

Form No. MGT-9
Extract of Annual Return
as on the financial year ended on March 31, 2019

[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
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:

| Sr. 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 Private Limited Bombay House, 24, Homi Modi Street, Mumbai, Maharashtra 400 001, India | U99999MH1917PTC000478 | Holding | 72.02 | 2(46) |
| 2. | APTOnline Limited E-Park, No.1, Jubilee Gardens, Cyberabad, Hyderabad, Telangana 500081, India | U75142TG2002PLC039671 | Subsidiary | 89 | 2(87) |
| 3. | C-Edge Technologies Limited Palm Centre, Banyan Park, Suren Road, Andheri East, Mumbai, Maharashtra 400093, India | U72900MH2006PLC159038 | - do - | 51 | 2(87) |
| 4. | MP Online Limited No 4 th Floor, OB 14 to 17 DB City Corporate Block , DB Mall Arera Hill, Bhopal 462011, Madhya Pradesh, India | U72400MP2006PLC018777 | - do - | 89 | 2(87) |
| 5. | TCS e-Serve International Limited 9 th Floor, Nirmal Building, Nariman Point, Mumbai 400021, Maharashtra, India | U72300MH2007PLC240002 | - do - | 100 | 2(87) |
| 6. | MahaOnline Limited Directorate of Information Technology, Mantralaya Annex, 7 th Floor, Mumbai 400032, Maharashtra, India | U72900MH2010PLC206026 | - do - | 74 | 2(87) |
| 7. | TCS Foundation 9 th Floor, Nirmal Building, Nariman Point, Mumbai 400021, Maharashtra, India | U74999MH2015NPL262710 | - do - | 100 | 2(87) |
| 8. | Tata Consultancy Services (Africa) (PTY) Ltd. 39 Ferguson Road, Illovo, Johannesburg 2196, South Africa | Not Applicable | - do - | 100 | 2(87) |
| 9. | Tata Consultancy Services (South Africa) (PTY) Ltd. 39 Ferguson Road, Illovo, Johannesburg 2196, South Africa | - do - | - do - | 100 | 2(87) |
| 10. | 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) |
| 11. | Tata Consultancy Services Saudi Arabia Akaria, Centre II, 7 th Floor, Office No 712, Riyadh – 11372, Kingdom of Saudi Arabia | - do - | - do - | 76 | 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. 1 st floor, Tower D 3 rd Block Zhongguancun Software Park, Building No. 9, No. 8 Dongbeiwang West Road, Haidian District, Beijing, People's Republic of China | - do - | - do - | 93.20 | 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, Indonesia | - do - | - do - | 100 | 2(87) |
| 16. | Tata Consultancy Services (Thailand) Limited 32/46, Sino-Thai Tower, 18 th Floor, Sukhumvit 21 Road (Asoke) Road, Klongtoey-Nua Sub-District, Wattana District, Bangkok, Thailand | -do- | - do - | 100 | 2(87) |
| 17. | Tata Consultancy Services (Philippines) Inc. 10 th Floor, Panorama Towers, 34 th Street Corner, Lane A, Bonifacio Global City, Taguig City, Philippines 1634 | - do - | - do - | 100 | 2(87) |

