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

Name of the listed entity: Tata Consultancy Services Limited

Quarter	Ending:	Decemb	er 31.	2019
Quarter	L'inding.	Decenno	$\mathbf{v}_{\mathbf{I}}$	2017

	Ending: December 31	,				 							· /
	osition of Board of D			<b>T</b> ••• 1D. ()		*		XX71 41					
Title (Mr. /Ms.)	Name of the director	/DIN	Category (Chairperson/ Executive/Non- executive/ Independent/ Nominee) <sup>&amp;</sup>	Initial Date of Appointment -			Date of Birth	special resolution	resolution	including this listed entity	Directorships in Listed entities including this listed entity [in reference to proviso to regulation		Audit/ Stakeholder Committee held in listed entities including this listed entity. <i>(Refer Regulation</i>
Mr.	N. Chandrasekaran		Chairman – Non Independent- Non Executive	21-Feb-17		—	2-Jun-63	NA	-	6	0	0	0
Mr.	Rajesh Gopinathan		Chief Executive Officer and Managing Director - Executive	21-Feb-17			13-Aug-71	NA	-	1	0	1	0
Mr.	N. Ganapathy Subramaniam	07006215		21-Feb-17			20-May-59	NA	-	2	0	0	0
Mr.	Om Prakash Bhatt		Independent - Non Executive	27-Jun-14	27-Jun-19	7 years and 9 months		NA	-	4	4	5	2
Ms.	Aarthi Subramanian		Non Independent- Non- Executive	17-Aug-17		_	26-Jun-67	NA	-	1	0	2	0

Title (Mr. /Ms.)	Name of the director	/DIN		Initial Date of Appointment		Tenure*	Date of Birth	Whether special resolution passed? [In reference to Regulation 17(1A)]	special resolution	including this listed entity	No of Independent Directorships in Listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity( <i>Refer</i> <i>Regulation 26(1)</i> of Listing <i>Regulations</i> )	No of post of chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity. ( <i>Refer Regulation</i> 26(1) of Listing <i>Regulations</i> )
Dr.	Pradeep Kumar Khosla	03611983	Independent - Non Executive	11-Jan-18	 	1 year and 11 months	13-Mar-57	NA	-	1	1	2	1
Ms.	Hanne Birgitte Breinbjerg Sorensen	08035439	Independent - Non Executive	18-Dec-18	 _	1 year and 1 month	18-Sep-65	NA	-	2	2	3	0
Mr.	Keki Minoo Mistry	1	Independent - Non Executive	18-Dec-18	 	1 year and 1 month	7-Nov-54	NA	-	6	2	8	3
Mr.	Daniel Hughes Callahan	08326836	Independent - Non Executive	10-Jan-19	 	12 months	16-May-56	NA	-	1	1	1	0
	Regular Chairperson a			ZQ: No	 			1					
whether	Chairperson is related	to managin	ig director or CE	0: N0									,

<sup>\$</sup>PAN of any director would not be displayed on the website of Stock Exchange

<sup>&</sup> 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.

Note: While calculating directorships in listed entities, only directorships in equity listed companies has been considered.

Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter
2. Nomination & Remuneration Committee	Yes	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter
3.Risk Management Committee	Yes	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter
4. Stakeholders' Relationship Committee	Yes	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter	Same as Previous Quarter

\*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.

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum Met*	Number of Directors Present*	Number of Independent Directors present*
July 9, 2019	-	Yes	-	-
_	October 10, 2019	Yes	9	5

Name of the Committees	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum Met (details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee						
	October 10, 2019	Yes	6	5	July 9, 2019 August 13, 2019	August 13, 2019 to October 10, 2019 57 days
Nomination & Remuneration Committee:						
	-	-	-	-	-	-
Risk Management Committee						
	October 09, 2019	Yes	4	2	-	-
Stakeholders' Relationship Committee				-	July 9, 2019	-

# Maximum gap between any two consecutive meetings (in number of days)

## July 9, 2019 to October 10, 2019 92 days

V. Related Party Transactions	
Subject	Compliance sta
Whether prior approval of audit committee obtained	
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	

Note:

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

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- a. Audit Committee
- b. Nomination & Remuneration Committee
- c. Stakeholders Relationship Committee
- d. Risk Management Committee (applicable to the top 500 listed entities)
- 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclos

4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations Regulations, 2015

5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

6. Any comments/ observations/ advice of Board of Directors may be mentioned here: NIL

The Corporate Governance Report for the quarter and half year ended September 30, 2019 was placed before the Board at its meeting held on Octo Governance Report for the quarter ended December 31, 2019 shall be placed before the Board at its meeting to be held on January 17, 2020

For Tata Consultancy Services Limited

Rajendra Moholkar Company Secretary

status (Yes/No/NA)refer note below
Yes
NA
Yes
mposed in accordance with the " may be indicated.
sure Requirements) Regulations, 2015
and Disclosure Requirements)
ober 10, 2019. The Corporate