07
TCS Management Pty Ltd.	-	-	0.08	16.28
PT Financial Network Services	-	(0.87)	-	(0.81)
TCS Iberoamerica SA	1.79	1002.13	0.01	1.66
TCS Solution Center S.A.	(0.02)	(11.64)	(0.43)	(93.85)
TCS Uruguay S.A.	0.11	63.40	0.16	35.28
Tata Consultancy Services Argentina S.A.	0.03	16.22	(0.04)	(9.68)
Tata Consultancy Services Do Brasil Ltda	-	0.08	(0.33)	(71.06)
Tata Consultancy Services De Mexico S.A., De C.V.	0.67	376.98	0.37	79.70
MGDC S.C.	0.12	67.19	0.06	13.98
TCS Inversiones Chile Limitada	0.56	316.81	-	0.83
Tata Consultancy Services Chile S.A.	0.91	512.17	0.18	39.72
TATASOLUTION CENTER S.A.	0.34	192.51	0.47	101.11
Tata Consultancy Services Qatar S.S.C.	0.07	36.75	0.07	15.25
Tata consultancy Services Morocco SARL AU	-	-	0.16	34.86
Computational Research Laboratories Inc.	-	-	-	0.02
TOTAL	100.00	56130.18	100.00	21692.18
a) Adjustments arising out of consolidation		(4367.66)		(1632.48)
b) Minority Interest				
Indian Subsidiaries				
APOnline Limited		(4.88)		(2.74)
MP Online Limited		(5.40)		(1.81)
C-Edge Technologies Limited		(47.33)		(15.20)
MahaOnline Limited		(10.13)		(2.43)
CMC Limited		(703.77)		(136.55)
Foreign Subsidiaries				
Tata Consultancy Services (China) Co., Ltd.		(13.03)		1.83
Tata Consultancy Services Japan, Ltd.		(327.11)		(45.14)
Tata Consultancy Services (South Africa) (PTY) Ltd.		(16.11)		(5.48)
TOTAL		(1127.76)		(207.52)
Consolidated Net Assets / Profit after tax		50634.76		19852.18

47) Figures pertaining to the subsidiary companies have been reclassified wherever necessary to bring them in line with the Group financial statements.

48) Previous years' figures have been recast / restated.

A nighttime photograph of a cityscape. In the foreground, a road with white lane markings is blurred by light trails from moving vehicles. In the middle ground, a large, illuminated stadium with a distinctive roof structure is visible. In the background, several tall buildings are lit up, with one prominent building featuring a grid-like facade. The sky is dark, and the overall scene is characterized by long exposure light trails and vibrant city lights.

UNCONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT**TO THE MEMBERS OF
TATA CONSULTANCY SERVICES LIMITED****Report on the Financial Statements**

We have audited the accompanying financial statements of **Tata Consultancy Services Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of these financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ('the Order') issued by the Central Government in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the Directors as on March 31, 2015, taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2015 from being appointed as a Director in terms of Section 164 (2) of the Act.
- (f) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements as of March 31, 2015;
 - ii) The Company has made provision in its financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long term contracts;
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

P. R. RAMESH
Partner
(Membership No. 70928)

Mumbai, April 16, 2015

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1. In respect of the fixed assets of the Company:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
2. In respect of the inventories of the Company:
 - (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
3. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Act.
4. In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits during the year and does not have any unclaimed deposits. Therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
6. The provisions of clause 3 (vi) of the Order are not applicable to the Company as the Company is not covered by the Companies (Cost Records and Audit) Rules, 2014.
7. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax and Value Added Tax, Wealth Tax, Service Tax, duty of Customs, duty of Excise, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax and Value Added Tax, Wealth Tax, Service Tax, duty of Customs, duty of Excise, Cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.
 - (c) Details of dues of Income Tax, Sales Tax and Value Added Tax and Service Tax which have not been deposited as at March 31, 2015 on account of dispute are given below:

Particulars	Period to which the amount relates	Forum where the dispute is pending	Amount (₹ crores)
Income Tax	2005-06, 2008-09	Income Tax Appellate Tribunal	157.16
	2007-08, 2008-09, 2009-10, 2012-13	Commissioner of Income Tax (Appeals)	505.15
Sales Tax and Value Added Tax	2001-02, 2003-04, 2004-05, 2005-06, 2007-08, 2009-10, 2012-13	High court	22.82
	2002-03, 2003-04, 2004-05, 2005-06, 2006-07, 2007-08	Tribunal	7.06
	2008-09, 2009-10, 2010-11	Deputy Commissioner	7.56
	2005-06, 2009-10, 2010-11, 2011-12, 2013-14	Joint Commissioner	4.42
	2001-02, 2005-06, 2011-12	Assistant Commissioner	0.49
	2007-08, 2008-09, 2009-10	Additional Commissioner	0.02
Service Tax	2004-05, 2005-06, 2006-07, 2007-08, 2008-09, 2009-10	Appellate Tribunal	12.12
	2008-09, 2009-10	Commissioner of Service Tax (Appeals)	0.15

There were no dues of Wealth Tax, duty of Customs, duty of Excise and Cess which have not been deposited as at March 31, 2015 on account of dispute.

- (d) The Company has been regular in transferring amounts to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 and Rules made thereunder within time.
8. The Company does not have accumulated losses. The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
 9. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a bank during the year and did not have any amount outstanding to financial institutions or debenture holders.
 10. In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the Company for loan taken by a subsidiary from a bank is not *prima facie* prejudicial to the interest of the Company.
 11. According to the information and explanations given to us, the Company did not avail any term loan during the year.
 12. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

P. R. RAMESH
Partner
(Membership No. 70928)

Mumbai, April 16, 2015

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

Balance Sheet as at March 31, 2015

		(₹ crores)	
	Note	As at March 31, 2015	As at March 31, 2014
I. EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share capital	3	195.87	195.87
(b) Reserves and surplus	4	45220.57	43856.01
		45416.44	44051.88
Non-current liabilities			
(a) Long-term borrowings	5	64.71	89.69
(b) Deferred tax liabilities (net)	6(a)	271.46	226.87
(c) Other long-term liabilities	7	722.15	690.44
(d) Long-term provisions	8	126.91	279.61
		1185.23	1286.61
Current liabilities			
(a) Short-term borrowings	9	185.56	-
(b) Trade payables		6767.25	3977.55
(c) Other current liabilities	10	2491.47	2460.32
(d) Short-term provisions	11	7019.35	5827.83
		16463.63	12265.70
TOTAL		63065.30	57604.19
II. ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	12	7964.88	5887.09
(ii) Intangible assets		31.41	42.10
(iii) Capital work-in-progress		2706.94	3047.53
		10703.23	8976.72
(b) Non-current investments	13	2651.23	5098.55
(c) Deferred tax assets (net)	6(b)	303.47	273.58
(d) Long-term loans and advances	14	8452.55	6875.54
(e) Other non-current assets	15	524.68	1544.99
		22635.16	22769.38
Current assets			
(a) Current investments	16	747.47	733.87
(b) Inventories	17	12.34	8.57
(c) Unbilled revenue	18	2439.36	2626.08
(d) Trade receivables	19	17036.76	14471.89
(e) Cash and bank balances	20	16502.50	12566.26
(f) Short-term loans and advances	21	3352.18	3688.12
(g) Other current assets	22	339.53	740.02
		40430.14	34834.81
TOTAL		63065.30	57604.19
III. NOTES FORMING PART OF THE FINANCIAL STATEMENTS			
		1-52	

As per our report attached

For and on behalf of the Board

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Cyrus Mistry
Chairman

N. Chandrasekaran
CEO and Managing Director

Prof. Clayton M. Christensen
Director

Aman Mehta
Director

Ishaat Hussain
Director

V. Thyagarajan
Director

P. R. Ramesh
Partner

Dr. Ron Sommer
Director

Dr. Vijay Kelkar
Director

Phiroz Vandrevalla
Director

O. P. Bhatt
Director

Aarthi Subramanian
Executive Director

Rajesh Gopinathan
Chief Financial Officer

Suprakash Mukhopadhyay
Company Secretary

Mumbai, April 16, 2015

Mumbai, April 16, 2015

Statement of Profit and Loss for the year ended March 31, 2015

(₹ crores)

	Note	2015	2014
I. Revenue from operations (Net of excise duty of ₹ 4.09 crores (Previous year: ₹ 3.15 crores))	23	73578.06	64672.93
II. Other income (net)	24	4466.73	3114.71
III. TOTAL REVENUE		78044.79	67787.64
IV. Expenses:			
(a) Employee benefit expense	25	27368.32	21466.56
(b) Operation and other expenses	26	25181.54	21672.65
(c) Finance costs	27	79.57	23.41
(d) Depreciation and amortisation expense	12	1393.77	1080.55
TOTAL EXPENSES		54023.20	44243.17
V. PROFIT BEFORE EXCEPTIONAL ITEM AND TAX (III-IV)		24021.59	23544.47
VI. Exceptional item	48	528.38	-
VII. PROFIT BEFORE TAX		24549.97	23544.47
VIII. Tax expense:			
(a) Current tax	28	5269.48	5130.03
(b) Deferred tax		14.70	(22.18)
(c) MAT credit entitlement	28	8.83	(38.30)
		5293.01	5069.55
IX. PROFIT FOR THE YEAR		19256.96	18474.92
X. Earnings per equity share: - Basic and diluted (₹)	35	98.31	94.15
Weighted average number of equity shares (face value of ₹ 1 each)		195,87,27,979	195,87,27,979
XI. NOTES FORMING PART OF THE FINANCIAL STATEMENTS	1-52		

As per our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

P. R. Ramesh
Partner

Cyrus Mistry
Chairman

Aman Mehta
Director

Dr. Ron Sommer
Director

O. P. Bhatt
Director

Suprakash Mukhopadhyay
Company Secretary

For and on behalf of the Board

N. Chandrasekaran
CEO and Managing Director

Ishaat Hussain
Director

Dr. Vijay Kelkar
Director

Aarthi Subramanian
Executive Director

Prof. Clayton M. Christensen
Director

V. Thyagarajan
Director

Phiroz Vandrevala
Director

Rajesh Gopinathan
Chief Financial Officer

Mumbai, April 16, 2015

Mumbai, April 16, 2015

Cash Flow Statement for the year ended March 31, 2015

		(₹ crores)	
	Note	2015	2014
I CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		24549.97	23544.47
Adjustments for:			
Depreciation and amortisation expense		865.39	1080.55
Bad Debts written off (net)		5.69	2.37
Provision for doubtful receivables (net)		124.56	68.26
Provision for doubtful advances (net)		(13.10)	8.78
Advances written-off / (recovered) (net)		19.50	(0.12)
Provision for diminution in value of long-term investments		2.50	-
Interest expense		79.57	23.41
Profit on sale of fixed assets (net)		(2.94)	(2.01)
Unrealised exchange loss / (gain)		91.64	(173.12)
Exchange difference on translation of foreign currency cash and cash equivalents		27.26	(43.66)
Dividend income (including exchange gain)		(1335.54)	(1570.70)
Interest income		(1554.93)	(1280.07)
Profit on redemption of mutual funds and sale of other current investments (net)		(225.99)	(162.77)
Operating profit before working capital changes		22633.58	21495.39
Inventories		(3.77)	(2.23)
Unbilled revenue		187.39	(320.84)
Trade receivables		(2694.09)	(2976.90)
Loans and advances and other assets		(596.97)	(66.41)
Trade payables, other liabilities and provisions		3114.32	908.34
Cash generated from operations		22640.46	19037.35
Taxes paid		(6320.57)	(6095.42)
Net cash provided by operating activities		16319.89	12941.93
II CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of fixed assets		(2568.72)	(2702.41)
Proceeds from sale of fixed assets		4.23	7.97
Purchase of trade investments		(60.83)	(25.00)
Purchase of mutual funds and other investments		(62938.73)	(75191.82)
Proceeds from sale / redemption of trade investments		253.36	54.66
Proceeds from redemption of mutual funds and sale of other investments		65389.79	73705.98
Loans repaid by subsidiaries		37.32	8.30
Inter-corporate deposits placed		(1777.00)	(2588.00)
Inter-corporate deposits matured		1880.00	3454.77
Earmarked deposits placed with banks		(49.00)	-
Earmarked deposits with banks matured		25.27	-
Fixed deposit placed with banks having original maturity over three months		(15000.75)	(11744.00)
Fixed deposit with banks matured having original maturity over three months		12126.90	4960.33
Dividend received from subsidiaries (including exchange gain)		1354.31	1551.10
Dividend received from other investments		0.48	0.35
Interest received		1934.38	1318.45
Net cash used in investing activities		611.01	(7189.32)
III CASH FLOWS FROM FINANCING ACTIVITIES			
Redemption of preference shares		-	(100.00)
Repayment of long-term borrowings		(0.47)	(1.24)
Short-term borrowings (net)		185.56	(80.02)
Dividend paid (including dividend tax)		(17020.46)	(5480.07)
Interest paid		(78.83)	(22.99)
Net cash used in financing activities		(16914.20)	(5684.32)
Net increase in cash and cash equivalents		16.70	68.29
Cash and cash equivalents at the beginning of the year		438.37	323.85
Add: Transferred consequent to amalgamation of companies		1.97	2.57
Exchange difference on translation of foreign currency cash and cash equivalents		(27.26)	43.66
Cash and cash equivalents at the end of the year	20	429.78	438.37
Earmarked balances with banks		69.97	14.99
Short-term bank deposits		16002.75	12112.90
Cash and bank balances at the end of the year	20	16502.50	12566.26
IV NOTES FORMING PART OF THE FINANCIAL STATEMENTS	1-52		
Cash flows have been adjusted for the balances transferred from the amalgamated companies.			