| Sr. No. | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|---------|--|----------------|--------------------------------|------------------|--------------------|
| 18. | Tata Consultancy Services Japan, Ltd. 4-1-4 Shibakoen, Minato Ku, Tokyo, Japan | Not Applicable | Subsidiary | 51 | 2(87) |
| 19. | Tata Consultancy Services Canada Inc. 400 University Avenue, 25 th Floor, Toronto, Ontario M5G 1S5, Canada | - do - | - do - | 100 | 2(87) |
| 20. | Tata Consultancy Services De Espana S.A. C/ Santa Leonor 65, Edificio F 2 ^a Planta 28037, Madrid, Spain | - do - | - do - | 100 | 2(87) |
| 21. | Tata Consultancy Services Deutschland GmbH Messeturm, D-60308 Frankfurt a.M., Germany | - do - | - do - | 100 | 2(87) |
| 22. | Tata Consultancy Services Netherlands BV Symphony Towers, 20 th 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 Lenneke Marelaan 6, 1932 Sint-Stevens-Woluwe, Belgium | - do - | - do - | 100 | 2(87) |
| 25. | TCS Italia s.r.l. Corso Italia 1, Milano 20122, 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 Pafebruch 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 Osterreich GmbH Orbi Tower, Thomas Klestil-Platz 13, 1030 Wien, Austria | - do - | - do - | 100 | 2(87) |
| 31. | Tata Consultancy Services Danmark ApS C/o CityCallCenter ApS, Hammerensgade 1, 2, 1267 Kobenhavn K, Denmark | - do - | - do - | 100 | 2(87) |
| 32. | Tata Consultancy Services France SA Tour Franklin-La Defense 8, 100/101 Terrasse Boieldieu -92042, La Defense Cedex, Paris, France | - do - | - do - | 100 | 2(87) |
| 33. | TCS FNS Pty Limited Level 6, 76 Berry Street, North Sydney, NSW 2060 Australia | - do - | - do - | 100 | 2(87) |
| 34. | TCS Financial Solutions Australia Holdings Pty Limited Level 6, 76 Berry Street, North Sydney, NSW 2060 Australia | - do - | - do - | 100 | 2(87) |
| 35. | TCS Financial Solutions Australia Pty Limited Level 6, 76 Berry Street, North Sydney, NSW 2060 Australia | - do - | - do - | 100 | 2(87) |
| 36. | TCS Financial Solutions Beijing Co., Ltd. Unit 2509, No.23, Qinghe Anningzhuang East Road No.18, Haidian District, Beijing, Peoples Republic China 100193 | - do - | - do - | 100 | 2(87) |
| 37. | TCS Iberoamerica SA Colonia 1329; Montevideo, Uruguay (Postal Code: 11100) | - do - | - do - | 100 | 2(87) |
| 38. | TCS Solution Center S.A. Ruta 8, km 17500, Zonamerica, Ed 600, Montevideo, Uruguay | - do - | - do - | 100 | 2(87) |
| 39. | Tata Consultancy Services Argentina S.A. Uspallata 3046; Capital Federal, Ciudad Autónoma de Buenos Aires, Argentina (CP: C1437JC) | - do - | - do - | 100 | 2(87) |

| Sr. No. | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|---------|---|----------------|--------------------------------|------------------|--------------------|
| 40. | Tata Consultancy Services De Mexico S.A., De C.V. Av. Insurgentes Sur 664, 2 nd Floor, Colonia Del Valle, Ciudad de Mexico, México, DF, México (Postal Code: 03100) | Not Applicable | Subsidiary | 100 | 2(87) |
| 41. | TCS Inversiones Chile Limitada Curico 18, Piso 3 & 5, Santiago, Chile (Postal Code: 8330088) | - do - | - do - | 100 | 2(87) |
| 42. | Tata Consultancy Services Do Brasil Ltda Alameda Madeira, 328 - 13° andar, Alphaville Industrial - Barueri – SP. Zip Code 06453-020 | - do - | - do - | 100 | 2(87) |
| 43. | Tata Consultancy Services Chile S.A. Curicó 18, Piso 3 & 5, Santiago, Chile (Postal Code: 8330088) | - do - | - do - | 100 | 2(87) |
| 44. | TATASOLUTION CENTER S.A. Francisco Salazar E10-61 and Camilo Destruge, Building INLUXOR 7 th Floor; Quito, Ecuador | - do - | - do - | 100 | 2(87) |
| 45. | TCS Uruguay S.A. Monte Caseros 2600, Montevideo, Uruguay (Postal Code:11100) | - do - | - do - | 100 | 2(87) |
| 46. | Technology Outsourcing S.A.C. Las Begonisa 475, Sexto Pisa, San Isidro, Lima 27- Peru | - do - | - do - | 100 | 2(87) |
| 47. | MGDC S.C. Avenue Tizoc No.97, Colonia Ciudad del Sol, Zapopan Jalisco, Guadalajara, Mexico (Postal Code 45050) | - do - | - do - | 100 | 2(87) |
| 48. | Tata America International Corporation 101, Park Avenue, 26 th Floor, New York 10178, U.S.A. | - do - | - do - | 100 | 2(87) |
| 49. | CMC Americas, Inc. 379 Thornall Street, Edison 08837, New Jersey, U.S.A. | - do - | - do - | 100 | 2(87) |
| 50. | 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) |
| 51 | W12 Studios Limited 75 Bayham Street, London, England, NW1 0AA | -do- | - do - | 100 | 2(87) |

