

TO ALL STOCK EXCHANGES

BSE LIMITED

P.J Towers, Dalal Street Mumbai – 400 001

Fax: 22722037 / 22723121

Kind Attn: General Manager, Department of

Corporate Services Scrip Code: 500209 (BSE)

NEW YORK STOCK EXCHANGE

11 Wall St, New York, NY 10005, USA

Scrip Code: INFY

March 18, 2019

Dear Sir / Madam,

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Bandra Kurla Complex,

Mumbai - 400 051

Fax: 26598237 / 26598238

Kind Attn: Manager, Listing Department

Scrip Code: INFY (NSE)

Sub: Newspaper publication of Public announcement in relation to buyback of equity shares

In continuation to our letter dated February 5, 2019 and postal ballot voting results dated March 14, 2019, please find enclosed the publication of public announcement in relation to buyback of equity shares in the following newspapers:

- Business Standard English National Daily (All Editions)
- Business Standard Hindi National Daily (All Editions)
- Prajavani Regional language daily (All Karnataka Editions)

Additionally, the public announcement has been published in the following newspapers:

- The Economic Times (English edition) (Mumbai, Bengaluru and Delhi editions)
- The Times of India (English edition) (Bengaluru, Hyderabad, Ahmedabad & Mysuru Kolkata editions)

The above information will also be made available on the website of the Company: https://www.infosys.com/investors/.

This is for your information and record.

Thanking you,

Yours faithfully, For **Infosys Limited**

A.G.S. Manikantha

Company Secretary

INFOSYS LIMITED

CIN: L85110KA1981PLC013115

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CIN: L85110KA1981PLC013115 Website: www.infosys.com Email: investors@infosys.com Tel: 91 80 2852 0261 / extn 67775 Fax: +91 80 2852 0754 Fax: 91 80 2852 0362

Contact Person: A.G.S. Manikantha. Company Secretary Tel: +91 80 4116 7775 E-mail: sharebuyback@infosys.com

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSYS LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

This public announcement (the "Public Announcement") is being made in relation to the Buyback pursuant to the provisions of Regulation 16(iv) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("Buyback Regulations") and contains the disclosures, as specified in Schedule IV thereunder.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in 'crore'. One crore represents 10 million, i.e. 10,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the **Buyback Regulations**

1. DETAILS OF BUYBACK AND OFFER PRICE

- The board of directors of the Company (hereinafter referred to as the "Board", which expression includes any committee duly constituted by the Board to exercise its powers, and / or the powers conferred by the Board resolution), at its meeting held on January 11, 2019, has, subject to the approval of the members of the Company, by way of a special resolution through Postal Ballot ("Special Resolution") and subject to the approvals of such statutory, regulatory or governmental authorities as may be required under applicable laws, approved the proposal to buy back its own fully paid-up Equity Shares of face value of ₹5/- each ("Equity Shares") from the members of the Company (other than the Promoters, the Promoter Group and Persons in Control of the Company) payable in cash, for an amount aggregating up to ₹8,260 crore (Rupees Eight Thousand Two Hundred and Sixty crore only) ("Maximum Buyback Size") at a price not exceeding ₹800/- (Rupees Eight Hundred only) per Equity Share ("**Maximum** Buyback Price"), under the open market route through the stock exchanges, in accordance with Companies Act, 2013, as amended (the "Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, the Companies (Management and Administration) Rules, 2014, as amended ("Management Rules") and the Buyback Regulations ("the transaction / process herein after referred to as the "Buyback").
- The Maximum Buyback Size represents 14.54% of the aggregate of the total paid-up capital and free reserves of the Company. based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis) and is within the 15% prescribed limit
- The Buyback will be implemented by the Company from its free reserves in accordance with Regulation 4(ix) of the Buyback Regulations and in accordance with Regulation 4(iv)(b)(ii) of the Buyback Regulations, by way of open market purchases through the stock exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations. Further, as required under the Companies Act and Buyback Regulations, the Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable. There are no partly paid-up Equity Shares with calls
- A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/ shareholder-services/Pages/buyback-2019.aspx) and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period. The proposed timetable for the Buyback is set out under Paragraph 3 of

The Board, in its meeting held on April 13, 2018, reviewed and approved the Capital Allocation Policy of the Company after taking into consideration the strategic and operational cash requirements of the Company in the medium term.

- 1. The Board decided to retain its policy of returning up to 70% of the free cash flow of the corresponding Financial Year in such manner, as may be decided by the Board from time to time, subject to applicable laws and requisite approvals, if any. Free cash flow is defined as net cash provided by operating activities less capital expenditure as per the consolidated statement of cash flows prepared under International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") Dividend payout includes Dividend Distribution Tax ("DDT").
- 2. Pursuant to the above, on April 13, 2018 the Board identified an amount of up to ₹13,000 crore to be paid to members in the following manner:
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Company paid ₹2.633 crore in June 2018, to the eligible members and
- (b) Identified an amount of up to approximately ₹10,367 crore to be paid out to members for the Financial Year 2019, in such a manner, to be decided by the Board, subject to applicable laws and requisite approvals, if any.

In line with the above Capital Allocation Policy and with an objective of enhancing member returns, the Board at its meeting held on January 11, 2019 has approved the following proposals:

- (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members
- (b) Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8,260 crore.