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

P. R. Ramesh
Partner

Cyrus Mistry
Chairman
Aman Mehta
Director
Dr. Ron Sommer
Director
O. P. Bhatt
Director
Suprakash Mukhopadhyay
Company Secretary

For and on behalf of the Board

N. Chandrasekaran
CEO and Managing Director
Ishaat Hussain
Director
Dr. Vijay Kelkar
Director
Aarthi Subramanian
Executive Director

Prof. Clayton M. Christensen
Director
V. Thyagarajan
Director
Phiroz Vandrevalla
Director
Rajesh Gopinathan
Chief Financial Officer

Mumbai, April 16, 2015

Mumbai, April 16, 2015

Notes forming part of the Financial Statements

1) CORPORATE INFORMATION

Tata Consultancy Services Limited (referred to as "TCS Limited" or "the Company") provides consulting-led integrated portfolio of information technology (IT) and IT-enabled services delivered through a network of multiple locations around the globe. The Company's full services portfolio consists of IT and Assurance Services, Business Intelligence and Performance Management, Business Process Services, Cloud Services, Connected Marketing Solutions, Consulting, Eco-sustainability Services, Engineering and Industrial Services, Enterprise Security and Risk Management, Enterprise Solutions, iON-Small and Medium Businesses, IT Infrastructure Services, Mobility Products and Services and Platform Solutions.

As at March 31, 2015, Tata Sons Limited owned 73.69% of the Company's equity share capital and has the ability to control its operating and financial policies. The Company's registered office is in Mumbai and it has 60 subsidiaries across the globe.

2) SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

Comparative figures do not include the figures of erstwhile WTI Advanced Technology Limited which is amalgamated with the Company effective April 1, 2014. Consequently, the comparative figures are not comparable with the figures for the year ended March 31, 2015.

b) Use of estimates

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Examples of such estimates include provisions for doubtful receivables, employee benefits, provision for income taxes, accounting for contract costs expected to be incurred, the useful lives of depreciable fixed assets and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialise.

c) Fixed assets

Fixed assets are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

Fixed assets exclude computers and other assets individually costing ₹ 50,000 or less which are not capitalised except when they are part of a larger capital investment programme.

d) Depreciation / amortisation

In respect of fixed assets (other than freehold land and capital work-in-progress) acquired during the year, depreciation / amortisation is charged on a straight line basis so as to write-off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014, the carrying amount as on April 1, 2014 is depreciated over the remaining useful life based on an evaluation.

Type of asset	Period
Leasehold land and buildings	Lease period
Freehold buildings	20 years
Factory buildings	20 years
Leasehold improvements	Lease period
Plant and machinery	10 years
Computer equipment	4 years
Vehicles	4 years
Office equipment	5 years
Electrical installations	10 years
Furniture and fixtures	5 years
Intellectual property / distribution rights	5 years
Rights under licensing agreement	License period

Fixed assets purchased for specific projects are depreciated over the period of the project or the useful life stated above, whichever is shorter.

Notes forming part of the Financial Statements**e) Leases**

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

f) Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset.

Reversal of impairment loss is recognised as income in the statement of profit and loss.

g) Investments

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in mutual funds are stated at the lower of cost and fair value.

h) Employee benefits**(i) Post-employment benefit plans**

Contributions to defined contribution retirement benefit schemes are recognised as expense when employees have rendered services entitling them to such benefits.

For defined benefit schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the statement of profit and loss for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, or amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

(ii) Other employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the service. These benefits include compensated absences such as paid annual leave, overseas social security contributions and performance incentives.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

i) Revenue recognition

Revenue from contracts priced on a time and material basis are recognised when services are rendered and related costs are incurred.

Revenue from turnkey contracts, which are generally time bound fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable.

Revenue from the sale of equipment are recognised upon delivery, which is when title passes to the customer.

Revenue from sale of software licences are recognised upon delivery.

Revenue from maintenance contracts are recognised pro-rata over the period of the contract.

In respect of Business Process Services, revenue on time and material and unit priced contracts is recognised as the related services are rendered, whereas revenue from fixed price contracts is recognised using the proportionate completion method with contract cost determining the degree of completion.

Revenue is reported net of discounts.

Dividend is recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

Notes forming part of the Financial Statements

j) **Taxation**

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

In the event of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available to realise such assets. In other situations, deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realise these assets.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

k) **Foreign currency transactions**

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities other than net investments in non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses are recognised in the statement of profit and loss. Exchange difference arising on a monetary item that, in substance, forms part of an enterprise's net investments in a non-integral foreign operation are accumulated in a foreign currency translation reserve.

Premium or discount on foreign exchange forward, options and futures contracts are amortised and recognised in the statement of profit and loss over the period of the contract. Foreign exchange forward, options and future contracts outstanding at the balance sheet date, other than designated cash flow hedges, are stated at fair values and any gains or losses are recognised in the statement of profit and loss.

l) **Derivative instruments and hedge accounting**

The Company uses foreign exchange forward, options and future contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The Company designates these hedging instruments as cash flow hedges.

The use of hedging instruments is governed by the Company's policy approved by the Board of Directors, which provide written principles on the use of such financial derivatives consistent with the Company's risk management strategy.

Hedging instruments are initially measured at fair value, and are remeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of future cash flows are recognised directly in shareholders' funds and the ineffective portion is recognised immediately in the statement of profit and loss. The Company separates the intrinsic value and time value of an option and designates as hedging instruments only the fair value change in the intrinsic value of the option. The change in fair values of the time value of option, is accumulated in hedging reserve, a component of shareholders' funds and is transferred to the statement of profit and loss when the forecast transaction occurs.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the statement of profit and loss as they arise.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Cumulative gain or loss on the hedging instrument recognised in shareholders' funds is retained there and is transferred to the statement of profit and loss when the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in shareholders' funds is transferred to the statement of profit and loss.

Notes forming part of the Financial Statements

m) Inventories

Raw materials, sub-assemblies and components are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realisable value. Stores and spare parts are carried at lower of cost and net realisable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realisable value. Cost includes direct material and labour cost and a proportion of manufacturing overheads.

n) Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

o) Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amount of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

3) SHARE CAPITAL

The Authorised, Issued, Subscribed and Fully paid-up share capital comprises of equity shares and redeemable preference shares having a par value of ₹ 1 each as follows:

(₹ crores)		
	As at March 31, 2015	As at March 31, 2014
Authorised		
(i) 420,05,00,000 equity shares of ₹ 1 each (March 31, 2014 : 420,05,00,000 equity shares of ₹ 1 each)	420.05	420.05
(ii) 105,02,50,000 redeemable preference shares of ₹ 1 each (March 31, 2014 : 105,02,50,000 redeemable preference shares of ₹ 1 each)	105.03	105.03
	<u>525.08</u>	<u>525.08</u>
Issued, Subscribed and Fully paid up		
195,87,27,979 equity shares of ₹ 1 each (March 31, 2014 : 195,87,27,979 equity shares of ₹ 1 each)	195.87	195.87
	<u>195.87</u>	<u>195.87</u>

The Authorised Share Capital was increased to 420,05,00,000 equity shares of ₹ 1 each and 105,02,50,000 redeemable preference shares of ₹ 1 each pursuant to the amalgamation of two wholly-owned subsidiaries, Retail FullServe Limited and Computational Research Laboratories Limited vide Order dated March 22, 2013 and TCS e-Serve Limited vide Order dated September 6, 2013 of the Hon'ble High Court of Judicature at Bombay.

(a) Reconciliation of number of shares

	As at March 31, 2015		As at March 31, 2014	
	Number of shares	Amount (₹ crores)	Number of shares	Amount (₹ crores)
Equity shares				
Opening balance	195,87,27,979	195.87	195,72,20,996	195.72
Issued during the year	-	-	15,06,983	0.15
Closing balance	<u>195,87,27,979</u>	<u>195.87</u>	<u>195,87,27,979</u>	<u>195.87</u>
Preference shares				
Opening balance	-	-	100,00,00,000	100.00
Redeemed during the year	-	-	(100,00,00,000)	(100.00)
Closing balance	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

Notes forming part of the Financial Statements

(b) Rights, preferences and restrictions attached to shares

Equity shares

The Company has one class of equity shares having a par value of ₹ 1 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Preference shares

Preference shares carried a fixed cumulative dividend of 1% per annum and a variable non-cumulative dividend of 1% of the difference between the rate of dividend declared during the year on the equity shares of the Company and the average rate of dividend declared on the equity shares of the Company for three years preceding the year of issue of the redeemable preference shares.

(c) Shares held by Holding company, its Subsidiaries and Associates

	(₹ crores)	
	As at March 31, 2015	As at March 31, 2014
Equity shares		
Holding company		
144,34,51,698 equity shares (March 31, 2014 : 144,34,51,698 equity shares) are held by Tata Sons Limited	144.35	144.35
Subsidiaries and Associates of Holding company		
10,29,700 equity shares (March 31, 2014 : 10,29,700 equity shares) are held by Tata Industries Limited	0.10	0.10
5,90,452 equity shares (March 31, 2014 : 5,90,452 equity shares) are held by Tata Investment Corporation Limited	0.06	0.06
200 equity shares (March 31, 2014 : 200 equity shares) are held by Tata Capital Limited *	-	-
83,232 equity shares (March 31, 2014 : 83,232 equity shares) are held by Tata International Limited	0.01	0.01
24,400 equity shares (March 31, 2014 : 24,400 equity shares) are held by Tata Steel Limited *	-	-
452 equity shares (March 31, 2014 : 452 equity shares) are held by The Tata Power Company Limited *	-	-
Total	144.52	144.52

* Equity shares having value less than ₹ 50,000

(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2015	As at March 31, 2014
Equity shares		
Tata Sons Limited, the Holding company	144,34,51,698	144,34,51,698
	73.69%	73.69%

(e) Equity shares allotted as fully paid up (during 5 years preceding March 31, 2015) including equity shares issued pursuant to contract without payment being received in cash

15,06,983 equity shares of ₹ 1 each have been issued to the shareholders of TCS e-Serve Limited in terms of the composite scheme of arrangement ("the Scheme") sanctioned by the High Court of Judicature at Bombay vide their order dated September 6, 2013.

Notes forming part of the Financial Statements

4) RESERVES AND SURPLUS

Reserves and surplus consist of the following:

	As at March 31, 2015	As at March 31, 2014
		(₹ crores)
(a) Capital redemption reserve		
(i) Opening balance	100.00	-
(ii) Transferred on amalgamation (Refer Note 29)	0.40	-
(iii) Addition during the year (net)	-	100.00
	100.40	100.00
(b) Capital reserve		
(i) Opening balance	-	-
(ii) Transferred on amalgamation (Refer Note 29)	0.34	-
	0.34	-
(c) Securities premium reserve		
(i) Opening balance	1918.87	1918.47
(ii) Transferred on amalgamation	-	0.40
	1918.87	1918.87
(d) Foreign currency translation reserve		
(i) Opening balance	225.85	174.61
(ii) (Deduction) / addition during the year (net)	(7.39)	51.24
	218.46	225.85
(e) Hedging reserve account (Refer Note 39)		
(i) Opening balance	29.64	55.49
(ii) Transferred on amalgamation	-	(8.33)
(iii) Addition / (deduction) during the year (net)	121.11	(17.52)
	150.75	29.64
(f) General reserve		
(i) Opening balance	5161.20	5515.11
(ii) Adjustment on amalgamation (Refer Note 29)	(34.20)	(2201.40)
(iii) Transferred from surplus in statement of profit and loss	1925.69	1847.49
	7052.69	5161.20
(g) Surplus in statement of profit and loss		
(i) Opening balance	36420.45	24602.85
(ii) Add: Transferred on amalgamation (Refer Note 29)	71.78	2375.22
(ii) Add : Profit for the year	19256.96	18474.92
	55749.19	45452.99
Less : Appropriations		
(a) Interim dividends on equity shares	10772.92	2349.87
(b) Proposed final dividend on equity shares	4700.95	3917.46
(c) Dividend on redeemable preference shares	-	28.76
(d) Tax on dividend	2591.54	788.96
(e) Write back of tax on dividend of prior year	(20.97)	-
(f) Capital redemption reserve	-	100.00
(g) General reserve	1925.69	1847.49
	35779.06	36420.45
	45220.57	43856.01

The Board of Directors at their meeting held on April 16, 2015 recommended a final dividend of ₹ 24 per equity share.

Notes forming part of the Financial Statements

5) LONG-TERM BORROWINGS

Long-term borrowings consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Secured loans		
Long-term maturities of obligations under finance lease (Refer Note 34)	64.13	88.64
(b) Unsecured loans		
Borrowings from entity other than banks	0.58	1.05
	64.71	89.69

Obligations under finance lease are secured against fixed assets obtained under finance lease arrangements.

6) DEFERRED TAX BALANCES

Deferred tax balances consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Deferred tax liabilities (net)		
(i) Foreign branch profit tax	256.03	217.88
(ii) Depreciation and amortisation	15.43	8.99
	271.46	226.87
(b) Deferred tax assets (net)		
(i) Depreciation and amortisation	(146.58)	(57.57)
(ii) Employee benefits	180.90	152.74
(iii) Operating lease liabilities	65.69	55.47
(iv) Provision for doubtful receivables, loans and advances	129.04	93.68
(v) Others	74.42	29.26
	303.47	273.58

7) OTHER LONG-TERM LIABILITIES

Other long-term liabilities consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Capital creditors	67.53	92.27
(b) Operating lease liabilities	310.90	254.18
(c) Others	343.72	343.99
	722.15	690.44

Others include advance taxes paid of ₹ 333.28 crores (March 31, 2014: ₹ 333.28 crores) by the seller of TCS e-Serve Limited which, on refund by tax authorities, is payable to the seller.

8) LONG-TERM PROVISIONS

Long-term provisions consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Provision for employee benefits :		
(i) Gratuity	-	137.70
(ii) Other post retirement benefits	32.43	31.23
(b) Provision for foreseeable loss on a long-term contract	94.48	110.68
	126.91	279.61

Notes forming part of the Financial Statements

9) SHORT-TERM BORROWINGS

Short-term borrowings consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
Unsecured Loans		
Overdraft from bank	185.56	-
	<u>185.56</u>	<u>-</u>

10) OTHER CURRENT LIABILITIES

Other current liabilities consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Current maturities of long-term debt	0.47	0.47
(b) Current maturities of obligations under finance lease (Refer Note 34)	22.11	25.32
(c) Interest accrued but not due on borrowings	0.02	0.03
(d) Income received in advance	854.67	753.74
(e) Unclaimed dividends	19.41	13.49
(f) Advance received from customers	26.18	21.96
(g) Operating lease liabilities	44.86	26.26
(h) Fair value of foreign exchange forward and currency option contracts secured against trade receivables	19.75	22.95
(i) Statutory liabilities	568.83	585.98
(j) Capital creditors	299.05	418.74
(k) Liabilities for cost related to customer contracts	615.99	566.37
(l) Other payables	20.13	25.01
	<u>2491.47</u>	<u>2460.32</u>

Obligations under finance lease are secured against fixed assets obtained under finance lease arrangements.