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

i) Category-wise Shareholding

| Sr. No. | Category of shareholders | No. of shares held at the beginning of the year April 1, 2018 | | | | No. of shares held at the end of the year March 31, 2019 | | | | % Change during the year |
|------------|--|---|--------------|----------------------|-------------------|--|--------------|----------------------|-------------------|--------------------------|
| | | Demat | Physical | Total | % of total shares | Demat | Physical | Total | % of total shares | |
| A. | Promoters and Promoter Group | | | | | | | | | |
| (1) | Indian | | | | | | | | | |
| (a) | Individuals/Hindu Undivided Family | - | - | - | - | - | - | - | - | - |
| (b) | Central Government/State Government(s) | - | - | - | - | - | - | - | - | - |
| (c) | Bodies Corporate | 1,376,673,818 | - | 1,376,673,818 | 71.9 | 2,703,542,000 | - | 2,703,542,000 | 72.0 | 0.1 |
| (d) | Financial Institutions/Banks | - | - | - | - | - | - | - | - | - |
| (e) | Others-Trust | - | - | - | - | - | - | - | - | - |
| | Sub-Total (A) (1) | 1,376,673,818 | - | 1,376,673,818 | 71.9 | 2,703,542,000 | - | 2,703,542,000 | 72.0 | 0.1 |
| (2) | Foreign | | | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/Foreign Individuals) | - | - | - | - | - | - | - | - | - |
| (b) | Bodies Corporate | - | - | - | - | - | - | - | - | - |
| (c) | Institutions | - | - | - | - | - | - | - | - | - |
| (d) | Qualified Foreign Investor | - | - | - | - | - | - | - | - | - |
| (e) | Any Other (specify) | - | - | - | - | - | - | - | - | - |
| | Sub-Total (A) (2) | - | - | - | - | - | - | - | - | - |
| | Total Shareholding of Promoter and Promoter Group (A) | 1,376,673,818 | - | 1,376,673,818 | 71.9 | 2,703,542,000 | - | 2,703,542,000 | 72.0 | 0.1 |
| (B) | Public Shareholding | | | | | | | | | |
| (1) | Institutions | | | | | | | | | |
| (a) | Mutual Funds/UTI | 41,197,074 | 1,725 | 41,198,799 | 2.2 | 93,354,218 | 3,450 | 93,357,668 | 2.5 | 0.3 |
| (b) | Financial Institutions/Banks | 542,844 | 2,555 | 545,399 | - | 707,232 | 5,110 | 712,342 | - | - |
| (c) | Central Government/State Government(s) | 890,812 | - | 890,812 | - | 2,037,771 | - | 2,037,771 | 0.1 | 0.1 |
| (d) | Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| (e) | Insurance Companies | 90,163,887 | - | 90,163,887 | 4.7 | 196,172,807 | - | 196,172,807 | 5.2 | 0.5 |
| (f) | Foreign Institutional Investors | 2,903,768 | - | 2,903,768 | 0.2 | 4,732,576 | - | 4,732,576 | 0.1 | (0.1) |
| (g) | Foreign Venture Capital Investors | - | - | - | - | - | - | - | - | - |
| (h) | Qualified Foreign Investors | - | - | - | - | - | - | - | - | - |
| (i) | Foreign Portfolio Investors (Corporate) | 320,212,127 | - | 320,212,127 | 16.7 | 588,110,025 | - | 588,110,025 | 15.7 | (1.0) |
| (j) | Any Other (specify) | - | - | - | - | - | - | - | - | - |
| | Sub-Total (B) (1) | 455,910,512 | 4,280 | 455,914,792 | 23.8 | 885,114,629 | 8,560 | 885,123,189 | 23.6 | (0.2) |