As the US\$/INR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in US\$ terms amounts to \$ 1.872 million (comprising of \$ 386 million towards special dividend paid in June 2018 and \$ 1,184 million* pertaining to buyback as mentioned above and \$ 302 million* towards special dividend paid to shareholders in January 2019)

NECESSITY FOR THE BUYBACK

. *US\$ 1=₹69.78/- as at December 31, 2018

The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following reasons:

- a. The Buyback will help the Company to return surplus cash to its
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to sell their Equity Shares and receive cash or not to sell their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- The maximum amount of funds required for the Buyback will not exceed ₹8,260 crore (Rupees Eight Thousand Two Hundred and Sixty crore only), being 14.54% of the aggregate of the total paid-up capital and free reserves of the Company, which is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis).
- The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred for the Buyback, such as, brokerage, filing fees, advisors' fees, intermediaries' fees, public announcement publication expenses, printing and dispatch

- expenses, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. and other incidental and related expenses.
- The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source as may be permitted by the Buyback Regulations or the Companies Act. Borrowed funds from banks and financial institutions, if any will not be used for the Buyback.
- MAXIMUM NUMBER OF EQUITY SHARES THAT THE **COMPANY PROPOSES TO BUY- BACK**
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10,32,50,000 Equity Shares ("Maximum Buyback Shares"), comprising approximately 2.36% of the paid-up equity share capital of the Company as of December 31, 2018 and as on the date of the Public Announcement (on a standalone basis). If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size.
- The Company shall utilise at least 50% of the amount earmarked as the Maximum Buyback Size for the Buyback, i.e. ₹4,130 crore (Rupees Four Thousand One Hundred and Thirty crore only) ("Minimum Buyback Size"). Based on the Minimum Buyback Size and Maximum Buyback Price, the Company would purchase a minimum of 5,16,25,000 Equity Shares.

BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- The Equity Shares of the Company are proposed to be bought back at a price not exceeding ₹800/- (Rupees Eight Hundred only) per Equity Share i.e. the Maximum Buyback Price. The Maximum Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Equity Shares on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively referred to as "Indian Stock Exchanges") where the Equity Shares are listed, price earnings ratio, impact on other financial parameters and the possible impact of the Buyback on the earnings per Equity Share.
- The Maximum Buyback Price represents:
 - a Premium of 20.3% and 20.1% over the volume weighted average market price of the Equity Shares on BSE and NSE respectively, during the three months preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
 - b. Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
 - c. Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of ₹800/- per share
- COMPLIANCE WITH REGULATION 4 OF THE **BUYBACK REGULATIONS**

In terms of the provisions of the Buyback Regulations, the offe for Buyback under open market route cannot be made for 15% or more of the total paid-up equity capital and free reserves of

Computation of permissible capital payment towards buyback of equity shares as per the latest audited balance sheet of the Company as at December 31, 2018 (on a standalone basis)

S. No.	Particulars	Amount (₹crore)
1.	Total paid-up equity capital	2,184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	56,820
4.	15% of the aggregate of the total paid-up equity capital and free reserves	8.523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company.

As per the latest audited Consolidated balance sheet of the Group as at December 31, 2018, aggregate total paid up equity capital and free reserves is ₹61.103 crore

METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND **REGULATION 16 OF THE BUYBACK REGULATIONS**

- The Buyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, and (ii) beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). The promoters, Promoter Group, and the Persons in Control of the Company shall not participate in the Buyback. Further, as required under the Buyback Regulations, the Company will not buyback Equity Shares which are locked in or non-transferable, until the pendency of such lockin or until the time such Equity Shares become transferable, as applicable. In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialized form with a depository afte March 31, 2019 or such other date as may be prescribed by SEBI from time to time.
- 7.2 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- The Company shall make arrangements to facilitate participation in the Buyback by members who hold Physical Shares. In this regard, the Company shall approach the Indian Stock Exchanges for permission to use a separate window for the Buyback of physical shares in terms of Regulation 19 of the Buyback Regulations ("Physical Share Buyback Window"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI with respect to participation by members holding Physical Shares. Upon completion of formalities with the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company shall Buyback the Physical Shares from the members. The procedure for Buyback of Physical Shares in the Physical Share Buyback Window shall be subject to the Buyback Regulations, requirements provided by the Indian Stock Exchanges and any directions in this regard and the provisions of any rule circular or notification issued by the Indian Stock Exchanges or SEBI
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

with respect to participation by members holding Physical Shares

Details of the aggregate shareholding of the Promoters and Promoter Group, the directors of the Promoter where Promoter a Company and of Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e. March 15, 2019) is as below.

