

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: June 30, 2019

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the director	DIN	Category (Chairperson/ Executive/Non-executive/Independent/Nominee) ⁴	Date of Birth	Date of Initial Appointment	Date of Re-appointment	Date of cessation	Tenure ⁶	No. of directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorships in Listed entities including this listed entity (Refer Regulation 17A(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.	N. Chandrasekaran	00121863	Chairman - Non Independent-Non Executive	2-Jun-63	21-Feb-17	—	—	—	—	0	0	0
Mr.	Rajesh Gopinathan	06365813	Chief Executive Officer and Managing Director - Executive	13-Aug-71	21-Feb-17	—	—	—	—	0	1	0
Mr.	N. Ganapathy Subramaniam	07006215	Chief Operating Officer and Executive Director- Executive	20-May-59	21-Feb-17	—	—	—	—	0	1	0
Mr.	Aman Mehta*	00009364	Independent - Non Executive	1-Sep-46	27-Jun-14	—	26-Jun-19	—	0	0	0	0
Dr.	Ron Sommer*	00621387	Independent - Non Executive	29-Jul-49	27-Jun-14	—	26-Jun-19	—	0	0	0	0
Mr.	Om Prakash Bhatt**	00548091	Independent - Non Executive	7-Mar-51	27-Jun-14	27-Jun-19	—	7 years 3 months	4	4	3	2
Ms.	Aarathi Subramanian	07121802	Non Independent-Non-Executive	26-Jun-67	17-Aug-17	—	—	—	—	0	2	0
Dr.	Pradeep Kumar Khosla	03611983	Independent - Non Executive	13-Mar-57	11-Jan-18	—	—	1 year 5 months	1	1	1	1
Ms.	Hanne Birgitte Breinbjerg Sorensen	08035439	Independent - Non Executive	18-Sep-65	18-Dec-18	—	—	7 months	2	2	2	0
Mr.	Keki Minoo Mistry	00008886	Independent - Non Executive	7-Nov-54	18-Dec-18	—	—	7 months	7	2	6	3
Mr.	Daniel Hughes Callahan	08326836	Independent - Non Executive	16-May-56	10-Jan-19	—	—	6 months	1	1	1	0

*Mr. Aman Mehta and Dr. Ron Sommer, upon completion of their term as Independent Directors have ceased to be Directors of the Company w.e.f. June 26, 2019, hence details of Directorships, Committee positions and tenure are not given.

**Mr Om Prakash Bhatt has been re-appointed as an Independent Director for a second term of 5 years from June 27, 2019 up to June 26, 2024 at the Annual General Meeting held on June 13, 2019

⁴ 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.