| Sr. No. | Category of shareholders | No. of shares held at the beginning of the year April 1, 2018 | | | | No. of shares held at the end of the year March 31, 2019 | | | | % Change during the year |
|------------|--|---|----------------|----------------------|-------------------|--|------------------|----------------------|-------------------|--------------------------|
| | | Demat | Physical | Total | % of total shares | Demat | Physical | Total | % of total shares | |
| (2) | Non-Institutions | | | | | | | | | |
| (a) | Bodies Corporate | 6,543,057 | 18,072 | 6,561,129 | 0.3 | 12,451,882 | 34,647 | 12,486,529 | 0.3 | - |
| (b) | Individuals - | | | | | | | | | |
| i | Individual shareholders holding nominal share capital up to ₹1 lakh | 55,447,184 | 817,080 | 56,264,264 | 2.9 | 114,051,696 | 1,414,588 | 115,466,284 | 3.1 | 0.2 |
| ii | Individual shareholders holding nominal share capital in excess of ₹1 lakh | 12,205,322 | - | 12,205,322 | 0.7 | 20,132,741 | - | 20,132,741 | 0.5 | (0.2) |
| (c) | Qualified Foreign Investors | - | - | - | - | - | - | - | - | - |
| (d) | Any Other | | | | | | | | | |
| i | Trusts | 3,956,861 | - | 3,956,861 | 0.2 | 9,879,420 | - | 9,879,420 | 0.3 | 0.1 |
| ii | Foreign Companies | 28 | - | 28 | - | 56 | - | 56 | - | - |
| iii | Clearing Members/ Clearing House | 1,777,666 | - | 1,777,666 | 0.1 | 3,842,202 | - | 3,842,202 | 0.1 | - |
| iv | Alternative Investment Fund | 825,661 | - | 825,661 | - | 1,663,495 | - | 1,663,495 | - | - |
| v | IEPF Suspense A/c | 108,050 | - | 108,050 | 0.1 | 248,790 | - | 248,790 | 0.1 | - |
| | Sub-total (B) (2) | 80,863,829 | 835,152 | 81,698,981 | 4.3 | 162,270,282 | 1,449,235 | 163,719,517 | 4.4 | 0.1 |
| | Total Public Shareholding (B) = (B)(1)+(B)(2) | 536,774,341 | 839,432 | 537,613,773 | 28.1 | 1,047,384,911 | 1,457,795 | 1,048,842,706 | 27.9 | (0.2) |
| | TOTAL (A)+(B) | 1,913,448,159 | 839,432 | 1,914,287,591 | 100.0 | 3,750,926,911 | 1,457,795 | 3,752,384,706 | 100.0 | - |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | - | - | - | - | - | - | - | - | - |
| | GRAND TOTAL (A)+(B)+(C) | 1,913,448,159 | 839,432 | 1,914,287,591 | 100.0 | 3,750,926,911 | 1,457,795 | 3,752,384,706 | 100.0 | - |

ii) Shareholding of Promoters (including Promoter Group)