8.1 The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	noters		
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53,808	0.96
4	Nandan M. Nilekani	4,07,83,162	0.93
5	Akshata Murty	3,89,57,096	0.89
6	Asha Dinesh	3,85,79,304	0.88

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2,80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17,65,768	0.04
B. Pron	oter Group		
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulal Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the promoter is a Company

The Company does not have any corporate promoter

The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	ctors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	_
5	Kiran Mazumdar-Shaw	Independent Director	-	-
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	_	-
8	Michael Gibbs	Independent Director	_	-
9	D. Sundaram	Independent Director	_	-
B. Key	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	-
13	Ravi Kumar S.	Deputy Chief Operating Officer	_	-
14	Mohit Joshi	President	_	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	_	-
Total A	·В		4,41,29,028	1.01

With effect from March 1, 2019, Nilanjan Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sanghrajka has resumed his responsibilities as the Deputy Chief Financial Officer. Prior to such date, and as of the date of the postal ballot notice, i.e. January 11, 2019, Jayesh Sanghrajka was 8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date

of the Public Announcement (i.e., March 15, 2019)

S. No. N	Name	Designation	No. of ADRs
1. In	nderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
2. M	Mohit Joshi	President	30,050

Each ADR represents one underlying equity share

8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the date of Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nil
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09,126	Nil
		Whole-time Director	Equity Option	64,500	21,500
3	Ravi Kumar S.	Deputy Chief Operating Officer	ADR RSU	2,94,126	Nil
			ADR Options	1,12,750	Nil
4	Mohit Joshi	President	ADR RSU	2,86,276	Nil
				1,12,750	1,12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03,736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of	Nature of	Maximum	Date of	Minimum	Date of
		shares purchased	Transaction	price (₹)	maximum price	price (₹)	minimum price
Promot	toro	or sold					
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2,09,26,904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	· ·	,, .,					06-Sep-18
5	Nandan M. Nilekani	2,03,91,581	Bonus	Nil		Nil	
	Akshata Murty	1,94,78,548		Nil		Nil	06-Sep-1
6	Asha Dinesh	1,92,89,652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313		Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67,546		Nil	06-Sep-18	Nil	06-Sep-18
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22,819	Bonus	Nil		Nil	06-Sep-18
12	Nihar Nilekani	63,38,876	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
13	Janhavi Nilekani	63,32,581	Bonus	Nil		Nil	06-Sep-1
14	Kumari Shibulal	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
15	Deeksha Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
16	Divya Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
18	Shruti Shibulal	13,68,769	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Promot	ter Group ⁽¹⁾						
20	Gaurav Manchanda	8,05,860	Sale	1,382.48	09-Aug-18	1,362.38	08-Aug-1
		77,68,113	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
21	Milan Shibulal Manchanda	77,17,934	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-1
		31,67,120	Bonus	,	06-Sep-18	Nil	06-Sep-18
Directo	ors	01,07,120	Bondo		00 00p 10	14.11	- 00 00p 1
23	D.N. Prahlad	10,96,095	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
24	Salil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-1
		37,834	Sale	737.11	01-Mar-19	737.11	01-Mar-1
25	U.B. Pravin Rao	6,812	Exercise of RSUs	5		5	02-May-18
		5,36,848	Bonus		06-Sep-18	Nil	06-Sep-1
26	Kiran Mazumdar-Shaw	800	Bonus	Nil		Nil	06-Sep-1
		1,600	Sale	722.70	<u> </u>	722.70	28-Feb-19
Key Ma	anagerial Personnel						
27	Krishnamurthy Shankar	3,012	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
		12,226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-1
		6,200	Sale	737.11	01-Mar-19	737.11	01-Mar-1
28	A.G.S. Manikantha	330	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	1	1 500	Exercise of RSU	5	<u> </u>	Nil	12-Nov-18

Unadjusted for bonus issue (in case of sale / purchases prior to bonus issue in September 2018) and excluding brokerage and other transaction costs. Note: Nil price in the above table is on account of bonus issu

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months

S. No.	Name	Aggregate no. of RSUs and options purchased or sold	Transaction	Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nov-18
2	Ravi Kumar S.	1,15,976	Exercise of RSU and options	15.26	01-Nov-18	Nil	01-Nov-18
		1,15,976	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	#20.21	01-Aug-18	#20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

Unadjusted for bonus issue (in case of sale / purchases prior to Bonus issue in September 2018) and excluding brokerage and other transaction costs. Note: Nil price in the above table is on account of bonus iss

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the

twe	twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:								
S. No.	Name	Aggregate no. of RSUs and options purchased	Transaction	Maximum price	Date of maximum price	Minimum price			
		or sold							
1	Salil Parekh	2,21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18		
		1,03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19		

Contd.

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	Nil	06-Sep-18	Nil	06-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S.	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	Nil	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	06-Sep-18	Nil	06-Sep-18
		59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	Nil	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nil	06-Sep-18	Nil	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		12,226	Exercise of RSU	₹5	13-Nov-18	Nil	13-Nov-18
8	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
		1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

Transaction wise details are provided on the website of the Company under following link: https://www.infosys.com/investors/shareholder-services/Pages/buyback-2019.aspx Note: Nil price in the above table is on account of bonus issu

INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

In terms of Regulation 16(ii) of the Buyback Regulations, the Buyback is being implemented by way of open market purchases through the Indian Stock Exchanges and is not extended to the Promoters, Promoter Group and Persons in Control of the Company.

