

FAQs on Buyback 2020

1. What is the Buyback Offer size?

The Buyback Offer size in terms of Equity Shares to be bought back, will be 5,33,33,333 (Five crore thirty-three lakh thirty-three thousand three hundred and thirty-three) Equity Shares and in terms amount will be approximately Rs.16,000 Crores, which represents 1.42% of the total issued and paid-up equity share capital of the Company, as on September 30, 2020.

2. How many shares will the Company buy back?

The Company will buyback up to 5,33,33,333 (Five crore thirty-three lakh thirty-three thousand three hundred and thirty-three) Equity Shares.

3. What is the Buyback Offer Price?

The Equity Shares will be bought back at a price of ₹ 3,000 (Rupees Three thousand only) per Equity Share.

4. What is the Record Date?

Record Date for the Buyback is Saturday, November 28, 2020, for determining the Buyback Entitlement and the eligibility of the shareholders to participate in this Buyback.

5. If the Record Date is November 28, 2020, can I buy Equity Shares of this company on November 27, 2020 to be eligible for this Buyback?

Any purchase or buy order is completed on T+2 days (excluding any Saturday, Sunday and public holidays), where T is the day on which you place the order.

If you buy Equity Shares on November 27, 2020, you will not be able to participate in the Buyback, as you will not be a shareholder of the Company as on the Record Date.

6. I came to know about the Buyback. Where can I get the details?

The Letter of Offer for the purpose of the Buyback shall be available on the websites of SEBI, the Company, Stock Exchanges, Registrar to the Buyback and Manager to

the Buyback at www.sebi.gov.in, <https://www.tcs.com/events/tcs-buyback-2020>, www.bseindia.com, www.nseindia.com, www.linkintime.co.in and www.jmfl.com, respectively. Other documents are also available on the website of the Company at <https://www.tcs.com/events/tcs-buyback-2020>.

7. When is the Buyback opening?

The Buyback will open on Friday, December 18, 2020 and will close on Friday, January 1, 2021.

8. Record Date is announced, I have not received the application form. When will I receive the form?

The Letter of Offer along with Tender Form will be sent to the Eligible Shareholders on or before the Buyback Opening Date either via Email or Registered Post / Speed Post / Courier.

An Eligible Shareholder may participate in the Buyback by downloading the Tender Form from the websites of the Company, Registrar to the Buyback and Manager to the Buyback at <https://www.tcs.com/events/tcs-buyback-2020>, www.linkintime.co.in and www.jmfl.com respectively.

9. My address is changed now and I want my offer document to be posted to my new address and not the old address?

In case you hold Equity Shares in dematerialised form, you may send a request in writing to the Company or Registrar at the address or e-mail id mentioned at the cover page of the Letter of Offer stating name, address, number of Equity Shares held on Record Date, client ID number, DP name / ID, beneficiary account number, and upon receipt of such request, a physical copy of the Letter of Offer shall be provided to you.

In case you hold Equity Shares in physical form, you may send a request by providing application in writing on a plain paper signed by all Eligible Shareholders (in case of joint holding) stating name, address, folio number, number of Equity Shares held, equity share certificate number, number of Equity Shares tendered for the Buyback and the distinctive numbers thereof, enclosing the original Equity Share certificate(s), copy of Eligible Shareholder's PAN card(s) and executed share transfer form in favour of the Company.

Please be informed that this new address will not be updated in the records of the Company and if you need this to be updated then please write to TSR Darashaw Consultants Private Limited (RTA of the company).

10. Who is appointed as the Company's broker?

JM Financial Services Limited is appointed as the Company's broker for the Buyback.

11. What is the mode of Buyback implementation?

This Buyback offer will be implemented through "Tender Offer" route through the stock exchange mechanism, in terms of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended from time to time.

12. I read this Buyback is via "Tender offer". What is that? What do you mean by "Tender offer"?

As per Regulation 2(1)(q) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 'tender offer' means an offer by a company to buyback its own shares or other specified securities through a letter of offer from the holders of the shares or other specified securities of the company.

In a "Tender offer" process, a shareholder will have to approach his selling member (stock broker) registered with the exchanges.

For the buy back, the shareholder has to approach the selling member registered with BSE for tendering the shares, through the selling member (broker), using the Acquisition Window of the Designated Stock Exchange.

This process is similar to the secondary market mechanism.

13. If I am holding shares in physical form, what am I supposed to do? Can I bid? How can I bid if I am holding Equity Shares in dematerialized form?

Yes. Both physical and demat shareholders, who intend to participate in the offer, can tender their Equity Shares through their respective selling members.

In case of demat Equity Shares, submission of Tender Form and TRS is not required. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the buyback shall be deemed to have been

accepted, for Eligible Shareholders holding Equity Shares in demat form. Please refer Section 20.21 of the letter of offer for procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialised form.

Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to submit the complete set of documents for verification mentioned in Section 20.22 in the Letter of Offer within 2 days of the Buyback Closing Date i.e. January 1, 2021.

14. I am a Non Resident, am I required to submit any approval from RBI for participating in this Buy back offer?

Please note that the buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt / provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

Further, the Non-Resident Shareholders shall be responsible for reporting requirements for non-resident shareholders under the Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds.

15. Is it compulsory to participate in this Buyback?

Participation in the Buyback is voluntary. Eligible Shareholders may choose to participate in part or in full or choose not to participate in the Buyback.

16. Do you think, I should participate in this offer? Is this offer good?

We are not in a position to guide you in this matter and request you to obtain independent financial and legal advice with respect to your participation in the Buyback.

17. If my minor son/daughter has a demat account and if we want to participate in the offer, can I use my (as a parent) trading account to bid for his/her shares?

Since a minor cannot open a trading account, you can tender your minor son/daughter's shares from your trading account if you are the legal guardian, if he is an Eligible Shareholder as on Record Date.

You also need to write to the Registrar to the Buyback via letter/email stating the participation of your son/daughter in the Buyback along with the scan copy of the TRS, Tender Form, PAN Card of the parent and PAN Card of minor son/daughter.

Please note the bid will get rejected if the letter/email does not reach the Registrar before the Buyback Closing Date.

18. If I have multiple demat accounts as on Record Date, can I transfer my shares to one demat account and tender my combined entitlement/shareholding from that demat account?

Eligible Shareholders will have to tender their Equity Shares from the same demat account in which they were holding such Equity Shares as on the Record Date, and in case of multiple demat accounts, Eligible Shareholders are required to tender the applications separately from each demat account. In case of any changes in the demat account in which the Equity Shares were held as on Record Date, such Eligible Shareholders should provide sufficient proof of the same to the Registrar to the Buyback and such tendered Equity Shares may be accepted subject to appropriate verification and validation by the Registrar to the Buyback.

19. What is the last date to submit tender forms?

Last date to submit completed Tender Forms and other specified documents including physical share certificates (if and as applicable) to registrar is January 3, 2021.

20. What will be the Tax implication if I tender my shares in the Buyback?

In view of the complexity and the subjectivity involved in the tax consequences of a buy back transaction, Eligible Shareholders are required to obtain independent tax

advice with respect to any tax implications. Additionally, you may also refer to Paragraph 21 in Letter of Offer for brief Note on Taxation.

21. Where can I inspect the documents related to Buyback?

Copies of certain documents are available for inspection electronically during the tendering period on the website of the Company at www.tcs.com/events/tcs-buyback-2020.

22. Contact details in case of further queries.

The investors may reach out to the Investor Service Centre of Link Intime India Private Limited for any queries at +9122 49186300 and tcs.buyback2020@linkintime.co.in