

**ANNEXURE G**

TCS/M&A/C24 (f)/BSE -1/2014-15

July 30, 2014

BSE Limited  
P.J. Towers, Dalal Street  
Mumbai- 400 001

**Kind Attn: General Manager,  
Department of Corporate Services**

**Scrip Code No. 532540 (BSE)**

Dear Sirs,

**Ref: Scheme of Amalgamation between WTI Advanced Technology Limited and Tata Consultancy Services Limited.**

**Sub: Quarterly Compliance Report on Corporate Governance as per Clause 49**

In connection with the above application we hereby confirm that the Company is in compliance with Clause 49 of the Listing Agreement. A copy of the Quarterly Compliance Report is enclosed.

**Name of the Company: Tata Consultancy Services Limited**

**Date: June 30, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	

**TATA CONSULTANCY SERVICES**

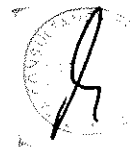
Tata Consultancy Services Limited

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Registered Office: VIT-1, VIT-2, VIT-3, VIT-4, VIT-5, VIT-6, VIT-7, VIT-8, VIT-9, VIT-10, VIT-11, VIT-12, VIT-13, VIT-14, VIT-15, VIT-16, VIT-17, VIT-18, VIT-19, VIT-20, VIT-21, VIT-22, VIT-23, VIT-24, VIT-25, VIT-26, VIT-27, VIT-28, VIT-29, VIT-30, VIT-31, VIT-32, VIT-33, VIT-34, VIT-35, VIT-36, VIT-37, VIT-38, VIT-39, VIT-40, VIT-41, VIT-42, VIT-43, VIT-44, VIT-45, VIT-46, VIT-47, VIT-48, VIT-49, VIT-50, VIT-51, VIT-52, VIT-53, VIT-54, VIT-55, VIT-56, VIT-57, VIT-58, VIT-59, VIT-60, VIT-61, VIT-62, VIT-63, VIT-64, VIT-65, VIT-66, VIT-67, VIT-68, VIT-69, VIT-70, VIT-71, VIT-72, VIT-73, VIT-74, VIT-75, VIT-76, VIT-77, VIT-78, VIT-79, VIT-80, VIT-81, VIT-82, VIT-83, VIT-84, VIT-85, VIT-86, VIT-87, VIT-88, VIT-89, VIT-90, VIT-91, VIT-92, VIT-93, VIT-94, VIT-95, VIT-96, VIT-97, VIT-98, VIT-99, VIT-100

Corporate Identity Number No. 'CIN' 122010AAH1991P (ICBA/8)





(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	Yes	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	NA	There is no deviation from Accounting Standards
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	NA	There has been no issue of Public/Rights/Preferential issue of shares in the last year
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	NA	Included in the Annual Report 2013- 14
(G) Shareholders	49 (IV G)	Yes	
<b>V.CEO/CFO Certification</b>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

Yours faithfully,  
For Tata Consultancy Services Limited

**Suprakash Mukhopadhyay**  
Vice President and Company Secretary