- The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest payable thereon to any financial institution or banking company.
- 12. The Board has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:
 - a, immediately following the date of the Board meeting held on January 11, 2019 and the date of passing of the members resolution approving the Buyback, there will be no grounds on which the Company can be found unable to pay its debts; and
 - b. as regards the Company's prospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback, having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Postal Ballot Resolution
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptcy Code, 2016 (to the extent notified)
- Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors regarding insolvency:

The text of the Report dated January 11, 2019 received from Deloitte Haskins & Sells LLP. the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

The Board of Directors Infosys Limited No. 44, Infosys Avenue, Hosur Road, Electronics City, Bengaluru, Karnataka - 560100

Dear Sir / Madam

Re: Statutory Auditor's Report in respect of proposed buyback of Equity Shares by Infosys Limited (the "Company") in terms of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations")

- This Report is issued in accordance with the terms of our engagement letter dated June 26, 2018.
- The Board of Directors of the Company have approved a proposal for buyback of Equity Shares by the Company at its Meeting held on January 11, 2019, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations
- We have been requested by the Management of the Company to provide a report on the accompanying "Statement of Permissible Capital Payment (including premium)" ('Annexure A') as at December 31, 2018 (hereinafter referred to as the "Statement"). This Statement has been prepared by the Management, which we have initialled for the purposes of identification only.

Management's Responsibility:

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the proviso to Regulation 4(iv) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the computation of the amount of the permissible capital payment. the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of interna controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's Responsibility:

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:
 - i. we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;
 - ii. the amount of permissible capital payment as stated in Annexure A. has been properly determined considering the audited interim condensed standalone financial statements as at December 31, 2018 in accordance with Section 68(2) of the Act and the proviso to Regulation 4(iv) of the Buyback Regulations; and
 - iii. the Board of Directors of the Company, in their Meeting held on January 11, 2019 have formed the opinion as specified in Clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date and from the date on which the results of the shareholders' resolution with regard to the proposed buyback are declared.
- The interim condensed standalone financial statements referred to in paragraph 5 above, have been audited by us, on which we have issued an unmodified audit opinion in our report dated January 11, 2019. We conducted our audit of the interim condensed standalone financial statements in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (the "Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements

Opinion:

Based on inquiries conducted and our examination as above, we

AND COST OF FINANCING THE BUYBACK

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

Part B - Disclosures in accordance with Schedule IV of the Buyback Regulations.

was received on March 12, 2019, the results of which were announced on March 14, 2019.

At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be

10,32,50,000 Equity Shares, comprising approximately 2.36% of the paid-up equity share capital of the Company as of December 31, 2018

and as on the date of the Public Announcement (on a standalone basis). If the Equity Shares are bought back at a price below the Maximum

- i. We have inquired into the state of affairs of the Company in relation to its audited interim condensed standalone financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- ii. The amount of permissible capital payment (including premium) towards the proposed Buyback of Equity Shares as computed in the Statement attached herewith, as Annexure A in our view has been properly determined in accordance with Section 68 (2)(c) of the Act. The amounts of share capital and free reserves have been extracted from the audited interim condensed standalone financial statements of the Company as at and for nine months period ended December 31, 2018.
- iii. The Board of Directors of the Company, at their meeting held on January 11, 2019 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the shareholders' resolution with regard to the proposed buyback are declared.
- This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buyback of Equity Shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the explanatory statement to the notice for special resolution, public announcement, and other documents pertaining to buyback to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the Managers in connection with the proposed buyback of Equity Shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act and the Buyback Regulations, and may not be suitable for any other purpose

For Deloitte Haskins & Sells LLP **Chartered Accountants** (Firm Registration No. 117366W/W-100018)

P. R. Ramesh Membership No. 70928 Bengaluru January 11, 2019

Annexure A - Statement of Permissible Capital Payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68(2)(c) of the Companies Act, 2013 ("the Act"), based on audited interim condensed standalone financial statements as at and for the nine months period ended December 31, 2018.

Particulars	Amount (₹in crore)
Paid up equity capital as at December 31, 2018 (A)	2,184
Free Reserves as at December 31, 2018:	
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the proviso to Regulation 4(iv) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves	8,523
* includes re-measurement gain on defined benefit plan of ₹5 ci	,

For Infosys Limited Javesh Sanghraika Interim Chief Financial Officer

January 11, 2019

14. GENERAL OBLIGATIONS OF THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

- 14.1 In accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities, including by way of bonus, till the expiry of the Buyback Period:
- 14.2 The Company shall not make any further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of six months after the completion of the Buyback except by way of bonus shares or equity shares issued in order to discharge subsisting obligations such as conversion of warrants stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;
- 14.3 In accordance with Regulation 24(i)(f) of the Buyback Regulations the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations:
- 14.4 The special resolution approving the Buyback will be valid for a maximum period of one year from the date of passing of the said special resolution (or such extended period as may be permitted under the Companies Act or the Buyback Regulations or by the appropriate authorities). The exact timetable for the Buyback shall be decided by the Board (or its duly constituted committee) within
- 14.5 The Equity Shares bought back by the Company will be compulsorily cancelled and will not be held for re-issuance;
- 14.6 The Company shall not withdraw the Buyback after the Public Announcement for the Buyback is made; and
- 14.7 The Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable.

All the material documents referred to in the Public Announcement such as the Memorandum and Articles of Association of the Company, relevant Board resolution for the Buyback, the Auditors Report dated April 13, 2018 and the audited accounts for the period from April 1, 2017 to March 31, 2018, the Auditors Repor dated January 11, 2019 and the audited accounts for the period April 1, 2018 to December 31, 2018 were made available for inspection without any fee by the members of the Company at its Registered Office on any working day between 10:00 hours and 16:00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notice. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period April 1, 2018 to December 31, 2018 are also available on the Company's website at https://www.infosys com/investors/.