⁶ 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>Date of appointment</i>	<i>Date of Cessation</i>	<i>Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) &</i>
1. Audit Committee	Mr. Keki Minoo Mistry*	12-Apr-19		Chairman - Independent, Non-Executive
	Mr. Aman Mehta	05-May-04	26-Jun-19	Chairman - Independent, Non-Executive
	Dr. Ron Sommer	03-Sep-07	26-Jun-19	Independent - Non Executive
	Mr. Om Prakash Bhatt	23-Apr-12		Independent - Non Executive
	Ms. Aarthi Subramanian	12-Oct-17		Non Independent-Non-Executive
	Dr. Pradeep Kumar Khosla	10-Jan-19		Independent - Non Executive
	Ms. Hanne Birgitte Breinbjerg Sorensen	12-Apr-19		Independent - Non Executive
	Mr. Daniel Hughes Callahan	12-Apr-19		Independent - Non Executive
2. Nomination & Remuneration Committee	Mr. Om Prakash Bhatt**	11-Oct-18		Chairman - Independent, Non-Executive
	Mr. Aman Mehta	19-Aug-04	26-Jun-19	Chairman - Independent, Non-Executive
	Dr. Ron Sommer	11-Oct-18	26-Jun-19	Independent - Non Executive
	Mr. N. Chandrasekaran	20-Feb-17		Non Independent- Non Executive
	Ms. Aarthi Subramanian	12-Apr-19		Non Independent- Non Executive
	Ms. Hanne Birgitte Breinbjerg Sorensen	12-Apr-19		Independent - Non Executive
3. Risk Management Committee	Mr. Keki Minoo Mistry*	12-Apr-19		Chairman - Independent, Non-Executive
	Mr. Om Prakash Bhatt	12-Jul-12	12-Apr-19	Chairman - Independent, Non-Executive
	Mr. Rajesh Gopinathan	16-Oct-14		Chief Executive Officer and Managing Director - Executive
	Ms. Aarthi Subramanian	16-Apr-15	12-Apr-19	Non Independent- Non Executive
	Mr. N. Ganapathy Subramaniam	12-Apr-19		Chief Operating Officer and Executive Director- Executive
	Mr. Daniel Hughes Callahan	12-Apr-19		Independent - Non Executive
	Mr. Ramakrishnan V	13-Jul-17		Chief Financial Officer
4. Stakeholders' Relationship Committee	Dr. Pradeep Kumar Khosla***	10-Jan-19		Chairman - Independent, Non-Executive
	Dr. Ron Sommer	10-Jan-19	26-Jun-19	Chairman - Independent, Non-Executive
	Mr. Rajesh Gopinathan	10-Mar-17		Chief Executive Officer and Managing Director - Executive
	Mr. N Ganapathy Subramaniam	10-Mar-17	12-Apr-19	Chief Operating Officer and Executive Director- Executive
	Mr. Keki Minoo Mistry	12-Apr-19		Independent - Non Executive
* Mr. Keki Minoo Mistry was appointed as Member of the Audit Committee w.e.f. April 12, 2019 and Chairman of Audit Committee w.e.f. June 27, 2019. He was also appointed as Member and Chairman of Risk Management Committee w.e.f. April 12, 2019.				
**Mr.Om Prakash Bhatt was appointed as Chairman of Nomination & Remuneration Committee w.e.f. June 27, 2019 and ceased to be Chairman and Member of Risk Management Committee w.e.f. April 12, 2019.				
*** Dr. Pradeep Kumar Khosla was appointed as Chairman of Stakeholders' Relationship Committee w.e.f. June 27, 2019				
&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 and current quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>	<i>Whether Requirement of Quorum Met</i>	<i>Number of Directors Present*</i>	<i>No. of Independent Directors attending the meeting*</i>
January 10, 2019		Yes		
March 8, 2019		Yes		
April 12, 2019	March 08, 2019 to April 12, 2019	Yes	10	6
June 13, 2019	34 days	Yes	11	7

*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings

IV. Meeting of Committees

<i>Date(s) of meeting of the committee in the previous quarter and current quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>	<i>Whether Requirement of Quorum Met</i>	<i>Number of Directors Present*</i>	<i>No. of Independent Directors attending the meeting*</i>
Audit Committee: January 10, 2019 April 12, 2019 June 13, 2019	January 10, 2019 to April 12, 2019 91 days	Yes	5 8	4 7
Nomination & Remuneration Committee: January 10, 2019 April 12, 2019	January 10, 2019 to April 12, 2019 91 days	Yes	4	3
Risk Management Committee: January 09, 2019 April 4, 2019 June 13, 2019	January 09, 2019 to April 04, 2019 84 days	Yes	4 5	1 2
Stakeholders' Relationship Committee: No Meeting held	—	—	—	—

*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings

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

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk Management Committee (applicable to the top 500 listed entities)
 - The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - This report and/or the report submitted in the previous quarter has been placed before Board of Directors.
 - Any comments/observations/advice of Board of Directors may be mentioned here: NIL
- The Corporate Governance Report for the quarter and year ended March 31, 2019 was placed before the Board at its meeting held on April 12, 2019. The Corporate Governance Report for the quarter ended June 30, 2019 shall be placed before the Board at its meeting to be held on July 9 2019.

For Tata Consultancy Services Limited

Rajendra Moholkar

Company Secretary