11) SHORT-TERM PROVISIONS

Short-term provisions consist of the following:

(₹ crores)

	As at March 31, 2015	As at March 31, 2014
(a) Provision for employee benefits	951.52	761.99
(b) Proposed final dividend on equity shares	4700.95	3917.46
(c) Proposed dividend on redeemable preference shares	-	28.76
(d) Tax on dividend	939.91	670.66
(e) Current income taxes (net)	323.93	411.35
(f) Provision for foreseeable loss on a long-term contract	103.04	37.61
	<u>7019.35</u>	<u>5827.83</u>

Provision for employee benefits include provision for compensated absences and other short-term employee benefits.

Notes forming part of the Financial Statements

12) FIXED ASSETS

Fixed assets consist of the following:

(i) Tangible assets

Description	Freehold land	Leasehold land	Freehold buildings	Factory buildings	Leasehold buildings	Leasehold improvements	Plant and machinery	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
Gross Block as at April 1, 2014	326.21	209.48	3137.73	2.77	9.81	976.73	10.29	3464.15	25.01	1318.34	942.76	754.73	11178.01
Additions	325.57	193.97	2622.72	2.77	9.81	769.50	10.67	2818.87	22.12	1032.00	759.37	540.15	9107.52
Assets acquired on amalgamation	0.30	1.01	1242.32	-	-	207.97	116.40	709.86	4.72	207.95	241.02	200.90	2932.45
Deletions / Adjustments	0.64	15.51	515.01	-	-	165.80	-	544.12	2.85	220.03	151.36	179.45	1794.77
	-	-	-	-	-	-	-	1.78	0.08	1.74	0.09	0.22	3.91
	-	-	-	-	-	63.92	-	222.07	2.26	79.86	46.09	40.31	454.51
	-	-	(0.34)	-	-	(0.59)	(0.01)	(41.89)	(3.33)	(1.70)	(0.87)	(2.01)	(50.74)
	-	-	-	-	-	(22.49)	(0.38)	(120.91)	(2.22)	(13.55)	(14.06)	(5.18)	(178.79)
Gross Block as at March 31, 2015	326.51	210.49	4379.71	2.77	9.81	1184.11	126.68	4133.90	26.48	1526.33	1183.00	953.84	14063.63
Accumulated depreciation as at April 1, 2014	326.21	209.48	3137.73	2.77	9.81	976.73	10.29	3464.15	25.01	1318.34	942.76	754.73	11178.01
	-	(15.45)	(577.96)	(1.43)	(8.53)	(512.98)	(10.27)	(2483.94)	(15.79)	(589.27)	(409.69)	(665.61)	(5290.92)
	-	(12.58)	(451.33)	(1.23)	(8.34)	(405.62)	(10.60)	(1966.49)	(13.13)	(426.63)	(304.61)	(447.48)	(4048.04)
Depreciation for the year	-	(2.97)	138.11	(0.08)	(0.21)	(119.56)	(5.99)	(555.67)	(5.58)	(259.60)	1.75	(44.38)	(854.18)
	-	(2.87)	(126.64)	(0.20)	(0.21)	(93.75)	(0.05)	(449.53)	(2.81)	(113.26)	(88.10)	(187.88)	(1065.30)
Adjustments on amalgamation	-	-	-	-	-	-	-	(1.53)	(0.08)	(1.21)	(0.06)	(0.22)	(3.10)
	-	-	-	-	-	(35.41)	-	(184.75)	(1.65)	(67.94)	(35.94)	(35.41)	(361.10)
Deletions / Adjustments	-	-	0.08	-	-	0.59	0.01	41.29	3.26	1.63	0.68	1.91	49.45
	-	-	0.01	-	-	21.80	0.38	116.83	1.80	18.56	18.96	5.16	183.52
Accumulated depreciation as at March 31, 2015	-	(18.42)	(439.77)	(1.51)	(8.74)	(631.95)	(16.25)	(2999.85)	(18.19)	(848.45)	(407.32)	(708.30)	(6098.75)
	-	(15.45)	(577.96)	(1.43)	(8.53)	(512.98)	(10.27)	(2483.94)	(15.79)	(589.27)	(409.69)	(665.61)	(5290.92)
Net book value as at March 31, 2015	326.51	192.07	3939.94	1.26	1.07	552.16	110.43	1134.05	8.29	677.88	775.68	245.54	7964.88
	326.21	194.03	2559.77	1.34	1.28	463.75	0.02	980.21	9.22	729.07	533.07	89.12	5887.09

Notes forming part of the Financial Statements

12) FIXED ASSETS (contd.)

(ii) Intangible assets

(₹ crores)

Description	Intellectual property / distribution rights	Rights under licensing agreement	Total
Gross Block as at April 1, 2014	13.21	124.51	137.72
	<i>12.63</i>	<i>63.21</i>	<i>75.84</i>
Additions	-	0.06	0.06
	<i>0.58</i>	<i>3.02</i>	<i>3.60</i>
Assets acquired on amalgamation	-	3.84	3.84
	-	<i>57.94</i>	<i>57.94</i>
Deletions / Adjustments	-	-	-
	-	<i>0.34</i>	<i>0.34</i>
Gross Block as at March 31, 2015	13.21	128.41	141.62
	<i>13.21</i>	<i>124.51</i>	<i>137.72</i>
Accumulated amortisation as at April 1, 2014	(12.43)	(83.19)	(95.62)
	<i>(11.82)</i>	<i>(19.22)</i>	<i>(31.04)</i>
Amortisation for the year	(0.68)	(10.53)	(11.21)
	<i>(0.61)</i>	<i>(14.64)</i>	<i>(15.25)</i>
Adjustments on amalgamation	-	(3.38)	(3.38)
	-	<i>(49.19)</i>	<i>(49.19)</i>
Deletions / Adjustments	-	-	-
	-	<i>(0.14)</i>	<i>(0.14)</i>
Accumulated amortisation as at March 31, 2015	(13.11)	(97.10)	(110.21)
	<i>(12.43)</i>	<i>(83.19)</i>	<i>(95.62)</i>
Net book value as at March 31, 2015	0.10	31.31	31.41
	<i>0.78</i>	<i>41.32</i>	<i>42.10</i>

(iii) Capital work-in-progress

(₹ crores)

Description	Total
Capital work-in-progress	2706.94
	<i>3047.53</i>

Previous years' figures are in italics.

- (a) Freehold buildings include ₹ 2.67 crores (March 31, 2014: ₹ 2.67 crores) being value of investment in shares of Co-operative Housing Societies and Limited Companies.
- (b) Net book value of computer equipment of ₹ 18.49 crores (March 31, 2014: ₹ 30.54 crores) and leasehold improvements of ₹ 56.65 crores (March 31, 2014: ₹ 67.13 crores) are under finance lease.
- (c) Legal formalities relating to conveyance of freehold buildings having net book value ₹ 5.18 crores (March 31, 2014: ₹ 9.81 crores) are pending completion.

Notes forming part of the Financial Statements

13) NON-CURRENT INVESTMENTS

Non-current investments consist of the following:

(₹ crores)

In Numbers	Currency	Face Value Per share	Description	As at March 31, 2015	As at March 31, 2014
(A) TRADE INVESTMENTS (at cost)					
(i) Subsidiary companies					
(a) Fully paid equity shares (quoted)					
1,54,89,922	INR	10	CMC Limited	379.89	379.89
(b) Fully paid equity shares (unquoted)					
2,12,27,83,424	Peso	1	TCS Iberoamerica SA	461.31	461.31
15,75,300	INR	10	APOnline Limited	-	-
1,300	EUR	-	Tata Consultancy Services Belgium S.A.	1.06	1.06
66,000	EUR	1000	Tata Consultancy Services Netherlands BV	402.87	402.87
1,000	SEK	100	Tata Consultancy Services Sverige AB	18.89	18.89
1	EUR	-	Tata Consultancy Services Deutschland GmbH	1.72	1.72
20,000	USD	10	Tata America International Corporation	452.92	452.92
75,82,820	SGD	1	Tata Consultancy Services Asia Pacific Pte Ltd.	18.69	18.69
-	INR	-	WTI Advanced Technology Limited (Shares cancelled on amalgamation) (Refer Note 29)	-	38.52
3,72,58,815	AUD	1	TCS FNS Pty Limited	211.72	211.72
10,00,001	GBP	1	Diligenta Limited	429.05	429.05
1,000	USD	-	Tata Consultancy Services Canada Inc. *	-	-
100	CAD	70653.61	Tata Consultancy Services Canada Inc.	31.25	31.25
51,00,000	INR	10	C-Edge Technologies Limited	5.10	5.10
8,90,000	INR	10	MP Online Limited	0.89	0.89
-	Dirhams	-	Tata Consultancy Services Morocco SARL AU (Shares cancelled on voluntary liquidation)	-	8.17
1,40,00,000	RAND	1	Tata Consultancy Services (Africa) (PTY) Ltd. (56,00,000 shares subscribed during the year)	65.75	4.92
18,89,000	INR	10	MahaOnline Limited	1.89	1.89
-	QAR	-	Tata Consultancy Services Qatar S.S.C.	2.44	2.44
-	USD	-	Computational Research Laboratories Inc. (Shares cancelled on voluntary liquidation)	-	-
10,00,000	INR	100	TCS e-Serve International Limited	10.00	10.00
10,00,000	INR	10	TCS Foundation	-	-
(c) Fully paid preference shares (unquoted)					
1,10,00,000	GBP	1	Diligenta Limited 10% cumulative redeemable preference shares (2,50,00,000 cumulative preference shares redeemed during the year)	101.75	359.45
(ii) Others					
(a) Fully paid equity shares (quoted)					
46,386	USD	0.001	Yodlee, Inc.	-	-
(b) Fully paid equity shares (unquoted)					
25,00,000	INR	10	National Power Exchange Limited	2.50	2.50
1,90,00,000	INR	10	Taj Air Limited	19.00	19.00
69	EUR	297	ALMC HF *	-	-
20,00,000	INR	10	KOOH Sports Private Limited	3.00	3.00
1	INR	10	Ruralshores Business Services Private Limited*	-	-

Notes forming part of the Financial Statements

13) NON-CURRENT INVESTMENTS (contd.)

(₹ crores)

In Numbers	Currency	Face Value Per share	Description	As at March 31, 2015	As at March 31, 2014
4,86,617	INR	10	(c) Fully paid preference shares (unquoted) Ruralshores Business Services Private Limited	25.00	25.00
			(B) OTHERS		
1,000	INR	100000	(i) Mutual and other funds (unquoted) India Innovation Fund (₹ 70,384 paid up per share)	7.04	6.36
-	INR	-	(ii) Government securities (unquoted) 8.26% Government of India Bond (2027)	-	25.00
			(iii) Bonds and Debentures (unquoted)	-	
			The Industrial Development Bank of India		
-	INR	-	8.00% IDBI Bonds (2018)	-	0.10
			Infrastructure Development Finance Company Limited		
-	INR	-	9.225% non-convertible debentures (2015)	-	98.08
-	INR	-	8.49% non-convertible debentures (2016)	-	19.05
-	INR	-	9.15% non-convertible debentures (2016)	-	48.63
			LIC Housing Finance Limited		
-	INR	-	8.76% non-convertible debentures (2015)	-	29.36
-	INR	-	9.02% non-convertible debentures (2015)	-	97.32
-	INR	-	9.21% non-convertible debentures (2015)	-	29.35
-	INR	-	9.38% non-convertible debentures (2015)	-	24.36
-	INR	-	9.39% non-convertible debentures (2015)	-	49.25
-	INR	-	9.60% non-convertible debentures (2015)	-	73.83
-	INR	-	9.62% non-convertible debentures (2015)	-	14.76
-	INR	-	9.62% non-convertible debentures (2015)	-	9.92
-	INR	-	9.90% non-convertible debentures (2015)	-	24.70
-	INR	-	9.75% non-convertible debentures (2015)	-	4.93
-	INR	-	9.75% non-convertible debentures (2016)	-	19.85
			Panatone Finvest Limited		
-	INR	-	9.50% non-convertible debentures (2016)	-	200.00
			Power Finance Corporation Limited		
-	INR	-	9.46% Bonds (2015)	-	24.45
			State Bank of India		
-	INR	-	9.05% Bonds (2020)	-	33.40
			Tata Capital Housing Finance Limited		
-	INR	-	10.05% non-convertible debentures (2017)	-	25.00
			Tata Chemicals Limited		
-	INR	-	10.00% non-convertible debentures (2019)	-	25.00
			Tata Housing Development Company Limited		
-	INR	-	10.20% non-convertible debentures (2017)	-	66.98
			Tata Motors Limited		
-	INR	-	9.05% non-convertible debentures (2015)	-	96.84
-	INR	-	9.15% non-convertible debentures (2015)	-	43.67
-	INR	-	9.22% non-convertible debentures (2015)	-	24.10
-	INR	-	9.69% non-convertible debentures (2019)	-	75.00
-	INR	-	10.00% non-convertible debentures (2019)	-	125.00

Notes forming part of the Financial Statements

13) NON-CURRENT INVESTMENTS (contd.)