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal ballot, 4.11 Upon receipt of the permission from the Indian Stock Exchanges MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS

- Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size
- 2.2 Further, the Company shall utilize at least 50% of the amount earmarked as the Maximum Buyback Size for the Buyback i.e. ₹4,130 crore (Rupees Four Thousand One Hundred and Thirty Crore only) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 5,16,25,000 Equity Shares.
- 2.3 The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.
- 2.4 Borrowed funds from banks and financial institutions will not be used for the Buyback.

On March 20, 2019

the last date for the Buyback.

2.5 As mentioned in Paragraph 3.1 of Part A above, in continuation of the Company's efforts to effectively utilize the surplus cash, it is proposed to Buyback 14.54% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis) from the open market through the Indian Stock Exchanges.

3. PROPOSED TIMETABLE FOR THE BUYBACK

Activity

Date of commencement of the

Buyback Acceptance of Equity Shares Upon the relevant pay-out by the Indian Stock Exchanges accepted in dematerialised mode Verification / Acceptance of Equity Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges Shares accepted in the physical Extinguishment of Equity Shares In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manne specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended, and the bye-laws framed thereunder. In case the Equity Shares bought back are in physica form, the Company shall extinguish and physically destroy the share certificates bought back during the month, on or before the 15th day of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are extinguished within 7 (seven) days of the expiry of the Buyback Period. Last Date for the Buyback (a) On September 19, 2019 (that is 6 months from the date of the opening of the Buyback); or (b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size: or (c) at such earlier date as may be determined by the Board (including a committee thereof, constituted by the Board or persons nominated by the Board / committee to exercise its powers, and / or the powers

PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- The Buyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, and (ii) beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). The promoters Promoter Group, and Persons in Control of the Company shall not participate in the Buyback. In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository.
- Further, as required under the Companies Act and Buyback Regulations, the Company will not purchase Equity Shares which are partly paid up, Equity Shares with call-in-arrears, locked-in Equity Shares or non-transferable Equity Shares, in the Buyback until they become fully paid up, or until the pendency of the lock-in, or until the Equity Shares become transferable, as applicable.
- The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges through the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations.
- In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- 4.5 For the implementation of the Buyback, the Company has appointed Kotak Securities Limited as the registered brokers ("Company's Broker") through whom the purchases and settlements on account of the Buyback would be made by the Company

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Contact Person: Ankush Singh Phone: +91 22 4285 8455

Email: ankushr.singh@kotak.com Website: www.kotaksecurities.com SEBI Registration No.: NSE SEBI Registration No.: INZ000200137:

BSE SEBI Registration No.: INZ000200137 CIN: U99999MH1994PLC134051 The Equity Shares are traded in compulsory dematerialized mode

- under the trading code(s) 500209 at BSE and INFY at NSE. The ISIN of the Company is INE009A01021. Shareholders holding Physical Shares can sell their Equity Shares in the separate window created for the physical trading segment by the Indian Stock Exchanges, subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, since, pursuant to the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. The ADRs are traded on the New York Stock Exchange (NYSE) under the symbol 'INFY'. ADR holders are permitted to convert their ADR into Equity Shares, and, subsequently, opt to sell such Equity Shares on the Indian Stock Exchanges during the Buyback period
- The Company, shall, in accordance with the applicable laws commencing on March 20, 2019 (i.e. the date of commencement of the Buyback), place "buy" orders on BSE and / or NSE on the normal trading segment to buy back the Equity Shares through the Company's broker in such quantity and at such price, not exceeding the Maximum Buyback Price of ₹800 (Rupees Eight Hundred only) per equity share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Indian Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as a purchaser would be available to the market participants of the Indian Stock Exchanges.
- Procedure for Buyback of Demat Shares: Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of either of the Indian Stock Exchanges by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a 'buy' order for Buyback of the Equity Shares. The Company shall place a 'buy' order for Buyback of Demat Shares, by indicating to the Company's broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Indian Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Indian Stock Exchanges.
- It may be noted that a uniform price will not be paid to all the shareholders pursuant to the Buyback and that the same would depend on the price at which the trade with that shareholder was executed
- 4.10 Procedure for Buyback of Physical Shares: The Company will approach the Indian Stock Exchanges for permission to use a separate window for the buyback of Physical Shares in terms of Regulation 19 of the Buyback Regulations ('Physical Share Buyback Window'). Shareholders holding Physical Shares can sell their Equity Shares in the Physical Share Buyback Window, subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, since, pursuant to the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Further, in terms of a press note bearing no. 49/2018 dated December 3, 2018, issued by SEBI, effective April 1, 2019, such requests for effecting transfer of securities shall not be processed unless such securities are held in dematerialized form with a depository. Accordingly, in the absence of any clarification, rule, circular or notification issued by the Indian Stock Exchanges or SEBI extending such date, the Physical Share Buyback Window shall stand closed effective April 1, 2019.
- to use their Physical Share Buyback Window, the Company shall buy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by the Indian Stock Exchanges and any directions in this regard. As per