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year April 1, 2018 | | | Shareholding at the end of the year March 31, 2019 | | | % 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 Private Limited (Promoter) | 1,376,118,911 | 71.9 | 2.1 | 2,702,450,947 | 72.0 | 2.1 | 0.1 |
| 2. | Tata Industries Limited* | 3,610 | - | - | 7,220 | - | - | - |
| 3. | Tata Investment Corporation Limited* | 527,110 | - | - | 1,036,269 | - | - | - |
| 4. | Tata Steel Limited* | 23,804 | - | - | 46,798 | - | - | - |
| 5. | The Tata Power Company Limited* | 383 | - | - | 766 | - | - | - |
| Total | | 1,376,673,818 | 71.9 | 2.1 | 2,703,542,000 | 72.0 | 2.1 | 0.1 |

* Forms part of the Promoter Group

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

| Sr. No. | Name of the shareholder | Shareholding at the beginning of the year April 1, 2018 | | Date | Reason | Increase/Decrease in Shareholding | | Cumulative shareholding during the year | |
|---------|--------------------------------------|---|----------------------------------|-------------|----------------------------|-----------------------------------|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the Company | | | No. of shares | % of total shares of the Company | No. of shares | % of total shares of the Company |
| 1. | Tata Sons Private Limited (Promoter) | 1,376,118,911 | 71.9 | | | | | 1,376,118,911 | 71.9 |
| | | | | 03-Jun-2018 | Bonus issue | 1,376,118,911 | 71.9 | | |
| | | | | 21-Sep-2018 | Tendered in buy-back offer | (49,786,875) | (1.3) | | |
| | | | | | | | | 2,702,450,947 | 72.0 |
| 2. | Tata Industries Limited* | 3,610 | - | | | | | 3,610 | - |
| | | | | 03-Jun-2018 | Bonus issue | 3,610 | - | | |
| | | | | | | | | 7,220 | - |
| | | | | | | | | 527,110 | - |
| 3. | Tata Investment Corporation Limited* | 527,110 | - | | | | | | |
| | | | | 03-Jun-2018 | Bonus issue | 527,110 | - | | |
| | | | | 21-Sep-2018 | Tendered in buy-back offer | (17,951) | - | | |
| | | | | | | | | 1,036,269 | - |
| 4. | Tata Steel Limited* | 23,804 | - | | | | | 23,804 | - |
| | | | | 03-Jun-2018 | Bonus issue | 23,804 | - | | |
| | | | | 21-Sep-2018 | Tendered in buy-back offer | (810) | - | | |
| | | | | | | | | 46,798 | - |
| 5. | The Tata Power Company Limited* | 383 | - | | | | | 383 | - |
| | | | | 03-Jun-2018 | Bonus issue | 383 | - | | |
| | | | | | | | | 766 | - |

* Forms part of the Promoter Group

iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and holder of GDRs and ADRs):

| Sr. No | Top Ten Shareholders* | Shareholding at the beginning of the year April 1, 2018 | | Cumulative shareholding at end of the year March 31, 2019 | |
|--------|---|--|----------------------------------|--|----------------------------------|
| | | No. of shares | % of total shares of the Company | No. of shares | % of total shares of the Company |
| 1. | Life Insurance Corporation of India | 75,384,947 | 3.9 | 152,493,927 | 4.1 |
| 2. | SBI Mutual Fund | 7,056,720 | 0.4 | 21,680,561 | 0.6 |
| 3. | First State Investments Icvc- Stewart Investors Asia Pacific Leaders Fund | 15,054,489 | 0.8 | 19,248,438 | 0.5 |
| 4. | Government of Singapore | 6,497,754 | 0.3 | 18,028,475 | 0.5 |
| 5. | Oppenheimer Developing Markets Fund | 7,996,009 | 0.4 | 16,731,906 | 0.5 |
| 6. | ICICI Prudential Life Insurance Company Ltd | 3,886,141 | 0.2 | 16,139,316 | 0.4 |
| 7. | Axis Mutual Fund Trustee Limited | 4,055,256 | 0.2 | 15,244,614 | 0.4 |
| 8. | Abu Dhabi Investment Authority | 6,296,384 | 0.3 | 15,036,984 | 0.4 |
| 9. | Vanguard Emerging Markets Stock Index Fund, A Series of Vanguard International Equity Index Funds | 7,595,080 | 0.4 | 14,112,213 | 0.4 |
| 10. | Vanguard Total International Stock Index Fund | 6,179,273 | 0.3 | 13,978,944 | 0.4 |