				(₹ crores)	
In Numbers	Currency	Face Value Per share	Description	As at March 31, 2015	As at March 31, 2014
Tata Sons Limited					
-	INR	-	8.80% non-convertible debentures (2015)	-	53.48
-	INR	-	9.98% non-convertible debentures (2015)	-	144.78
-	INR	-	9.30% non-convertible debentures (2015)	-	4.89
-	INR	-	9.67% non-convertible debentures (2015)	-	58.95
-	INR	-	9.78% non-convertible debentures (2015)	-	172.80
-	INR	-	9.75% non-convertible debentures (2016)	-	7.00
-	INR	-	9.68% non-convertible debentures (2017)	-	127.12
-	INR	-	9.85% non-convertible debentures (2017)	-	19.76
-	INR	-	9.87% non-convertible debentures (2017)	-	86.61
-	INR	-	9.87% non-convertible debentures (2017)	-	114.44
-	INR	-	8.85% non-convertible debentures (2018)	-	47.35
-	INR	-	8.97% non-convertible debentures (2020)	-	50.00
-	INR	-	9.10% non-convertible debentures (2020)	-	15.00
ALMC HF					
69	EUR	297	0 % Bonds (2014)	0.12	0.12
				2653.85	5106.84
Provision for diminution in value of investments				(2.62)	(8.29)
				2651.23	5098.55
Book value of quoted investments				379.89	379.89
Book value of unquoted investments (net of provision)				2271.34	4718.66
Market value of quoted investments				2974.41	2151.32

* Non-current investments having a value of less than ₹ 50,000.

The Company has given an undertaking to the investors of KOOH Sports Private Limited not to transfer its shareholding prior to the expiry of thirty-six months from the completion date of the investment agreement except with the prior written consent of the other parties to the agreement. The restriction is valid as on March 31, 2015.

The Company has given letter of comfort to various banks for credit and / or foreign exchange hedging facilities availed by its subsidiaries (a) Tata America International Corporation, (b) Tata Consultancy Services Switzerland Limited, (c) Tata Consultancy Services Sverige AB, (d) Tata Consultancy Services Belgium S.A., (e) Tata Consultancy Services Deutschland GmbH, (f) Tata Consultancy Services De Mexico S.A. De CV, (g) Tata Consultancy Services Netherlands BV (h) Tata Consultancy Services Asia Pacific Pte Ltd, (i) Tata Consultancy Services Qatar S.S.C. (j) TCS Italia SRL, (k) Tata Consultancy Services France S.A.S., (l) Tata Consultancy Services Malaysia Sdn Bhd, and (m) Tata Consultancy Services Luxembourg S.A. As per the terms of letter of comfort, the Company undertakes not to divest its ownership interest directly or indirectly in the subsidiaries and provide such managerial, technical and financial assistance to ensure continued successful operations of the subsidiaries.

On July 1, 2014, the Company through its wholly owned subsidiary Tata Consultancy Services Asia Pacific Pte Ltd., acquired a controlling interest (51%) in IT Frontier Corporation (referred to as ITF) from Mitsubishi Corporation in Japan in exchange for a total purchase consideration of ₹ 357.93 crores (USD 59.60 million) consisting of a transfer of 49% ownership interest in Tata Consultancy Services Japan Ltd. to Mitsubishi Corporation and a cash consideration of ₹ 288.88 crores (USD 48.10 million).

On August 7, 2014, Tata Consultancy Services Morocco SARL AU, a wholly owned subsidiary, has been voluntarily liquidated.

On February 18, 2015, Computational Research Laboratories Inc., a wholly owned subsidiary, has been voluntarily liquidated.

On September 16, 2014, the Company acquired additional 40% ownership interest in Tata Consultancy Services (Africa) (Pty) Ltd, for a purchase consideration of ₹ 60.83 crores (USD 10 million) from Tata Africa Holdings (SA) Proprietary Limited and thereby making it a wholly owned subsidiary of the Company.

On March 23, 2015, TCS Management Pty Ltd., a wholly owned subsidiary of TCS FNS Pty Limited, has been voluntarily liquidated.

On March 25, 2015 the Company subscribed to 100% Share Capital of TCS Foundation, a not for profit initiative registered under Section 8 of the Companies Act, 2013 with a paid-up capital of ₹ 1 crore. TCS Foundation aims at promoting projects and / or programmes relating to Corporate Social Responsibility activities of the Company and its subsidiaries.

Notes forming part of the Financial Statements

14) LONG-TERM LOANS AND ADVANCES

Long-term loans and advances (unsecured) consist of the following:

	As at March 31, 2015	As at March 31, 2014
	(₹ crores)	
(a) Considered good		
(i) Capital advances	201.90	351.99
(ii) Security deposits	538.00	548.23
(iii) Loans and advances to employees	8.88	7.04
(iv) Loans and advances to related parties	21.98	138.41
(v) Advance tax (including refunds receivable (net))	3884.22	2913.02
(vi) MAT Credit entitlement	1801.78	1810.61
(vii) Indirect tax recoverable	48.89	54.76
(viii) Inter-corporate deposits	1572.00	858.00
(ix) Prepaid expenses	354.18	189.68
(x) Other amounts recoverable in cash or kind or for value to be received	20.72	3.80
(b) Considered doubtful		
(i) Security deposits	0.15	0.15
(ii) Loans and advances to related parties	-	19.37
Less : Provision for doubtful loans and advances	(0.15)	(19.52)
	8452.55	6875.54
Loans and advances to related parties, considered good, comprise:		
Tata Sons Limited	2.74	2.74
TCS FNS Pty Limited	6.18	10.02
CMC Limited	12.67	0.26
Tata Realty and Infrastructure Limited	0.39	45.39
Tata Capital Financial Services Limited	-	80.00
Loans and advances to related parties, considered doubtful, comprise:		
Tata Consultancy Services Morocco SARL AU	-	19.37

15) OTHER NON-CURRENT ASSETS

Other non-current assets consist of the following:

	As at March 31, 2015	As at March 31, 2014
	(₹ crores)	
(a) Interest receivable	24.33	34.52
(b) Long-term bank deposits	500.00	1477.00
(c) Earmarked balances with banks	0.35	25.00
(d) Discount on bonds and debentures receivable on maturity	-	8.47
	524.68	1544.99

Notes forming part of the Financial Statements

16) CURRENT INVESTMENTS

Current investments consist of the following:

(₹ crores)

In Numbers	Currency	Face Value Per share	Description	As at March 31, 2015	As at March 31, 2014
(i) Mutual and other funds (unquoted)					
60,00,000	INR	10	HDFC Debt Fund for Cancer Cure - 50% Dividend Donation Option	6.00	6.00
42,98,238	INR	100	Birla Sun Life Cash Plus - Growth-Direct Plan	96.47	-
2,60,751	INR	1000	L&T Liquid Fund Direct Plan - Growth	50.00	-
11,42,663	INR	1000	Tata Liquid Fund Direct Plan - Growth	295.00	-
13,61,292	INR	10	Tata Money Market Fund Direct Plan	300.00	-
(ii) Bonds and Debentures (unquoted)					
Housing Development Finance Corporation Limited					
-	INR	-	9.20% non-convertible debentures (2015)	-	34.83
Housing Urban Development Corporation Limited					
-	INR	-	10.00% Bonds (2014)	-	1.50
Infrastructure Development Finance Company Limited					
-	INR	-	9.20% non-convertible debentures (2015)	-	49.20
-	INR	-	9.36% non-convertible debentures (2015)	-	73.42
LIC Housing Finance Limited					
-	INR	-	9.80% non-convertible debentures (2015)	-	19.84
National Housing Bank					
-	INR	-	9.37% Bonds (2015)	-	39.15
Power Finance Corporation Limited					
-	INR	-	8.60% non-convertible debentures (2014)	-	34.26
-	INR	-	8.85% non-convertible debentures (2014)	-	68.15
-	INR	-	9.63% Bonds (2014)	-	98.19
-	INR	-	9.55% Bonds (2015)	-	49.03
Rural Electrification Corporation					
-	INR	-	8.84% Bonds (2014)	-	19.45
Tata Motors Limited					
-	INR	-	9.85% non-convertible debentures (2015)	-	39.43
Tata Sons Limited					
-	INR	-	10.25% non-convertible debentures (2014)	-	25.00
-	INR	-	9.78% non-convertible debentures (2015)	-	164.13
Pre-acquisition interest					
				747.47	733.87

Notes forming part of the Financial Statements

17) INVENTORIES

Inventories consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Raw materials, sub-assemblies and components	10.07	7.23
(b) Finished goods and Work-in-progress	0.46	0.61
(c) Goods-in-transit (raw materials)	1.81	0.73
	12.34	8.57

Inventories are carried at the lower of cost and net realisable value.

18) UNBILLED REVENUE

Unbilled revenue as at March 31, 2015 amounting to ₹ 2439.36 crores (March 31, 2014: ₹ 2626.08 crores) primarily includes revenue recognised in relation to efforts incurred on turnkey contracts priced on a fixed time, fixed price basis.

19) TRADE RECEIVABLES

Trade receivables (Unsecured) consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Over six months from the date they were due for payment		
(i) Considered good	1825.69	1658.48
(ii) Considered doubtful	322.17	224.68
(b) Others		
(i) Considered good	15211.07	12813.41
(ii) Considered doubtful	22.93	-
	17381.86	14696.57
Less: Provision for doubtful receivables	(345.10)	(224.68)
	17036.76	14471.89

20) CASH AND BANK BALANCES

Cash and bank balances consist of the following:

	As at March 31, 2015	As at March 31, 2014
(a) Cash and cash equivalents		
(i) Balances with banks		
In current accounts	303.90	264.69
In deposit accounts with original maturity less than three months	77.64	141.85
(ii) Cheques on hand	46.49	14.81
(iii) Cash on hand	0.50	1.00
(iv) Remittances in transit	1.25	16.02
	429.78	438.37
(b) Other bank balances		
(i) Earmarked balances with banks	69.97	14.99
(ii) Short-term bank deposits	16002.75	12112.90
	16502.50	12566.26

Notes forming part of the Financial Statements

21) SHORT-TERM LOANS AND ADVANCES

Short-term loans and advances (Unsecured) consist of the following:

	As at March 31, 2015	As at March 31, 2014
(₹ crores)		
(a) Considered good		
(i) Loans and advances to employees	272.59	260.20
(ii) Loans and advances to related parties	12.32	348.71
(iii) Security deposits	104.17	63.07
(iv) Indirect tax recoverable	157.82	183.88
(v) Inter-corporate deposits	1063.00	1500.00
(vi) Prepaid expenses	1143.00	888.62
(vii) Advance to suppliers	59.76	56.40
(viii) Fair value of foreign exchange forward and currency option contracts	365.38	346.34
(ix) Other amounts recoverable in cash or kind or for value to be received	174.14	40.90
(b) Considered doubtful		
(i) Loans and advances to employees	49.13	42.28
(ii) Security deposits	2.60	3.11
(iii) Indirect tax recoverable	1.74	-
(iv) Advance to suppliers	2.89	3.89
(v) Other amounts recoverable in cash or kind or for value to be received	2.00	2.96
Less : Provision for doubtful loans and advances	(58.36)	(52.24)
	3352.18	3688.12
Loans and advances to related parties, considered good, comprise:		
TCS FNS Pty Limited	5.10	39.46
Tata Consultancy Services Asia Pacific Pte Ltd.	-	1.02
CMC Limited	0.73	0.68
CMC America Inc.	-	0.01
Tata Consultancy Services (Africa) (Pty) Limited	0.55	-
TCS e-Serve International Limited	0.40	-
C-Edge Technologies Limited	5.49	7.48
Tata America International Corporation	0.03	-
APOnline Limited	0.01	-
Tata Realty and Infrastructure Limited	-	50.00
Tata AIG General Insurance Company Limited	0.01	0.02
Tata Housing Development Company Limited	-	50.00
Tata Capital Financial Services Limited	-	200.00
Infiniti Retail Limited	-	0.04

22) OTHER CURRENT ASSETS

Other current assets consist of the following:

	As at March 31, 2015	As at March 31, 2014
(₹ crores)		
(a) Interest receivable	339.53	715.61
(b) Dividend receivable	-	19.25
(c) Discount on bonds and debentures receivable on maturity	-	5.16
	339.53	740.02

Notes forming part of the Financial Statements

23) REVENUE FROM OPERATIONS

Revenue from operations consist of revenue from:

	(₹ crores)	
	2015	2014
(a) Information technology and consultancy services	72160.74	63332.83
(b) Sale of equipment and software licenses	1417.32	1340.10
	73578.06	64672.93

24) OTHER INCOME (NET)

Other income (net) consist of the following:

	(₹ crores)	
	2015	2014
(a) Interest income	1554.93	1280.07
(b) Dividend income	1335.13	1610.95
(c) Profit on redemption of mutual funds and sale of other investments (net)	225.99	162.77
(d) Rent	2.85	4.70
(e) Profit on sale of fixed assets (net)	2.94	2.01
(f) Exchange gain (net)	1278.63	5.00
(g) Miscellaneous income	66.26	49.21
	4466.73	3114.71
Interest income comprise:		
Interest on bank deposits	1165.11	676.84
Interest on inter-corporate deposits	264.14	330.50
Interest on long-term bonds and debentures	120.32	254.05
Interest on loan given to subsidiary	1.12	2.48
Others	4.24	16.20
Dividend income comprise:		
Dividends from subsidiaries (non-current trade investments)	1334.65	1610.60
Dividends from mutual funds (current investments)	0.48	0.35
Profit on redemption of mutual funds and sale of other investments (net) comprise :		
From non-current investments (net)	24.78	0.36
From current investments (net)	201.21	162.41
Exchange gain (net) include:		
Gain / (Loss) on foreign exchange forward and currency option contracts which have been designated as Cash Flow Hedges. (Refer Note 39)	344.60	(749.49)

25) EMPLOYEE BENEFIT EXPENSE

Employee benefit expense consist of the following:

	(₹ crores)	
	2015	2014
(a) Salaries and incentives (Refer Note 50)	24441.85	19039.28
(b) Contributions : (Refer Note 30)		
(i) Provident fund	571.65	514.91
(ii) Superannuation scheme	163.47	136.29
(iii) Gratuity fund	301.42	130.02
(iv) Social security and other plans for overseas employees	501.25	382.66
(c) Staff welfare expenses	1388.68	1263.40
	27368.32	21466.56

Notes forming part of the Financial Statements

26) OPERATION AND OTHER EXPENSES

Operation and other expenses consist of the following:

(₹ crores)

	2015	2014
(a) Overseas business expenses	11817.63	10149.37
(b) Services rendered by business associates and others	5046.61	4398.42
(c) Software, hardware and material costs	2932.16	2442.64
(d) Communication expenses	641.50	529.48
(e) Travelling and conveyance expenses	812.94	671.40
(f) Rent	1072.70	1044.05
(g) Legal and professional fees	333.54	277.84
(h) Repairs and maintenance	491.18	404.36
(i) Electricity expenses	493.36	463.25
(j) Bad debts written off (net)	5.69	2.37
(k) Provision for doubtful receivables (net)	124.56	68.26
(l) Advances written off / (recovered) (net)	19.50	(0.12)
(m) Provision for doubtful advances (net)	(13.10)	8.78
(n) Recruitment and training expenses	235.10	205.06
(o) Diminution in value of long-term investments	2.50	-
(p) Printing and stationery	39.75	40.91
(q) Insurance	22.33	22.32
(r) Rates and taxes	95.59	79.05
(s) Entertainment	44.97	40.04
(t) Other expenses (Refer Note 36)	963.03	825.17
	25181.54	21672.65
(i) Overseas business expenses comprise:		
Travel expenses	930.73	833.09
Employee allowances	10886.90	9316.28
(ii) Repairs and maintenance comprise:		
Buildings	227.72	207.17
Office and computer equipment	263.46	197.19
(iii) Software, hardware and material costs include:		
Material costs		
(a) Raw materials, sub-assemblies and components consumed	64.62	39.77
(b) Opening stock:		
Finished goods and work-in-progress	0.61	0.54
(c) Less: Closing stock:		
Finished goods and work-in-progress	0.46	0.61
	0.15	(0.07)
	64.77	39.70
(iv) Other expenses include:		
(a) Stores and spare parts consumed	0.06	0.02
(b) Donation to Electoral Trust	1.49	-

27) FINANCE COSTS

Finance costs consist of the following:

(₹ crores)

	2015	2014
Interest expense	79.57	23.41
	79.57	23.41

Notes forming part of the Financial Statements

- 28)** Current tax includes additional provision (net) of ₹ 61.33 crores (March 31, 2014 : additional provision (net) ₹ 467.62 crores) in domestic and certain overseas jurisdictions relating to earlier years. The impact of MAT entitlement of earlier period is ₹ 8.83 crores (March 31, 2014 : ₹ 451.92 crores).