Regulation 19 of the Buyback Regulations:

conferred by the Board resolution in relation to the Buyback), after giving notice of such earlier closure,

subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even

if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been

bought back), however, that all payment obligations relating to the Buyback shall be completed before

- (i) The Physical Share buyback Window shall remain open during the Buyback Period, for the buyback of Physical Shares. However, SEBI has, through its press release dated December 3, 2018, directed that from April 1, 2019 no transfer of securities will be processed unless securities are held in dematerialized format
- (ii) Physical Shares shall be bought back from eligible shareholders through the Physical Shares Buyback Window, only after verification of the requisite documents by the Registrar and Share Transfer Agent of the Company and on completion of the successful verification, the sale transaction may be executed by the broker appointed by the eligible shareholder or Company's broker.
- (iii) The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the calendar week in which such Physical Shares are received by the broker. In case no Equity Shares were bought back in the normal market during the calendar week, the preceding week when the Company last bought back the Equity Shares in demat form would be considered. The price of Physical Shares tendered during the first calendar week of the Buyback period shall be the volume weighted average market price of the Equity Shares of the Company during the preceding calendar week
- (iv) The Company's brokers will charge a brokerage of 0.5% upon successful execution of the transaction and it will be deducted from the sale consideration. The sale consideration would be paid immediately after the payout to the Stock Exchange, which in no event will be later than 7 (seven) days after the date of sale
- 4.12 Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out,
 - (i) original physical share certificate(s);
 - (ii) valid share transfer form(s) duly filled, stamped, signed by the transferors (by all the eligible shareholders in case the Equity Shares are in joint names in the same order in which they hold Equity Shares in the Company) as per the specimen signatures lodged with the Company and duly witnessed at the appropriate place authorizing the transfer of the Equity Shares bought back in favour of the Company;
- (iii) In case of unregistered shareholder: (a) Original Equity Shares certificates accompanied by valid share transfer forms as received from the market, wherein the name of the transferee has not been filled in and (b) Original broker contract note of a registered broker of a recognized stock exchange in relation to the purchase of the Equity Shares being tendered in this case; (iv) KYC Form (to be filled and signed only by the first holder),
- Acceptance Form and Declaration Form (to be signed by all shareholder(s) including joint holders of shares). The KYC Form, Acceptance Form and Declaration Form can be obtained by contacting the Company's Share Transfer Agent at the details mentioned in Paragraph 16.1 below (v) Bank account details of the first named shareholder along
- with the copy of a self-attested cancelled cheque; a self-attested conv of the shareholder's (including
- holders) PAN card or other document confirming the shareholder's identity; (vii) a self-attested copy of a document confirming the
- shareholder's current address; (viii) telephone number and email address of all the shareholders
- (including joint shareholders): (ix) copies of regulatory approvals required, if any, by the
- shareholder for the transfer of Equity Shares to the Company: (x) any other relevant documents such as power of attorney,
- corporate authorization (such as, board resolution / specimen signatures), notarized copy of death certificate, Reserve Bank of India approval (in case of non-resident shareholders) and succession certificate or probated will, if the original shareholder is deceased, as applicable, either by registered post or courier or hand delivery to the following address:



27BKC, Plot No. C-27, "G" Block Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Contact Person: Ankush Singh Phone: +91 22 4285 8455 Email: ankushr.singh@kotak.com Website: www.kotaksecurities.com **SEBI Registration No.:** NSE SEBI Registration No.: INZ000200137; BSE SEBI Registration No.: INZ000200137 CIN: U99999MH1994PLC134051

- (xi) The following list of documents are admissible as Proof of Identity: (i) Unique Identification Number (UID) (Aadhaar) / Passport / Voter Identity Card / Driving License, (ii) PAN card with photograph, (iii) Identity card / document with applicant's photo, issued by any of the following: Central State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions, Colleges affiliated to Universities, Professional Bodies such as ICAL ICWAL ICSL Bar Council etc., to their members; and credit cards / debit cards issued by Banks, (iv) Certificate of Incorporation, Memorandum & Articles of Association in case of companies. (v) Partnership Deed in case of Partnership firm and (vi) Trust Deed in case of Trusts; and
- (xii) The following list of documents admissible as Proof of Address: (i) Passport / Voters Identity Card / Ration Card / Registered Lease or Sale Agreement of Residence / Driving License / Flat Maintenance Bill / Insurance Copy / Unique Identification Number (UID) (Aadhaar), (ii) Utility bills like telephone bill (only land line), electricity bill or gas bill - not more than three months old, (iii) Bank Account Statement / Passbook - not more than three months old, (iv) Selfdeclaration by High Court and Supreme Court judges, giving the new address in respect of their own accounts, (v) Proof of address issued by any of the following: Bank Managers of Scheduled Commercial Banks / Scheduled Co-Operative Bank / Multinational Foreign Banks / Gazetted Officer / Notary public / elected representatives to the Legislative Assembly / Parliament / documents issued by any government or statutory authority and (vi) identity card / document with address issued by any of the following: Central / State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions. Colleges affiliated to Universities and Professional Bodies such as ICAI, ICWAI, ICSI, Bar Council etc., to their members. Please note that documents having an expiry date should be valid on the date of submission.

