

**Quarterly Compliance Report on Corporate Governance**  
**(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

1 Name of the listed entity: Tata Consultancy Services Limited

2 Quarter Ending: September 30, 2016

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the director	DIN	Category (Chairperson/ Executive/Non-executive/Independent/Nominee)*	Date of Appointment in the current term/cessation	Tenure*	No. of directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Cyrus Mistry	00010178	Chairman - Non Independent - Non Executive	30-Jun-15	—	0	0	0
Mr.	N. Chandrasekaran	00121863	Chief Executive Officer and Managing Director - Executive	6-Oct-14	—	0	0	0
Mr.	Aman Mehta	00009364	Independent - Non Executive	27-Jun-14	12 years 5 months	6	3	3
Mr.	V. Thyagarajan	00017541	Independent - Non Executive	27-Jun-14	11 years 1 month	1	1	1
Prof.	Clayton M. Christensen	00020111	Independent - Non Executive	27-Jun-14	10 years 9 months	1	0	0
Dr.	Ron Sommer	00621387	Independent - Non Executive	27-Jun-14	10 years 1 month	1	1	0
Dr.	Vijay Kelkar	00011991	Independent - Non Executive	27-Jun-14	6 years 9 months	4	4	2
Mr.	Ishaat Hussain	00027891	Non Independent - Non Executive	17-Jun-16	—	1	5	2
Mr.	O.P. Bhatt	00548091	Independent - Non Executive	27-Jun-14	4 years 6 months	3	4	1
Mr.	Phiroz Vandrevala @	01778976	Non Independent - Non Executive	Appointment: 27-Jun-2014	—	2	0	1
Ms.	Aarathi Subramanian	07121802	Executive	12-Mar-15	—	0	0	0

@Data provided for Mr. Phiroz Vandrevala for No. of Directorships, No. of memberships/ Chairmanships of Committees is as on his date of cessation.

\*PAN number of any director would not be displayed on the website of Stock Exchange

@Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

**II. Composition of Committees**

<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category(Chairperson/ Executive/Non-Executive/Independent/ Nominee) &amp;</i>
1. Audit Committee	Same as Previous Quarter	Same as Previous Quarter
2. Nomination & Remuneration Committee	Same as Previous Quarter	Same as Previous Quarter
3. Risk Management Committee(if applicable)#	Same as Previous Quarter	Same as Previous Quarter
4. Stakeholders Relationship Committee	Same as Previous Quarter	Same as Previous Quarter

**#Mr. Ishaat Hussain was elected as Chairman for the Risk Management Committee Meeting held on 11-July-2016**

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

**III. Meeting of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
April 18,2016	July 14, 2016	16/06/2016-14/07/2016-27 days
June 16,2016		

**IV. Meeting of Committees**

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee:</b> July 14, 2016	Yes All members were present	April 18, 2016	86 days
<b>Nomination &amp; Remuneration Committee:</b> No meeting held	Yes All members were present	April 18, 2016	—
<b>Risk Management Committee:</b> July 11, 2016	Yes All members were present	April 04, 2016	—
<b>Stakeholders Relationship Committee:</b> No meeting held	Yes All members were present	No meeting held	—

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**V. Related Party Transactions**

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

**Note**

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

2 . If status is “No” details of non-compliance may be given here.



## Tata Consultancy Services Limited

**Corporate Governance Report to be submitted at the end of 6 months after end of financial year for the period ended  
September 30, 2016**

<b>Name of the listed entity:</b>	Tata Consultancy Services Limited
<b>Period:</b>	April 1, 2016 to September 30, 2016

### **I Affirmations**

<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)refer note below</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

### **Note**

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

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

**For Tata Consultancy Services Limited,**

Suprakash Mukhopadhyay

**Vice President & Company Secretary**