29) AMALGAMATION OF COMPANIES

WTI Advanced Technology Limited

a) Nature of business

WTI Advanced Technology Limited is engaged in the business of Information Technology (IT) and Information Technology Engineering Services (ITES). The Company holds 100.00% of the voting power of WTI Advanced Technology Limited.

- b)** WTI Advanced Technology Limited has been amalgamated with the Company with effect from April 1, 2014 ("the appointed date") in terms of the scheme of amalgamation (Scheme) sanctioned by the High Court of Judicature at Bombay vide their Order dated March 27, 2015. Pursuant thereto all assets, unbilled revenue, debts, outstandings, credits, liabilities, benefits under income tax, service tax, excise, value added tax, sales tax (including deferment of sales tax), benefits for and under Software Technology Parks of India (STPI), duties and obligations of WTI Advanced Technology Limited, have been transferred to and vested in the Company retrospectively with effect from April 1, 2014.

Since WTI Advanced Technology Limited, amalgamated as aforesaid, was wholly owned by the Company, no shares were exchanged to effect the amalgamation.

- c)** The amalgamation has been accounted for under the 'pooling of interests' method as prescribed by Accounting Standard 14 specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Accordingly, the assets, liabilities and reserves of WTI Advanced Technology Limited as at April 1, 2014 have been taken over at their book values and in the same form.

The difference between the amounts recorded as investments of the Company and the amount of Share Capital of WTI Advanced Technology Limited has been adjusted in the General Reserve.

Accordingly, the amalgamation has resulted in transfer of assets, liabilities and reserves in accordance with the terms of the Scheme at the following summarised values:

Particulars	Amalgamation of WTI Advanced Technology Limited
Appointed date of amalgamation	April 1, 2014
Assets	
Fixed Assets (Net)	1.27
Trade receivables	18.26
Cash and bank balances	41.59
Investments	7.75
Loans and advances and other assets	9.83
Less: Liabilities	
Trade payables, other liabilities and provisions	1.86
Total net assets acquired	76.84
Less:	
Adjustment for cancellation of Company's investment in WTI Advanced Technology Limited	38.52
Less: Transfer of Capital subsidy reserve of WTI Advanced Technology Limited	0.34
Less: Transfer of Capital redemption reserve of WTI Advanced Technology Limited	0.40
Less: Transfer of balances of Surplus in Statement of Profit and Loss account of WTI Advanced Technology Limited	71.78
Balance transferred to general reserve as at appointed date	(34.20)

Notes forming part of the Financial Statements

30) EMPLOYEE RETIREMENT BENEFITS

(a) Defined contribution plans

The Company makes Provident fund, Superannuation fund and foreign defined contribution fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. In respect of Provident fund contributions to trust set up for this purpose, the Company is generally liable for annual contribution and any deficiency in interest cost compared to interest computed based on the rate of interest declared by the Central Government under the Employees' Provident Fund Scheme, 1952. In addition to such contributions, the Company also recognises potential deficiency in interest, if any, computed as per actuarial valuation of interest as an expense in the year it is determined.

As of March 31, 2015, the fair value of the assets of the fund and the accumulated members' corpus is ₹ 7939.41 crores and ₹ 7419.41 crores respectively. In accordance with an actuarial valuation, there is no deficiency in the interest cost as the present value of the expected future earnings on the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of 8.75%. The actuarial assumptions include discount rate of 8.00% and an average expected future period of 7.35 years.

The Company recognised ₹ 571.65 crores (March 31, 2014: ₹ 514.91 crores) for provident fund contributions and ₹ 163.47 crores (March 31, 2014: ₹ 136.29 crores) for superannuation contributions in the statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

The Company has contributed ₹ 267.63 crores (March 31, 2014: ₹ 177.75 crores) towards foreign defined contribution plans.

(b) Defined benefit plans

The Company makes annual contributions to the Employees' Group Gratuity-cum-Life Assurance Scheme, a funded defined benefit plan for eligible employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for service less than 15 years, three-fourth month's salary for service of 15 years to 19 years and one month salary for service of 20 years and more, payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

The present value of the defined benefit obligation and the related current service cost are measured using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date.

The following table sets out funded status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2015.

		(₹ crores)	
		As at March 31, 2015	As at March 31, 2014
i) Change in benefit obligations:			
Projected benefit obligation, beginning of the year		987.22	830.16
Service cost		163.69	151.72
Interest cost		95.87	68.46
Liabilities transferred on amalgamation		0.47	21.58
Actuarial loss / (gain)		131.41	(21.14)
Benefits paid		(114.54)	(67.48)
Past service cost		0.20	3.92
Projected benefit obligation, end of the year		1264.32	987.22
		(₹ crores)	
		As at March 31, 2015	As at March 31, 2014
ii) Change in plan assets:			
Fair value of plan assets, beginning of the year		849.52	593.50
Expected return on plan assets		83.79	51.04
Employers' contributions		616.53	227.88
Assets transferred on amalgamation		0.65	22.68
Benefits paid		(114.54)	(67.48)
Actuarial gain		5.96	21.90
Fair value of plan assets, end of the year		1441.91	849.52
Excess / (deficit) of plan assets over obligations		177.59	(137.70)
Accrued asset / (liability)		177.59	(137.70)

Notes forming part of the Financial Statements

30) EMPLOYEE RETIREMENT BENEFITS (contd.)

	(₹ crores)	
	2015	2014
iii) Net gratuity cost:		
Service cost	163.69	151.72
Interest on defined benefit obligation	95.87	68.46
Expected return on plan assets	(83.79)	(51.04)
Net Actuarial losses / (gains) recognised in the year	125.45	(43.04)
Past service cost	0.20	3.92
Net gratuity cost	301.42	130.02
Actual return on plan assets	89.75	72.94

	(₹ crores)	
	As at March 31, 2015	As at March 31, 2014
iv) Category of assets:		
Corporate Bonds	174.55	-
Insurer managed funds	737.67	849.49
Government Securities	265.55	-
Bank balance	217.33	-
Others	46.81	0.04
Total	1441.91	849.53

	As at March 31, 2015	As at March 31, 2014
v) Assumptions used in accounting for gratuity plan:		
	%	%
Discount rate	8.00	9.00
Salary escalation rate	6.00	6.00
Expected rate of return on plan assets	8.00	9.00

The estimate of future salary increase considered in actuarial valuation takes account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risk of asset management, historical results of the return on plan assets and the Company's policy for plan asset management.

	(₹ crores)				
	2015	2014	2013	2012	2011
Experience adjustment					
On plan liabilities loss / (gain)	32.06	(56.09)	(18.10)	43.75	35.00
On plan assets gain	5.96	21.90	4.00	6.63	5.67
Present value of benefit obligation	1264.32	987.22	830.16	679.25	552.80
Fair value of plan assets	1441.91	849.52	593.50	542.04	494.42
Excess / (deficit) of plan assets over obligations	177.59	(137.70)	(236.66)	(137.21)	(58.38)

The expected contribution is based on the same assumptions used to measure the Company's gratuity obligations as at March 31, 2015. The Company is expected to contribute ₹ 8.49 crores for the year ended March 31, 2016.

Notes forming part of the Financial Statements

31) SEGMENT REPORTING

The Company has identified business segments (industry practice) as its primary segment and geographic segments as its secondary segment.

Business segments comprise banking, finance and insurance services, manufacturing, retail and consumer packaged goods, telecom, media and entertainment and others such as energy, resources and utilities, Hi-tech, life science and healthcare, s-Governance, travel, transportation and hospitality, products, etc.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to specific segment have been allocated on the basis of associated revenue of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably among segments are not allocated to primary and secondary segments.

Geographical revenue is allocated based on the location of the customer. Geographic segments of the Company are Americas (including Canada and South American countries), Europe, India and Others.

(₹ crores)

Particulars	Business Segments					Total
	Banking, Financial Services and Insurance	Manufacturing	Retail and Consumer Packaged Goods	Telecom, Media and Entertainment	Others	
Year ended March 31, 2015						
Revenue	28871.39	6514.53	10876.56	9217.83	18097.75	73578.06
	26574.48	5675.56	9705.09	8070.53	14647.27	64672.93
Segment result	8801.09	1821.43	2863.46	2490.17	5054.55	21030.70
	9708.21	1798.36	3258.34	2440.33	4328.48	21533.72
Unallocable expenses (net)						1475.84
						1103.96
Operating income						19554.86
						20429.76
Other income (net)						4466.73
						3114.71
Profit before Exceptional item and tax						24021.59
						23544.47
Exceptional item						528.38
						-
Profit before tax						24549.97
						23544.47
Tax expense						5293.01
						5069.55
Profit for the year						19256.96
						18474.92

Notes forming part of the Financial Statements

31) SEGMENT REPORTING (contd.)

(₹ crores)

Particulars	Business Segments					Total
	Banking, Financial Services and Insurance	Manufacturing	Retail and Consumer Packaged Goods	Telecom, Media and Entertainment	Others	
As at March 31, 2015						
Segment assets	6164.34	1809.16	2620.90	2947.68	6509.17	20051.25
	5534.01	1518.29	2366.27	2729.88	5653.86	17802.31
Unallocable assets						43014.05
						39801.88
Total assets						63065.30
						57604.19
Segment liabilities	1774.71	290.22	472.25	490.29	1049.27	4076.74
	774.45	135.37	114.71	145.11	505.71	1675.35
Unallocable liabilities						13572.12
						11876.96
Total liabilities						17648.86
						13552.31
Year ended March 31, 2015						
Other Information						
Capital Expenditure (unallocable)						2599.67
						3594.50
Depreciation and amortisation (unallocable)						865.39
						1080.55
Other significant non cash expense (allocable)	19.34	6.46	47.08	1.08	62.69	136.65
	9.67	2.90	1.96	27.12	37.64	79.29
Other significant non cash expense (net) (unallocable)						2.50

The following geographic segments individually contribute 10 percent or more of the Company's revenue and segment assets:

(₹ crores)

Geographic segments	Revenue for the year ended March 31, 2015	Segment assets as at March 31, 2015
Americas	41969.70	9331.78
	<i>37315.21</i>	<i>7210.97</i>
Europe	19965.38	5931.83
	<i>17159.39</i>	<i>5856.30</i>
India	4875.99	4202.63
	<i>4420.91</i>	<i>4062.84</i>

Previous years' figures are in italics.