Contd.

- 4.13 Shareholders are free to sell or hold their physical Equity Shares entirely at their discretion and that process is designed in accordance with Buyback Regulations only to assist those shareholders holding Equity Shares in the physical form, who are desirous of selling their Equity Shares and who would like to have a broker to enable them to do so and with abridged KYC requirements
- 4.14 Shareholders holding Physical Shares should note that Physical Shares will not be accepted for Buyback unless a complete set of documents as mentioned in Paragraph 4.12 of Part B above s submitted to Company's Broker. Acceptance of the Physica Shares for Buyback shall be subject to verification of the documents submitted by the shareholders as per the Buyback Regulations and any other directions issued by the SEBI or the Indian Stock Exchanges in this regard. The Company will endeavour to complete the Buyback of the Physical Shares in the week subsequent to the week in which such Physical Shares are received by the broker. Please note that there could however be delay in completing the transaction due to unavoidable circumstances. In case of receipt of incomplete documentation from the shareholders holding Physical Shares, the price payable for the Buyback of such Physical Shares will be the price applicable in accordance with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the buyback of such Physical Shares has been completed in
- 4.15 Shareholders are requested to get in touch with the Merchant Banker of the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in
- 4.16 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to buy back any Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached. and / or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% (two point five percent) of the Maximum Buyback Size, shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 4.17 The Company shall submit the information regarding the Equity Shares bought back by it, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosys.com/ investors/shareholder-services/Pages/buyback-2019.aspx on a
- 4.18 ADS holders are permitted to convert their ADS into Equity Shares, and, subsequently, opt to sell such Equity Shares on the Indian Stock Exchanges during the Buyback period.

METHOD OF SETTLEMENT

- Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for each settlement, as applicable to the respective Indian Stock Exchanges where the transaction is executed. The Company has opened a depository account styled "Infosys Limited-Buyback 2019" with Karvy Stock Broking Limited ("Buyback Demat Account"). Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Indian Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in fayour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ('DP') for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions The beneficial owners would also be required to provide to the Company's Broker, copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company as referred to in Paragraph 14 of Part B.
- Settlement of Physical Shares: Shareholders holding Physica Shares would be required to present the complete set of documents referred to in Paragraph 4.12 of Part B above to the Company's Brokers within such time, as may be prescribed.
- 5.3 Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 1996, as amended and its bye-laws, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished within 15 (fifteen) days of acceptance of the Demat Shares provided that the Company undertakes to ensure that all Demat Shares bough back by the Company are extinguished within 7 (seven) days from the last date of completion of the Buyback.
- Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited ('Merchant Banker'), Karvy Fintech Private Limited ('Registrars') and the Statutory Auditor of

- the Company by the 15th (fifteenth) day of the succeeding month provided that the Company undertakes to ensure that all Physical Shares bought back are extinguished within 7 (seven) days from the last date of completion of the Buyback, in compliance with the **Buyback Regulations**
- Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash.

Brief Information about the Company

History and Overview of the Company

Infosys was incorporated on July 2, 1981 in Pune, Maharashtra, India, as Infosys Consultants Private Limited, a private limited company under the Indian Companies Act, 1956. The Company name was changed to Infosys Technologies Private Limited in April 1992 and to Infosys Technologies Limited in June 1992, when it became a public limited company. In June 2011, the Company changed its name from Infosys Technologies Limited to Infosys Limited. The Company made an initial public offering of Equity Shares in India in February 1993 and were listed on stock exchanges in India in June 1993. The Company completed its initial public offering of ADSs in the United States in 1999. In August 2003, June 2005 and November 2006, the Company completed sponsored secondary offerings of ADSs in the United States on behalf of its shareholders. Each of the 2005 and 2006 sponsored secondary offerings also included a Public Offering Without Listing, or POWL in Japan, In 2008, the Company was selected as an original component member of 'The Global Dow', a world-wide stock index made up of 150 leading blue-chip stocks Following the voluntary delisting from the NASDAQ Global Select Market on December 11, 2012, the Company began trading of its ADSs on the New York Stock Exchange (NYSE) on December 12, 2012, under the ticker symbol INFY. On February 20, 2013, the Company also listed its ADSs on the Euronext London and Paris (previously called NYSE Euronext (NYX) London and Paris) markets, under the ticker symbol INFY. The Company was inducted into the Dow Jones Sustainability Indices in fiscal 2018.

Infosys voluntarily delisted its American Depository Shares (ADSs) from Euronext Paris and London on July 5, 2018 and its ADSs were removed from Euroclear France on July 10, 2018. The primary reason for voluntary delisting from Euronext Paris and London was the low average daily trading volume of Infosys ADSs on these exchanges, which was not commensurate with the related administrative expenses. Infosys ADSs continue to be listed on the NYSE under the symbol 'INFY' and investors continue to trade their ADSs on the New York Stock Exchange.

