**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
I Board of Directors	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	
II. Audit Committee	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

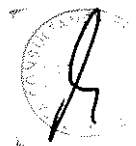
Tata Consultancy Services Limited

11th Floor, Air India Building, Nariman Point, Mumbai 400 021, India

Tel: 91 22 6778 9391 Fax: 91 22 6778 9344 e-mail: corporate.office@tcs.com www.tcs.com

Registered Office: 10th Floor, Vardaan Building, Nariman Point, Mumbai 400 021

Corporate Identification No. (CIN) : 122010AMH1991P (COSA/B)





(E) Review of Information by Audit Committee	49 (II E)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	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	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

Yours faithfully,
For Tata Consultancy Services Limited

Suprakash Mukhopadhyay
Vice President and Company Secretary