Notes forming part of the Financial Statements

32) RELATED PARTY DISCLOSURES

A) Related parties and their relationship

I) Holding Company

Tata Sons Limited

II)(A) Subsidiaries (Direct holding)

1. CMC Limited
2. Tata Consultancy Services Sverige AB
3. Tata Consultancy Services Asia Pacific Pte Ltd.
4. TCS Iberoamerica SA
5. Tata Consultancy Services Netherlands BV

II)(B) Subsidiaries (Indirect holding)

- i. CMC Americas Inc.
- ii. CMC eBiz Inc.
- i. Tata Consultancy Services Japan Ltd. (merged with IT Frontier Corporation (a subsidiary of Mitsubishi Corporation) w.e.f 01.07.2014)
- ii. Tata Consultancy Services Malaysia Sdn Bhd
- iii. Tata Consultancy Services (China) Co., Ltd.
- iv. PT Tata Consultancy Services Indonesia
- v. Tata Consultancy Services (Thailand) Limited
- vi. Tata Consultancy Services (Philippines) Inc.
- vii. Nippon TCS Solution Center Limited (merged with Tata Consultancy Services Japan Ltd. w.e.f 01.07.2014)
- viii. Tata Information Technology (Shanghai) Co. Limited (Amalgamated with Tata Consultancy services (China) Co., Ltd. w.e.f. 05.11.2013)
- ix. Tata Consultancy Services Japan, Ltd. (new entity formed w.e.f 1.07.2014 pursuant to the merger of Tata Consultancy Services Japan Ltd. and IT Frontier Corporation)
- i. TCS Solution Center S.A.
- ii. Tata Consultancy Services Argentina S.A.
- iii. Tata Consultancy Services De Mexico S.A., De C.V.
- iv. TCS Inversiones Chile Limitada
- v. Tata Consultancy Services Do Brasil Ltda
- vi. Tata Consultancy Services Chile S.A.
- vii. TATASOLUTION CENTER S.A.
- viii. TCS Uruguay S.A.
- ix. MGDC S.C.
- i. Tata Consultancy Services Luxembourg S.A.
- ii. Tata Consultancy Services Switzerland Ltd.
- iii. Tata Consultancy Services France S.A.S.
- iv. TCS Italia SRL
- v. Tata Consultancy Services Osterreich GmbH
- vi. Tata Consultancy Services Danmark ApS
- vii. Tata Consultancy Services De Espana S.A.
- viii. Tata Consultancy Services Portugal Unipessoal Limitada
- ix. Alti S.A.
- x. Planaxis Technologies Inc.
- xi. Alti HR S.A.S.
- xii. Alti Infrastructures Systemes & Reseaux S.A.S.
- xiii. Alti NV
- xiv. Tescom (France) Software Systems Testing S.A.R.L.
- xv. Alti Switzerland S.A.
- xvi. Teamlink

Notes forming part of the Financial Statements**32) RELATED PARTY DISCLOSURES (contd.)****A) Related parties and their relationship (contd.)****II)(A) Subsidiaries (Direct holding)**

6. TCS FNS Pty Limited
7. APOnline Limited
8. Tata America International Corporation
9. Tata Consultancy Services Belgium S.A.
10. Tata Consultancy Services Deutschland GmbH
11. Tata Consultancy Services Canada Inc.
12. Diligenta Limited
13. WTI Advanced Technology Limited
(Amalgamated with Tata Consultancy Services Limited pursuant to the order dated 27.03.2015 of the Hon'ble High Court of Judicature at Bombay. Effective Date: 01.04.2015. Appointed Date: 01.04.2014)
14. C-Edge Technologies Limited
15. MP Online Limited
16. Tata Consultancy Services Morocco SARL AU
(liquidated w.e.f. 30.05.2014 vide court order dated 07.08.2014)
17. Tata Consultancy Services (Africa)(PTY) Ltd.
18. TCS e-Serve International Limited
19. MahaOnline Limited
20. Tata Consultancy Services Qatar S.S.C.
21. Computational Research Laboratories Inc.
(liquidated w.e.f. 18.02.2015)
22. TCS Foundation (entity incorporated on 13.03.2015 under Section 8 of the Companies Act, 2013)

II)(B) Subsidiaries (Indirect holding)

- i. TCS Financial Solutions Australia Holdings Pty Limited
- ii. TCS Financial Solutions Australia Pty Limited
- iii. PT Financial Network Services
- iv. TCS Management Pty Ltd. (Liquidated w.e.f. 23.03.2015)
- v. TCS Financial Solutions Beijing Co., Ltd.
- i. MS CJV Investments Corporation
- i. Diligenta 2 Limited
- i. Tata Consultancy Services (South Africa) (PTY) Ltd.
- i. TCS e-Serve America, Inc.

III) Fellow Subsidiaries with whom the Company has transactions

- Infiniti Retail Limited
- Panatone Finvest Limited
- Tata AIG General Insurance Company Limited
- Tata AIA Life Insurance Company Limited
- Tata Investment Corporation Limited
- Tata Limited
- Tata Asset Management Limited
- Tata Business Support Services Limited
- Tata Capital Limited

Notes forming part of the Financial Statements

32) RELATED PARTY DISCLOSURES (contd.)

A) Related parties and their relationship (contd.)

- Tata Housing Development Company Limited
- Tata Consulting Engineers Limited
- Tata Sky Limited
- Tata Realty and Infrastructure Limited
- e-Nxt Financials Limited
- Tata Industries Limited
- Tata International Limited
- Tata Autocomp Systems Limited
- Drive India Enterprise Solutions Limited
- Tata Advanced Systems Limited
- Tata Lockheed Martin Aerostructures Limited (formerly Tata Aerostructures Limited)
- Tata Capital Housing Finance Limited
- TC Travel and Services Limited
- Tata Securities Limited
- Tata Capital Forex Limited
- Tata Capital Financial Services Limited
- Tata Interactive Systems GmbH
- TATA Africa Holdings (Kenya) Limited
- Tata Zambia Limited
- Tata Sikorsky Aerospace Limited (formerly Tara Aerospace Systems Limited)
- Tata Cleantech Capital Limited
- Tata Interactive Systems AG
- Tata Industrial Services Limited
- Tata Uganda Limited
- Tata SIA Airlines Limited
- Tata Africa Holdings (SA) (Proprietary) Limited
- TRIL Infopark Limited (ceased to be an associate and is a subsidiary w.e.f. 23.03.2015)
- Tata Africa Services (Nigeria) Limited

IV) Key Management Personnel

- Mr. N. Chandrasekaran, Chief Executive Officer and Managing Director
- Mr. Rajesh Gopinathan, Chief Financial Officer
- Ms. Aarthi Subramanian, Executive Director (w.e.f. 12.03.2015)

Notes forming part of the Financial Statements

32) RELATED PARTY DISCLOSURES (contd.)

B) Transactions with related parties for the year ended March 31, 2015

	Holding Company	Subsidiaries	Fellow Subsidiaries	Key Management Personnel and their relatives	(₹ crores)
					Total
Brand equity contribution	75.00	-	-	-	75.00
	76.22	-	-	-	76.22
Purchase of fixed assets	-	1.20	66.19	-	67.39
	-	6.93	40.32	-	47.25
Loans and advances given	-	14.40	-	-	14.40
	-	13.59	0.06	-	13.65
Loans and advances repaid	-	40.33	0.05	-	40.38
	-	17.40	-	-	17.40
Inter-corporate deposits placed	-	-	-	-	-
	-	-	330.00	-	330.00
Inter-corporate deposits matured	-	-	380.00	-	380.00
	-	-	-	-	-
Purchase of investments	-	-	6917.57	-	6917.57
	-	-	25.00	-	25.00
Redemption of investments	29.43	253.36	6284.56	-	6567.35
	348.33	2.80	-	-	351.13
Revenue (including reimbursements)	2.37	45575.72	231.68	-	45809.77
	1.39	40015.45	186.48	-	40203.32
Interest income	49.61	1.31	29.40	-	80.32
	126.09	6.62	54.80	-	187.51
Dividend income	-	1334.65	-	-	1334.65
	-	1610.60	-	-	1610.60
Rent income	-	2.50	-	-	2.50
	-	4.70	-	-	4.70
Other income	-	35.91	-	-	35.91
	-	42.10	-	-	42.10
Purchase of goods, services and facilities (including reimbursement)	0.64	3045.17	266.62	-	3312.43
	0.91	2315.50	261.65	-	2578.06
Rent expense	0.98	89.02	1.69	-	91.69
	0.81	62.67	1.68	-	65.16
Provision / (Write back of provision) for doubtful receivables, advances	0.02	(19.72)	0.40	-	(19.30)
	0.02	0.43	0.37	-	0.82
Bad debts written off	-	0.34	-	-	0.34
	-	-	-	-	-
Advances written off	-	19.37	-	-	19.37
	-	-	-	-	-
Dividend paid on equity shares	10825.89	-	12.78	0.66	10839.33
	3608.63	-	4.26	0.22	3613.11
Dividend paid on redeemable preference shares	28.68	-	-	-	28.68
	19.00	-	-	-	19.00
Guarantees given	-	0.25	-	-	0.25
	-	493.51	-	-	493.51
Remuneration	-	-	-	23.50	23.50
	-	-	-	20.05	20.05
Repayment of preference share capital	-	-	-	-	-
	100.00	-	-	-	100.00

Notes forming part of the Financial Statements

32) RELATED PARTY DISCLOSURES (contd.)

C) Balances with related parties as at March 31, 2015

	Holding Company	Subsidiaries	Fellow Subsidiaries	Key Management Personnel and their relatives	(₹ crores) Total
Trade receivables, Unbilled revenue, Loans and advances, Other assets (net)	3.77 <i>73.70</i>	10016.37 <i>7918.91</i>	109.89 <i>528.42</i>	-	10130.03 <i>8521.03</i>
Trade payables, Income received in advance, Advances from customers, Other liabilities	68.67 <i>68.72</i>	1509.14 <i>1246.95</i>	35.60 <i>15.11</i>	-	1613.41 <i>1330.78</i>
Guarantees	-	3310.95 <i>4082.31</i>	-	-	3310.95 <i>4082.31</i>
Investment in debentures / mutual funds / bonds	-	-	595.00 <i>291.98</i>	-	595.00 <i>1383.30</i>
	<i>1091.32</i>	-		-	

Previous years' figures are in italics

D) Disclosure of material transactions with related parties

	2015	2014
<u>Purchase of fixed assets</u>		
CMC Limited	1.20	6.81
Tata Consulting Engineers Limited	18.66	16.71
Tata Realty and Infrastructure Limited	46.68	23.35
<u>Loans and advances given during the year</u>		
TCS Financial Solutions Australia Pty Limited	0.94	4.16
C-Edge Technologies Limited	-	7.48
CMC Limited	12.46	0.93
<u>Loans and advances repaid during the year</u>		
CMC Limited	-	4.07
TCS Financial Solutions Australia Pty Limited	37.31	11.54
<u>Inter-corporate deposits placed</u>		
Tata Housing Development Company Limited	-	50.00
Tata Capital Financial Services Limited	-	280.00
<u>Inter-corporate deposits matured</u>		
Tata Realty and Infrastructure Limited	50.00	-
Tata Housing Development Company Limited	50.00	-
Tata Capital Financial Services Limited	280.00	-
<u>Purchase of investments</u>		
Tata Capital Housing Finance Limited	-	25.00
Tata Asset Management Limited	6856.74	-
<u>Redemption / sale of investments</u>		
Tata Sons Limited	29.43	348.33
Tata Asset Management Limited	6284.56	-
<u>Revenue (including reimbursements)</u>		
Tata America International Corporation	36962.35	32678.88
<u>Interest income</u>		
Tata Sons Limited	49.61	126.09
Panatone Finvest Limited	8.85	19.00
Tata Capital Financial Services Limited	13.75	16.24
<u>Dividend income</u>		
Tata America International Corporation	766.17	1275.02
Tata Consultancy Services Canada Inc.	193.37	303.30
TCS e-Serve International Limited	202.00	-

TATA CONSULTANCY SERVICES LIMITED

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Notes forming part of the Financial Statements

32) RELATED PARTY DISCLOSURES (contd.)

D) Disclosure of material transactions with related parties (contd.)

	(₹ crores)	
	2015	2014
Rent income		
C-Edge Technologies Limited	-	1.62
TCS e-Serve International Limited	2.19	2.66
Other income		
Diligenta Limited	25.07	30.90
TCS e-Serve International Limited	6.34	6.28
Purchase of goods, services and facilities (including reimbursement)		
CMC Americas Inc.	1110.19	941.22
Tata America International Corporation	578.86	392.98
Rent expense		
CMC Limited	69.44	45.72
Diligenta Limited	17.23	16.95
Provision / (Write back of provision) for doubtful receivables, advances		
Tata Consultancy Services Morocco SARL AU (liquidated w.e.f. May 30, 2014 vide court order dated Aug 7, 2014)	(19.37)	-
Tata Consultancy Services (Thailand) Limited	(0.33)	0.33
Tata Sky Limited	0.32	(0.49)
Tata Realty and Infrastructure Limited	-	0.44
Drive India Enterprise Solutions Limited	(0.28)	0.28
Bad debts written off		
Tata Consultancy Services (Thailand) Limited	0.33	-
Advances written off		
Tata Consultancy Services Morocco SARL AU (liquidated w.e.f. May 30, 2014 vide court order dated Aug 7, 2014)	19.37	-
Dividend paid on equity shares		
Tata Sons Limited	10825.89	3608.63
Guarantees given during the year		
Tata America International Corporation	-	70.28
Tata Consultancy Services Netherlands BV	-	245.78
TCS Financial Solutions Beijing Co., Ltd. (formerly Financial Network Services (Beijing) Co., Ltd.)	-	149.04
Tata Consultancy Services Asia Pacific Pte Ltd.	0.25	0.72
Remuneration to Key Management Personnel		
Mr. N.Chandrasekaran	21.28	18.68

E) Disclosure of material balances with related parties

	As at March 31, 2015	As at March 31, 2014
Trade receivables, unbilled revenue, loans and advances and other assets (net)		
Tata America International Corporation	7266.20	5625.53
Trade payables, income received in advance, advances from customers, other liabilities		
Tata America International Corporation	629.20	474.78
CMC Americas Inc.	274.79	156.63
Guarantees outstanding		
Diligenta Limited	2694.55	3167.02
Investment in debentures/mutual funds/bonds		
Tata Sons Limited	-	1091.32
Panatone Finvest Limited	-	200.00
Tata Asset Management Limited	595.00	-

Notes forming part of the Financial Statements

33) OBLIGATIONS TOWARDS OPERATING LEASES

(₹ crores)

Particulars	As at March 31, 2015	As at March 31, 2014
Non-cancellable operating lease obligation		
Not later than one year	511.72	528.77
Later than one year but not later than five years	1590.64	1325.51
Later than five years	1474.45	1214.37
Total	3576.81	3068.65

Rent expense of ₹ 550.93 crores (Previous year: ₹ 507.83 crores) in respect of obligation under non-cancellable operating leases and ₹ 521.77 crores (Previous year: ₹ 536.22 crores) in respect of cancellable operating leases have been charged to the statement of profit and loss.

34) OBLIGATIONS TOWARDS FINANCE LEASES

(₹ crores)

Particulars	As at March 31, 2015	As at March 31, 2014
Assets acquired under finance lease		
(i) Minimum lease payments:		
Not later than one year	33.08	38.24
Later than one year but not later than five years	59.27	83.39
Later than five years	44.35	55.80
Total	136.70	177.43
(ii) Present value of minimum lease payments:		
Not later than one year	22.11	25.32
Later than one year but not later than five years	30.92	49.67
Later than five years	33.21	38.97
	86.24	113.96
Add : Future finance charges	50.46	63.47
Total	136.70	177.43

35) EARNINGS PER EQUITY SHARE

(₹ crores)

Particulars	2015	2014
Profit for the year	19256.96	18474.92
Less : Dividend on preference shares (including dividend tax)	-	33.65
Amount available for equity shareholders	19256.96	18441.27
Weighted average number of equity shares	195,87,27,979	195,87,27,979
Earning per share basic and diluted (₹)	98.31	94.15
Face value per equity share (₹)	1.00	1.00

Notes forming part of the Financial Statements**36) AUDITOR'S REMUNERATION**

Particulars	(₹ crores)	
	2015	2014
Services as statutory auditors (including quarterly audits)	3.75	3.75
Audit of financial statements as per IFRS	2.50	2.50
Tax audit	0.53	0.53
Services for tax matters	0.70	-
SSAE 16 and other certifications	1.47	1.45
Reimbursement of out-of-pocket expenses	0.16	0.13
Service tax	1.13	1.03

Service tax credit has been / will be availed.

