

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)

Name of the listed entity: Tata Consultancy Services Limited

Quarter Ending: September 30, 2023

I. Composition of Board of Directors														
Title (Mr./Ms.)	Name of the director	PAN^s /DIN	Category (Chairperson/ Executive/Non-executive/ Independent/ Nominee)^{&}	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure *	Date of Birth	Whether special resolution passed? [In reference to Regulation 17(1A)]	Date of passing special resolution	No. of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No. of Independent Directorships in Listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. 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.	Chandrasekaran Natarajan	00121863	Chairman – Non-Independent-Non-Executive	6-Sep-07	-	-	-	2-Jun-63	NA	-	7	0	0	0
Mr.	Kunchitham Krithivasan	10106739	Chief Executive Officer and Managing Director - Executive	1-Jun-23	-	-	-	5-May-64	NA	-	1	0	1	0
Mr.	Ganapathy Subramaniam Natarajan	07006215	Chief Operating Officer and Executive Director- Executive	21-Feb-17	-	-	-	20-May-59	NA	-	4	0	0	0
Mr.	Om Prakash Bhatt	00548091	Independent – Non-Executive	27-Jun-14	27-Jun-19	-	111 months and 4 days	7-Mar-51	NA	-	3	3	4	1
Ms.	Aarthi Subramanian	07121802	Non-Independent-Non-Executive	12-Mar-15	-	-	-	26-Jun-67	NA	-	1	0	2	0
Dr.	Pradeep Kumar Khosla	03611983	Independent – Non-Executive	11-Jan-18	11-Jan-23	-	68 months and 20 days	13-Mar-57	NA	-	1	1	2	1
Ms.	Hanne Birgitte Breinbjerg Sorensen	08035439	Independent – Non-Executive	18-Dec-18	-	-	57 months and 13 days	18-Sep-65	NA	-	2	2	3	0

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the director	PAN ^s /DIN	Category (Chairperson/Executive/Non-executive/Independent/Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure *	Date of Birth	Whether special resolution passed? [In reference to Regulation 17(1A)]	Date of passing special resolution	No. of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No. of Independent Directorships in Listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. 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.	Keki M Mistry	00008886	Independent – Non-Executive	18-Dec-18	-	-	57 months and 13 days	7-Nov-54	NA	-	5	3	9	3
Mr.	Daniel Hughes Callahan	08326836	Independent – Non-Executive	10-Jan-19	-	-	56 months and 21 days	16-May-56	NA	-	1	1	1	0

Whether Regular Chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No

^sPAN of any director would not be displayed on the website of Stock Exchange

[&]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.

II. Composition of Committees					
<i>Name of Committee</i>	<i>Whether regular Chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) &</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1. Audit Committee	Yes	Mr. Keki M Mistry*	Chairman - Independent, Non-Executive	12-Apr-19	-
		Mr. Om Prakash Bhatt	Independent – Non-Executive	23-Apr-12	-
		Ms. Aarthi Subramanian	Non-Independent – Non-Executive	12-Oct-17	-
		Dr. Pradeep Kumar Khosla	Independent – Non-Executive	10-Jan-19	-
		Ms. Hanne Birgitte Breinbjerg Sorensen	Independent – Non-Executive	12-Apr-19	-
		Mr. Daniel Hughes Callahan	Independent – Non-Executive	12-Apr-19	-
2. Nomination & Remuneration Committee	Yes	Mr. Om Prakash Bhatt [#]	Chairman - Independent, Non-Executive	11-Oct-18	-
		Mr. Chandrasekaran Natarajan	Non-Independent – Non-Executive	20-Feb-17	-
		Ms. Hanne Birgitte Breinbjerg Sorensen	Independent – Non-Executive	12-Apr-19	-
3.Risk Management Committee	Yes	Mr. Keki M Mistry [^]	Chairman - Independent, Non-Executive	12-Apr-19	-
		Mr. Kunchitham Krthivasan	Executive Director	1-Jun-23	-
		Mr. Ganapathy Subramaniam Natarajan	Executive Director	12-Apr-19	-
		Mr. Daniel Hughes Callahan	Independent – Non-Executive	12-Apr-19	-
		Mr. Samir Seksaria	Chief Financial Officer	1-May-21	-
4.Stakeholders' Relationship Committee	Yes	Dr. Pradeep Kumar Khosla ^{\$}	Chairman - Independent, Non-Executive	10-Jan-19	-
		Mr. Kunchitham Krthivasan	Executive Director	1-Jun-23	-
		Mr. Keki M Mistry	Independent – Non-Executive	12-Apr-19	-

&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.

* Appointed as a Chairman w.e.f. June 27, 2019

Appointed as a Chairman w.e.f. June 27, 2019

^ Appointed as a Chairman w.e.f. April 12, 2019

\$ Appointed as a Chairman w.e.f. June 27, 2019

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum Met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
April 12, 2023	-	Yes	9	5	April 12, 2023 to July 12, 2023 90 days
	July 12, 2023	Yes	9	5	
*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings					

IV. Meeting of Committees						
<i>Name of the Committees</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum Met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee	July 12, 2023	Yes	6	5	April 12, 2023	April 12, 2023 to July 12, 2023 90 days
Nomination & Remuneration Committee:	No meeting held	-	-	-	April 12, 2023	-
Risk Management Committee	July 18, 2023	Yes	4	2	April 18, 2023	April 18, 2023 to July 18, 2023 90 days
Stakeholders' Relationship Committee	July 20, 2023	Yes	3	2	No meeting held	-
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.						
**to be filled in only for the current quarter meetings						

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note:</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/ No/ N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transaction, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	

VI. Details of Cyber security incidence			
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No	
Date of the event	NA	Brief details of the event	NA

VII. 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
<ul style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (as applicable)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
4. 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
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.
The Corporate Governance Report for the quarter ended June 30, 2023, was placed before the Board at its meeting held on July 12, 2023.
For Tata Consultancy Services Limited
<p>Sd/-</p> <p>Pradeep Manohar Gaitonde</p> <p>Company Secretary</p>

Tata Consultancy Services Limited		
Corporate Governance Report to be submitted at the end of 6 months after the end of financial year for the period ended September 30, 2023		
Name of the listed entity:	Tata Consultancy Services Limited	
Period:	April 1, 2023 to September 30, 2023	
Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes/ No/ NA) <small>refer note below</small>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of Stakeholders Relationship Committee at the Annual General Meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/ No/ NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case listed entity has no related party transactions, the words "NA" may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>For Tata Consultancy Services Limited</p> <p>Sd/-</p> <p>Pradeep Manohar Gaitonde Company Secretary</p>		

Half year ending September 30, 2023**I. Disclosure of Loans / guarantees / comfort letters / securities etc.** refer note below**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:**

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Not Applicable	Nil	Nil
Promoter Group or any other entity controlled by them	Not Applicable	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Not Applicable	Nil	Nil
KMPs or any other entity controlled by them	Not Applicable	Nil	Nil

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Not Applicable	Nil	Nil
Promoter Group or any other entity controlled by them	Not Applicable	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Not Applicable	Nil	Nil
KMPs or any other entity controlled by them	Not Applicable	Nil	Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For Tata Consultancy Services Limited

Sd/-
Samir Seksaria
Chief Financial Officer

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by a government company to/ for the Government or government company

b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

c) by a banking company or an insurance company; and

d) by the listed entity to its employees or directors as a part of the service conditions

If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.