* The shares of the Company are traded on daily basis and hence the datewise 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. | Name of the Shareholder | Date | Reason | Shareholding at the beginning of the year April 1, 2018 | | Cumulative shareholding at the end of the year March 31, 2019 | |
|---------------------------------|-------------------------|-------------|-------------|--|----------------------------------|--|----------------------------------|
| | | | | No. of shares | % of total shares of the Company | No. of shares | % of total shares of the Company |
| Directors | | | | | | | |
| 1. | N Chandrasekaran | 01-Apr-2018 | | 88,528 | - | 88,528 | - |
| | | 03-Jun-2018 | Bonus issue | 88,528 | - | 177,056 | - |
| | | 31-Mar-2019 | | | | 177,056 | - |
| 2. | Aarthi Subramanian | 01-Apr-2018 | | 2,800 | - | 2,800 | - |
| | | 03-Jun-2018 | Bonus issue | 2,800 | - | 5,600 | - |
| | | 31-Mar-2019 | | | | 5,600 | - |
| 3 | Rajesh Gopinathan | 01-Apr-2018 | | 1,130 | - | 1,130 | - |
| | | 03-Jun-2018 | Bonus issue | 1,130 | - | 2,260 | - |
| | | 31-Mar-2019 | | | | 2,260 | - |
| 4. | N Ganapathy Subramaniam | 01-Apr-2018 | | 98,880 | - | 98,880 | - |
| | | 03-Jun-2018 | Bonus issue | 98,880 | - | 197,760 | - |
| | | 31-Mar-2019 | | | | 197,760 | - |
| 5. | Keki Mistry* | 01-Apr-2018 | NA | NA | NA | NA | - |
| | | 18-Dec-2018 | | 4,078 | - | 4,078 | - |
| | | 31-Mar-2019 | | | | 4,078 | - |
| Key Managerial Personnel | | | | | | | |
| 1. | Ramakrishnan V | 01-Apr-2018 | | 1,000 | - | 1,000 | - |
| | | 03-Jun-2018 | Bonus issue | 1,000 | - | 2,000 | - |
| | | 31-Mar-2019 | | | | 2,000 | - |
| 2. | Rajendra Moholkar | 01-Apr-2018 | | 182 | - | 182 | - |
| | | 03-Jun-2018 | Bonus issue | 182 | - | 364 | - |
| | | 31-Mar-2019 | | | | 364 | - |

*Appointed as Additional and Independent Director w.e.f. December 18, 2018 and hence shareholding details have been disclosed w.e.f. December 18, 2018.

V. INDEBTEDNESS

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

(₹ crore)

| | Secured loans excluding deposits | Unsecured loans | Deposits | Total Indebtedness |
|---|-------------------------------------|-----------------|----------|-----------------------|
| | Note 1 | Note 2 | Note 3 | |
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 44 | 181 | 3 | 228 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 44 | 181 | 3 | 228 |
| Change in Indebtedness during the financial year | | | | |
| • Addition | - | - | 1 | 1 |
| • Reduction | (5) | (181) | - | (186) |
| Net change | (5) | (181) | 1 | (185) |
| Indebtedness at the end of the financial year | | | | |
| i) Principal amount | 39 | - | 4 | 43 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 39 | - | 4 | 43 |

Notes:

- Secured loans excluding deposits of ₹39 crore as at March 31, 2019, represents obligations under finance lease including current portion of obligations.
- Opening balance as at April 1, 2018, of unsecured loans represent bank overdraft of ₹181 crore.
- Deposits represent amounts received from lessee for the premises given on sub-lease 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/WTD/Manager | | |
|---------|---|--|--|-----------------|
| | | Rajesh Gopinathan Chief Executive Officer and Managing Director | N Ganapathy Subramaniam Chief Operating Officer and Executive Director | Total Amount |
| 1. | Gross salary | | | |
| | (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961 | 115.74 | 109.02 | 224.76 |
| | (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 | 126.76 | 13.30 | 140.06 |
| | (c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961 | - | - | - |
| 2. | Stock Option | - | - | - |
| 3. | Sweat Equity | - | - | - |
| 4. | Commission | 1,300.00 | 900.00 | 2,200.00 |
| | as % of profit | 0.03 | 0.02 | 0.05 |
| 5. | Others, Allowances | 60.35 | 138.76 | 199.11 |
| | Total (A) | 1,602.85 | 1,161.08 | 2,763.93 |
| | Ceiling as per the Act (@ 10% of profits calculated under Section 198 of the Companies Act, 2013) | | | 404,348.06 |

B. Remuneration to other directors:

(₹ lakh)

| Sr. No. | Particulars of Remuneration | Sitting Fees for attending board/ committee meetings | Commission | Others, please specify | Total Amount |
|-----------|---|--|-----------------|------------------------|-----------------|
| 1. | Independent Directors | | | | |
| | Aman Mehta | 4.80 | 315.00 | - | 319.80 |
| | V Thyagarajan* | 3.00 | 100.00 | - | 103.00 |
| | Prof Clayton M Christensen** | 0.30 | 75.00 | - | 75.30 |
| | Dr Ron Sommer | 5.10 | 220.00 | - | 225.10 |
| | O P Bhatt | 7.50 | 215.00 | - | 222.50 |
| | Dr Pradeep Kumar Khosla | 2.10 | 150.00 | - | 152.10 |
| | Hanne Sorensen*** | 0.60 | 50.00 | - | 50.60 |
| | Keki Mistry*** | 0.60 | 50.00 | - | 50.60 |
| | Don Callahan**** | 0.30 | 35.00 | - | 35.30 |
| | Total (1) | 24.30 | 1,210.00 | - | 1,234.30 |
| 2. | Other Non-Executive Directors | | | | |
| | N Chandrasekaran® | 3.60 | - | - | 3.60 |
| | Aarthi Subramanian®® | 5.70 | - | - | 5.70 |
| | Total (2) | 9.30 | - | - | 9.30 |
| | Total (B)=(1+2) | 33.60 | 1,210.00 | - | 1,243.60 |
| | Total Managerial Remuneration | | | | |
| | Ceiling as per the Act (@1% of profits calculated under Section 198 of the Companies Act, 2013) | | 40,434.81 | | |

* Relinquished the position of Independent Director w.e.f. July 10, 2018.

** Relinquished the position of Independent Director w.e.f. September 28, 2018.

*** Appointed as Additional and Independent Director w.e.f. December 18, 2018.

**** Appointed as an Additional and Independent Director w.e.f. January 10, 2019.

® As a policy, N Chandrasekaran, Chairman, has abstained from receiving commission from the Company.

®® In line with the internal guidelines of the Company, no payment is made towards commission to the Non-Executive Directors of the Company, who are in full time employment with any other Tata company.

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

(₹ lakh)

| Sr. No. | Particulars of Remuneration | Key Managerial Personnel | | |
|-----------|---|---|--|---------------|
| | | Ramakrishnan V Chief Financial Officer | Rajendra Moholkar Company Secretary | Total |
| 1. | Gross salary | | | |
| | (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961 | 72.06 | 21.66 | 93.72 |
| | (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 | 43.54 | 1.20 | 44.74 |
| | (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 | 297.47 | 117.29 | 414.76 |
| | Total | 413.07 | 140.15 | 553.22 |

Note: For more information, please refer to the Corporate Governance Report.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2019.