In addition to the above, fees amounting to ₹ 1.97 crores (Previous year: ₹ 2.24 crores) for attest and other professional services rendered have been paid to firms of Chartered Accountants in which some of the partners are also partners in the firm of statutory auditors.

37) CONTINGENT LIABILITIES

Particulars	(₹ crores)	
	As at March 31, 2015	As at March 31, 2014
Claims against the Company not acknowledged as debt	40.72	29.57
Income tax demands (See (a) below)	3901.82	3890.20
Indirect tax demands (See (b) below)	61.01	63.27
Guarantees given by the Company on behalf of subsidiaries (See (c) and (d) below)	3310.95	4082.31

- In respect of income tax demands of ₹ 318.20 crores (March 31, 2014: ₹ 318.20 crores), not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.
- In respect of indirect tax demands of ₹ 8.53 crores (March 31, 2014: ₹ 8.53 crores), not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.
- The Company has provided guarantees aggregating ₹ 2694.55 crores (GBP 291.30 million) (March 31, 2014: ₹ 3167.02 crores) (GBP 317.20 million) to third parties on behalf of its subsidiary Diligenta Limited. The Company does not expect any outflow of resources in respect of the above.
- The Company has provided guarantees aggregating ₹ 87.42 crores (USD 13.97 million) (March 31, 2014: ₹ 83.91 crores) (USD 13.97 million) to third parties on behalf of its subsidiary Tata America International Corporation. The Company does not expect any outflow of resources in respect of the above.

38) CAPITAL AND OTHER COMMITMENTS

- Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 1844.08 crores (March 31, 2014: ₹ 2811.44 crores).
- The Company has a purchase commitment towards India Innovation Fund for the uncalled amount of balance ₹ 29618.47 per unit of 1000 units aggregating to ₹ 2.96 crores (March 31, 2014: ₹ 3.64 crores).

Notes forming part of the Financial Statements

39) DERIVATIVE FINANCIAL INSTRUMENTS

The Company, in accordance with its risk management policies and procedures, enters into foreign exchange forward, options and future contracts to manage its exposure in foreign exchange rates. The counter party is generally a bank. These contracts are for a period between one day and eight years.

The Company has outstanding foreign exchange option contracts, which have been designated as Cash Flow Hedges, as at:

	March 31, 2015			March 31, 2014		
	No. of Contracts	Notional amount of contracts (million)	Fair Value (₹ crores)	No. of Contracts	Notional amount of contracts (million)	Fair Value (₹ crores)
Foreign Currency						
U.S. Dollar	-	-	-	4	410.00	21.36
Sterling Pound	18	297.00	67.05	6	177.00	18.23
Euro	9	171.00	87.78	3	120.00	19.87
Australian dollar	6	97.00	31.15	3	75.00	2.71

The movement in Hedging Reserve for derivatives designated as Cash Flow Hedges is as follows:

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
	Intrinsic value	Time value	Intrinsic Value	Time Value
Balance at the beginning of the year	24.88	4.76	55.49	-
Transferred on amalgamation	-	-	(8.33)	-
Changes in the fair value of effective portion of Cash Flow Hedges	905.89	(440.18)	(619.65)	(140.11)
(Gains) / losses transferred to the statement of profit and loss on occurrence of forecasted hedge transactions	(779.35)	434.75	597.37	144.87
Balance at the end of the year	151.42	(0.67)	24.88	4.76

Net gain on derivative instruments of ₹ 150.75 crores recognised in Hedging Reserve as at March 31, 2015, is expected to be transferred to the statement of profit and loss by March 31, 2016.

In addition to the above Cash Flow Hedges, the Company has outstanding foreign exchange forward, options and future contracts with notional amount aggregating ₹ 19949.03 crores (March 31, 2014: ₹ 15774.90 crores) whose fair value showed a gain of ₹ 159.65 crores as at March 31, 2015 (March 31, 2014: gain of ₹ 261.23 crores). Exchange gain of ₹ 1363.87 crores (March 31, 2014 : Exchange loss of ₹ 66.60 crores) on foreign exchange forward, options and future contracts for the year ended March 31, 2015 have been recognised in the statement of profit and loss.

As at March 31, 2015, the Company has net foreign currency exposures that are not hedged by derivative instruments or otherwise amounting to ₹ 2884.79 crores (March 31, 2014: ₹ 681.53 crores).

40) MICRO AND SMALL ENTERPRISES

Particulars	As at March 31, 2015		As at March 31, 2014	
	Principal	Interest	Principal	Interest
Amount due to vendor	7.74	0.02	9.79	0.04
Principal amount paid (includes unpaid) beyond the appointed date	247.61	-	138.71	-
Interest due and payable for the year	-	0.75	-	0.44
Interest accrued and remaining unpaid (includes interest disallowable of ₹ 2.16 crores (Previous year: ₹ 1.41 crores))	-	2.16	-	1.41

Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

Notes forming part of the Financial Statements

41) INCOME IN FOREIGN CURRENCY

(₹ crores)

Particulars	2015	2014
(a) Consultancy services	70211.12	60373.81
(b) FOB value of exports of equipment and licenses	469.58	261.15
(c) Interest income	5.41	6.76
(d) Dividend income	1090.29	1582.38
(e) Other income (net)	41.92	36.74

42) EXPENDITURE IN FOREIGN CURRENCY

(₹ crores)

Particulars	2015	2014
(a) Royalty	1.85	2.57
(b) Legal and professional fees	189.27	181.32
(c) Interest	9.27	1.47
(d) Overseas employee costs	5193.50	3713.91
(e) Overseas business expenses	11636.80	9670.58
(f) Services rendered by business associates and others	4682.61	3940.66
(g) Software, hardware and material cost	1002.32	753.32
(h) Communication expenses	317.87	239.96
(i) Travelling and conveyance expenses	258.43	192.01
(j) Other operating expenses	678.26	882.55
(k) Foreign taxes	775.38	697.05

43) VALUE OF IMPORTS CALCULATED ON CIF BASIS

(₹ crores)

Particulars	2015	2014
Raw materials, sub-assemblies and components	47.37	32.96
Capital goods	523.21	589.60
Stores and spare parts	0.03	-

44) VALUE OF IMPORTED AND INDIGENOUS RAW MATERIALS, SUB-ASSEMBLIES AND COMPONENTS, STORES AND SPARE PARTS CONSUMED

Particulars	2015		2014	
	(₹ crores)	%	(₹ crores)	%
Raw materials, sub-assemblies and components				
Imported:	46.08	71.31	31.40	78.96
Indigenous:	18.54	28.69	8.37	21.04
	64.62	100.00	39.77	100.00
Stores and spare parts				
Imported:	0.03	50.00	-	-
Indigenous:	0.03	50.00	0.02	100.00
	0.06	100.00	0.02	100.00

Consumption figures shown above are after adjusting excess and shortages ascertained on physical count, unserviceable items, etc.

Notes forming part of the Financial Statements

45) REMITTANCE IN FOREIGN CURRENCIES FOR DIVIDENDS

The Company has remitted ₹ Nil (March 31, 2014: ₹ Nil) in foreign currencies on account of dividends during the year and does not have information as to the extent to which remittance, if any, in foreign currencies on account of dividends have been made by / on behalf of non-resident shareholders. The particulars of dividends declared and paid to non-resident shareholders for the year ended March 31, 2014 and interim dividends for the year ended March 31, 2015, are as under:

	Number of non-resident shareholders	Number of equity shares held	Gross amount of dividend	
			(₹ crores)	
			2015	2014
Final dividend for 2012-13 declared in June 2013	10062	31,07,28,113	-	403.95
Interim dividend declared in July 2013	9970	31,38,30,865	-	125.53
Interim dividend declared in October 2013	10009	31,98,81,202	-	127.95
Interim dividend declared in January 2014	10276	32,24,19,506	-	128.97
Final dividend for 2013-14 declared in June 2014	10690	32,47,83,907	649.57	-
Interim dividend declared in July 2014	10605	32,79,02,995	1475.56	-
Interim dividend declared in October 2014	11497	32,96,36,378	164.82	-
Interim dividend declared in January 2015	11970	33,23,64,092	166.18	-

46) DISCLOSURE UNDER CLAUSE 32 OF THE LISTING AGREEMENT

Amount of loans and advances in nature of loans outstanding from subsidiaries as at March 31, 2015:

	(₹ crores)	
Subsidiary Company	Outstanding as at March 31, 2015	Maximum amount outstanding during the year
TCS FNS Pty Limited *	6.18	45.53
	45.32	53.52
Tata Consultancy Services Morocco SARL AU	-	5.51
	5.47	7.72

* TCS FNS Pty Limited has made the following investments in its subsidiaries:

	No. of Shares
TCS Financial Solutions Australia Holdings Pty Limited	65,58,424
<i>Previous years' figures are in italics</i>	

- 47) Research and development expenditure aggregating ₹ 192.62 crores (Previous year: ₹ 176.31 crores), including capital expenditure was incurred during the year.
- 48) The Company has revised its policy of providing depreciation on fixed assets effective April 1, 2014. Depreciation is now provided on a straight line basis for all assets as against the policy of providing on written down value basis on some assets and straight line basis on others. Further the remaining useful life has also been revised wherever appropriate based on an evaluation. The carrying amount as on April 1, 2014 is depreciated over the revised remaining useful life. As a result of these changes, the depreciation charge for the year ended March 31, 2015 is higher by ₹ 131.16 crores and the effect relating to the period prior to April 1, 2014 is a net credit of ₹ 528.38 crores (excluding deferred tax of ₹ 129.62 crores) which has been shown as an 'Exceptional Item' in the statement of profit and loss.
- 49) At their respective meetings held on October 16, 2014, the Boards of the Company and of its subsidiary, CMC Limited have approved a Scheme of Amalgamation of CMC Limited with the Company. The appointed date for the proposed Scheme is April 1, 2015. The Scheme is subject to sanction of the Hon'ble High Courts and all other statutory approvals as may be required under law.
- 50) During the year, an amount of ₹ 2326.42 crores has been recognised in the Statement of Profit and Loss in respect of one-time bonus to eligible employees.
- 51) During the year, the Company has incurred an amount of ₹ 218.42 crores towards Corporate Social Responsibility expenditure.
- 52) Previous years' figures have been recast / restated.

TATA CONSULTANCY SERVICES LIMITED

Annual Report 2014-15

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies

Sr. No.	Name of the Subsidiary Company	Reporting Currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	(₹ crores)					Proposed Dividend	% of Shareholding	Country
									Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation				
1	APOnline Limited	INR	1.000000	1.77	33.59	126.19	90.83	36.00	118.01	38.02	13.10	24.92	12.21	89%	India	
2	MP Online Limited	INR	1.000000	1.00	43.88	72.62	27.74	-	55.02	25.09	8.62	16.47	4.20	89%	India	
3	C-Edge Technologies Limited	INR	1.000000	10.00	91.60	172.04	70.44	1.12	219.22	43.56	15.01	28.55	-	51%	India	
4	MahaOnline Limited	INR	1.000000	2.55	36.42	179.06	140.09	-	280.58	14.08	4.73	9.35	-	74%	India	
5	CMC Limited	INR	1.000000	30.30	1160.76	1592.92	401.86	226.86	1288.46	204.80	7.03	197.77	83.33	51.12%	India	
6	CMC Americas Inc.	USD	62.577500	10.01	143.11	431.70	278.58	-	1525.64	130.79	48.82	81.97	-	100%	U.S.A.	
7	CMC eBiz Inc.	USD	62.577500	0.01	18.82	21.93	3.10	-	4.74	(1.34)	(0.46)	(0.88)	-	100%	U.S.A.	
8	TCS e-Serve International Limited	INR	1.000000	10.00	161.27	208.71	37.44	153.00	88.18	61.21	20.88	40.33	227.00	100%	India	
9	TCS e-Serve America, Inc.	USD	62.577500	1.73	23.96	32.62	6.93	-	42.95	5.15	1.88	3.27	-	100%	U.S.A.	
10	Diligenta Limited	GBP	92.502121	111.00	705.40	1414.97	598.57	409.02	2175.51	234.21	51.22	182.99	-	100%	U.K.	
11	Diligenta 2 Limited	GBP	92.502121	0.01	72.58	107.05	34.46	-	223.45	(8.56)	(1.83)	(6.73)	-	100%	U.K.	
12	Tata Consultancy Services Canada Inc.	CAD	49.115062	34.70	212.99	749.33	501.64	-	2656.14	295.07	76.28	218.79	171.90	100%	Canada	
13	Tata America International Corporation	USD	62.577500	1.25	1462.31	9808.85	8345.29	118.79	43277.65	1163.33	416.25	747.08	782.22	100%	U.S.A.	
14	MS CIV Investments Corporation	USD	62.577500	8.79	-	8.79	-	8.79	-	-	-	-	-	100%	U.S.A.	
15	Tata Consultancy Services Asia Pacific Pte Ltd.	USD	62.577500	27.53	560.96	915.29	326.80	423.20	1895.61	87.37	13.92	73.45	-	100%	Singapore	
16	Tata Consultancy Services (China) Co., Ltd.	CNY	10.092657	203.81	(73.46)	185.15	54.80	-	383.75	(18.11)	-	(18.11)	-	90%	China	
17	Tata Consultancy Services Japan, Ltd.	JPY	0.521067	225.49	432.41	1374.21	716.31	-	2402.49	171.04	75.64	95.40	-	51%	Japan	
18	Tata Consultancy Services Malaysia Sdn Bhd	MYR	16.892293	3.38	73.41	116.66	39.87	0.01	189.06	29.62	7.91	21.71	-	100%	Malaysia	
19	PT Tata Consultancy Services Indonesia	IDR	0.004787	0.48	32.77	46.75	13.50	-	61.64	23.09	6.11	16.98	-	100%	Indonesia	
20	Tata Consultancy Services (Philippines) Inc.	PHP	1.400007	1.20	87.27	203.53	115.06	-	376.04	53.51	1.49	52.02	-	100%	Philippines	
21	Tata Consultancy Services (Thailand) Limited	THB	1.923627	1.54	8.45	16.83	6.84	-	28.74	4.63	1.11	3.52	-	100%	Thailand	
22	Tata Consultancy Services Belgium S.A.	EUR	67.133156	1.27	113.63	392.57	277.67	0.01	717.83	90.00	29.98	60.02	67.13	100%	Belgium	
23	Tata Consultancy Services Deutschland GmbH	EUR	67.133156	1.01	114.41	486.29	370.87	-	1524.60	65.18	20.87	44.31	-	100%	Germany	
24	Tata Consultancy Services Sverige AB	SEK	7.233473	0.07	126.86	593.59	466.66	-	1132.90	90.57	20.01	70.56	52.08	100%	Sweden	
25	Tata Consultancy Services Netherlands BV	EUR	67.133156	443.08	829.73	1465.21	192.40	962.63	1450.72	259.55	64.93	194.62	-	100%	Netherlands	
26	TCS Italia SRL	EUR	67.133156	14.77	(6.30)	78.85	70.38	-	163.29	5.42	3.56	1.86	-	100%	Italy	

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies

Sr. No.	Name of the Subsidiary Company	Reporting Currency	Exchange Rate	(₹ crores)										% of Shareholding	Country
				Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend		
27	Tata Consultancy Services Luxembourg S.A.	EUR	67.133156	37.59	(23.44)	87.01	72.86	-	126.96	1.61	(0.41)	2.02	-	100%	Capellen (G.D. de Luxembourg)
28	Tata Consultancy Services Switzerland Ltd.	CHF	64.234757	9.64	74.06	447.00	363.30	48.18	1149.78	9.10	(7.24)	16.34	-	100%	Switzerland
29	Tata Consultancy Services France S.A.S.	EUR	67.133156	2.01	(36.86)	237.97	272.82	-	451.81	(9.34)	2.11	(11.45)	-	100%	France
30	Tata Consultancy Services Osterreich GmbH	EUR	67.133156	0.23	2.40	9.22	6.59	-	20.65	1.03	0.26	0.77	-	100%	Austria
31	Tata Consultancy Services Danmark ApS	DKK	8.988954	0.90	36.46	46.25	8.89	-	40.68	1.50	0.38	1.12	1.80	100%	Denmark
32	Tata Consultancy Services De Espana S.A.	EUR	67.133156	0.40	(93.22)	114.93	207.75	0.04	211.13	(14.50)	-	(14.50)	-	100%	Spain
33	Tata Consultancy Services Portugal Unipessoal Limitada	EUR	67.133156	0.04	(7.43)	14.03	21.42	-	19.50	(4.26)	-	(4.26)	-	100%	Portugal
34	Altis S.A.	EUR	67.133156	2.46	10.35	571.00	558.19	98.01	700.80	(134.63)	5.68	(140.31)	-	100%	France
35	Altis HR S.A.S.	EUR	67.133156	0.25	10.91	22.76	11.60	-	7.16	(0.55)	(0.02)	(0.53)	-	100%	France
36	Tescom (France) Software Systems Testing S.A.R.L.	EUR	67.133156	0.67	(6.21)	17.76	23.30	-	16.64	(2.11)	-	(2.11)	-	100%	France
37	Altis Switzerland S.A.	CHF	64.234757	0.55	8.55	20.26	11.16	-	50.08	1.30	0.42	0.88	-	100%	Switzerland
38	Altis Infrastructures Systemes & Reseaux S.A.S.	EUR	67.133156	0.34	0.84	21.58	20.40	-	11.72	(2.13)	(0.04)	(2.09)	-	100%	France
39	Altis NV	EUR	67.133156	5.50	13.98	37.46	17.98	0.20	81.35	(1.35)	(0.03)	(1.32)	-	100%	Belgium
40	Teamlink	EUR	67.133156	0.42	(0.52)	(0.18)	(0.08)	-	2.98	(0.30)	-	(0.30)	-	100%	Belgium
41	Planaxis Technologies Inc.	EUR	67.133156	-	48.08	106.18	58.10	-	86.28	18.54	3.10	15.44	-	100%	Canada
42	Tata Consultancy Services (Africa) (PTY) Ltd.	ZAR	5.119693	7.17	0.01	7.21	0.03	6.91	-	4.48	0.01	4.47	4.66	100%	South Africa
43	Tata Consultancy Services (South Africa) (PTY) Ltd.	ZAR	5.119693	9.22	55.37	155.95	91.36	-	438.45	15.64	3.10	12.54	5.99	75%	South Africa
44	TCS FNS Pty Limited	AUD	47.552642	177.18	(23.90)	163.45	10.17	159.53	-	(20.48)	-	(20.48)	-	100%	Australia
45	TCS Financial Solutions Beijing Co., Ltd.	CNY	10.092657	1.95	(20.48)	56.62	75.15	-	65.82	7.01	-	7.01	-	100%	China
46	TCS Financial Solutions Australia Holdings Pty Limited	AUD	47.552642	66.24	(19.22)	47.02	-	1.79	-	-	-	-	-	100%	Australia
47	TCS Financial Solutions Australia Pty Limited	AUD	47.552642	0.01	29.49	119.58	90.08	1.53	58.84	34.91	5.34	29.57	-	100%	Australia
48	PT Financial Network Services	USD	62.577500	0.38	(1.25)	0.28	1.15	-	-	(0.82)	-	(0.82)	-	100%	Indonesia
49	TCS Iberoamerica SA	UYU	2.432556	615.88	386.25	1119.05	116.92	1119.01	-	1.61	-	1.61	-	100%	Uruguay
50	TCS Solution Center S.A.	UYU	2.432556	37.70	(49.34)	208.81	220.45	-	311.30	(71.70)	4.13	(75.83)	-	100%	Uruguay
51	Tata Consultancy Services Argentina S.A.	ARS	7.099462	29.91	(13.69)	56.28	40.06	-	74.70	(9.47)	-	(9.47)	-	99.99%	Argentina

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies

Sr. No.	Name of the Subsidiary Company	Reporting Currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	(₹ crores)				Country
									Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Shareholding
52	Tata Consultancy Services Do Brasil Ltda	BRL	19.377439	262.84	(262.76)	241.31	241.23	-	318.17	(56.00)	(56.00)	-	100%
53	Tata Consultancy Services De Mexico S.A., De C.V.	MXN	4.083254	1.07	375.91	745.77	368.79	-	1124.54	86.71	72.20	-	100%
54	Tata Consultancy Services Chile S.A.	CLP	0.099778	169.59	342.58	612.20	100.03	55.91	405.17	35.82	37.43	-	100%
55	TCS Inversiones Chile Limitada	CLP	0.099778	152.56	164.25	320.67	3.86	320.55	-	0.81	0.78	-	99.99%
56	TATASOLUTION CENTER S.A.	USD	62.577500	18.78	173.73	394.20	201.69	-	677.91	132.63	103.38	43.80	100%
57	TCS Uruguay S.A.	UYU	2.432556	0.13	63.27	97.40	34.00	0.02	198.41	34.94	33.60	5.95	100%
58	MGDC S.C.	MXN	4.083254	0.02	67.17	206.49	139.30	-	709.14	32.77	13.59	-	100%
59	Tata Consultancy Services Qatar S.S.C.	QAR	17.186427	3.44	33.31	67.59	30.84	-	139.68	17.27	15.53	-	100%
60	TCS Foundation	INR	1.000000	1.00	145.44	146.44	-	-	145.44	-	145.44	-	100%

Notes:

- Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, are based on the exchange rates as on March 31, 2015.
- The reporting period for all the subsidiaries is March 31, 2015.
- On July 1, 2014, Nippon TCS Solution Center Limited got merged with Tata Consultancy Services Japan Ltd.
- WTI Advanced Technology Limited, a wholly owned subsidiary, was amalgamated with the Company vide Court Order dated March 27, 2015.
- On August 7, 2014, Tata Consultancy Services Morocco SARL AU, a wholly owned subsidiary, has been voluntarily liquidated.
- On February 18, 2015, Computational Research Laboratories Inc., a wholly owned subsidiary, has been voluntarily liquidated.
- On March 23, 2015, TCS Management Pty Ltd., a wholly owned subsidiary of TCS FNS Pty Limited, has been voluntarily liquidated.

For and on behalf of the Board

Cyrus Mistry <i>Chairman</i>	N. Chandrasekaran <i>CEO and Managing Director</i>	Prof. Clayton M. Christensen <i>Director</i>
Aman Mehta <i>Director</i>	Ishaat Hussain <i>Director</i>	V. Thyagarajan <i>Director</i>
Dr. Ron Sommer <i>Director</i>	Dr. Vijay Kelkar <i>Director</i>	Phiroz Vandrevalla <i>Director</i>
O. P. Bhatt <i>Director</i>	Aarthi Subramanian <i>Executive Director</i>	Rajesh Gopinathan <i>Chief Financial Officer</i>
Suprakash Mukhopadhyay <i>Company Secretary</i>		

Mumbai, April 16, 2015



TATA CONSULTANCY SERVICES LIMITED

CIN: L22210MH1995PLC084781

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021

Phone: 91 22 6778 9595 Fax: 91 22 6778 9660 E-mail: investor.relations@tcs.com Website: www.tcs.com

ATTENDANCE SLIP

(To be presented at the entrance)

20TH ANNUAL GENERAL MEETING ON TUESDAY, JUNE 30, 2015 AT 3.30 P.M.

at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Member _____ Signature _____

Name of the Proxyholder _____ Signature _____

1. Only Member/Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.



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PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) :

Registered address :

E-mail Id :

Folio No. / Client ID No. : DP ID No.

I / We, being the member(s) of Shares of Tata Consultancy Services Limited, hereby appoint

1. Name: E-mail Id:

Address:

Signature:

or failing him

2. Name: E-mail Id:

Address:

Signature:

or failing him

3. Name: E-mail Id:

Address:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the twentieth Annual General Meeting of the Company to be held on Tuesday, June 30, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.
2. Confirmation of payment of Interim Dividends (including a special dividend) and declaration of Final Dividend on Equity Shares for the financial year 2014-15.
3. Re-appointment of Mr. Cyrus Mistry as a Director of the Company.
4. Appointment of Auditors.
5. Re-appointment of Mr. N. Chandrasekaran as Chief Executive Officer and Managing Director of the Company.
6. Appointment of Ms. Aarthi Subramanian as a Director of the Company.
7. Appointment of Ms. Aarthi Subramanian as an Executive Director of the Company.
8. Appointment of Branch Auditors.

Affix
Revenue
Stamp

Signed this day of 2015

Signature of shareholder..... Signature of Proxyholder(s).....

- NOTES: 1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021, not less than 48 hours before the commencement of the Meeting.
2. Those Members who have multiple folios with different jointholders may use copies of this Attendance slip/Proxy.

AWARDS



BUSINESS LEADERSHIP

- Forbes: World's 100 **Most Innovative** Companies
- Brand Finance: **Fastest growing IT industry brand** over the last five years
- Achieves **Superbrands** status in the UK
- The Economic Times: **Company of the Year**
- Gold Stevie: Best Human Resources Department 2014
- Top Employers Institute: Certified as Top Employer North America 2015
- Whitelane Research Europe Survey: **Ranked #1 on performance & customer satisfaction**
- Business Standard: **Best Company of 40 years**
- Top Employers Institute: **Ranked # 1 Employer in Europe**
- Top Employers Institute: **Ranked # 1 Employer in UK**
- Golden Peacock National Training Award 2014
- Six awards at **Asia's Best Employer** Brand Awards 2014, Singapore
- Diversity and Inclusion (DANDI) awards: **Top Workforce** honour
- TCS BaNCS won Global Custodian award for Best Custody second time in a row
- NASSCOM 2014 Awards: **Excellence in Gender Inclusivity** & Best IT Services and Product Company
- NASSCOM Silver Jubilee Awards: **Leading IT Company for 25 years**
- National Award for e-Governance (Gold Award): Passport Seva for Outstanding Performance in Citizen-centric Service Delivery
- World HRD Congress RASBIC awards: Best Overall Recruiting & Staffing Organization & Best Use of Technology for Recruiting



SUSTAINABILITY

- Gold Stevie: Corporate Social Responsibility Program
- JSW-Times of India: Earth Care Award
- Lumity Community Corps Corporate Champion: Enhancing quality of STEM Education
- Dow Jones Sustainability World Index: Ranked **Global Leader**
- Asian Sustainability Ranking: **Ranked #1 of Top 100 Companies**
- The CDP Climate Performance Leadership Index: A-List world leader in corporate action on climate change



LEADERSHIP

N Chandrasekaran:

- CNN-IBN: **Indian of the Year** (Business)
- Finance Asia's Best Companies Poll: **India's Best CEO**
- Institutional Investor's 2014 All-Asia Executive Team Rankings: **Best CEO**
- Business Today: **Best CEO**
- CNBC TV 18: Voted **one of India's Top 15 business icons**



PARTNER

- **Informatica**: Innovation Award for Test Data Management
- **SAP**: Run SAP Partner of the Year & Customers' Choice Award (SAP Pinnacle)
- **Renault-Nissan**: Best Service Support 2014 Award
- **NXP Semiconductors**: Best Supplier for Indirect Services
- **TESTA 2014**: Leading Vendor Award for Quality Assurance(QA) and Testing services
- **JD Edwards**: Partner Excellence award

CA Technologies:

- Country Partner of the Year
- Partner of the Year - Security solutions
- Public Sector Partner of the Year

Oracle Excellence Awards

- Global System Integrator Customer Experience (CX) Applications
- Specialised Partner of the Year

TATA CONSULTANCY SERVICES

Experience certainty.

IT Services
Business Solutions
Consulting

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