6.2 Overview of the Company

- (i) Infosys is a global leader in next-generation digital services and consulting. The Company enable clients in 45 countries to navigate their digital transformation. With over three decades of experience in managing the systems and workings of global enterprises, it expertly steers its clients through their digital journey. The Company does it by enabling the enterprise with an Al-powered core that helps prioritize the execution of change. It also empowers the business with Agile digital at scale to deliver unprecedented levels of performance and customer delight. Its always-on learning agenda drives their continuous improvement through building and transferring digital skills, expertise, and ideas from its innovation ecosystem
- (ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

They are primarily categorized as under

Digital Services comprise service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience, leverage Al-based analytics and Big Data, engineer digital products and IoT, modernize legacy technology systems, migrate to cloud applications and implement advanced cyber security systems

 Experience Insight Innovate

 Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and industrialized over the years. These primarily include application management services, proprietary application development services, independent validation solutions, product engineering and management, infrastructure management , traditional enterprise application implementation, support and integration services.

Products and Platforms include

 Finacle® Edge Suite Infosys Nia[®] Infosys McCamish Panaya® Skava®

(iii) The Company's corporate headquarters, is located at No. 44, Electronics City, Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 0261 / extn 67775.

Financial information about the Company

The brief audited financial information of the Company, as extracted from the audited financial statements as at, and for the last three financial years ended, March 31, 2016, March 31, 2017 and March 31, 2018, and for the nine months ended December 31, 2018 is provided below

(i) Based on the audited standalone financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2017 and March 31, 2016.

Excerpts from the Statement of Profit and Loss

(₹ crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3,062	3,006
Total Income	56,386	65,960	62,351	56,989
Total expenses excluding interest, depreciation and tax (7)	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax) ⁽⁸⁾	4,092	3,753	5,120	4,907
Profit after tax (7)	10,882	16,155	13,818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10,948	16,176	13,800	12,691

Excerpts from the Balance Sheet and Key Financial Ratios

(₹ crore, except per share data)

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2,184	1,092	1,148	1,148
Reserves and surplus(6)(7)(8)	60,749	62,410	66,869	59,934
Net worth / Shareholders equity(1)	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2)(7)(8)	24.91	#35.64	#30.08	#27.63
Book value per share (₹) ⁽³⁾	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁽⁴⁾	NA	NA	NA	NA
Return on net worth (%) ⁽⁵⁾	22.31	25.44	20.32	20.78

- # Adjusted for September 2018 bonus issue (1:1)
- Net worth is total equity attributable to equity holders of the Company.

 Earnings per share = Profit after tax / weighted average number of Equity Shares for the period 3. Book value per share = Net worth / number of Equity Shares at the end of the period
- Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-Equity ratio is not applicable as the Company has no borrowings

 Return on net worth = Profit after tax / closing net worth. Numbers for the nine months ended December 31, 2018 is computed as profit after tax for the last 12 months ending December 31, 2018 divided by closing net worth as on December 31, 2018.
- 6. Represents other equity which includes reserves and surplus and other comprehensive income
 7. During the three months ended March 31, 2018, the company had reclassified its investment in subsidiaries, Kallidus and Skava (together referred to as "Skava") and Panaya as 'Held for Sale'. During the year ended March 31, 2018 and quarter ended June 30, 2018, the company recorded ₹ 589 crore and ₹ 265 crore respectively on
- account of reduction in the fair value of investment in Panava arising on remeasurement on such reclassification as 'Held for Sale'. During the three months ended December 31, 2018 the company reclassified its investment in Skava and Panaya from 'Held for Sale'. Accordingly, during the quarter ended December 31, 2018, the Company recorded ₹469 crore arising on remeasurement on account of reclassification from 'Held for Sale' in respect of the investment in Skava.
- 8. In December 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US Internal Revenue Service (IRS), the Company had, in accordance with the APA, reversed income tax expense provision of₹1,432 crore, which pertained to previous periods which are no longer requ
- Based on audited consolidated financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018, March 31, 2017 and March 31, 2016.

Excerpts from the Statement of Profit and Loss

(₹ crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax (7)	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,459
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19,981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ⁽⁸⁾	4,426	4,241	5,598	5,251
Profit after tax (7)	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	ı	ı	-

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2,176	1,088	1,144	1,144
Reserves and surplus ⁽⁶⁾⁽⁷⁾⁽⁸⁾	62,807	63,835	67,838	60,600
Net worth / shareholder's equity ⁽¹⁾	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2)(7)(8)	26.06	#35.53	#31.40	#29.51
Book value per share (₹) ⁽³⁾	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ⁽⁴⁾	NA	NA	NA	NA
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

- Adjusted for Sentember 2018 honus issue(1:1)
- Net worth is total equity attributable to equity holders of the Company.

 Earnings per share = Profit after tax / weighted average number of Equity Shares for the period Book value per share = Net worth / number of Equity Shares at the end of the period

- Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-Equity ratio is not applicable as the Company has no borrowings

 Return on net worth = Profit after tax / closing net worth. Numbers for the nine months ended December, 2018 is computed as profit after tax for the last 12 months ending December 31, 2018 divided by closing net worth as on December 31, 2018.
- Represents other equity which includes reserves and surplus and other comprehensive income
 During the three months ended March 31, 2018, the Company had reclassified its subsidiaries, Kallidus and Skava (together referred to as "Skava") and Panaya,
 collectively referred to as the "Disposal Group", as 'Held for Sale'. Consequently, during the year ended March 31, 2018 and three months ended June 30, 2018, the
 company recorded a reduction in the fair value of Disposal Group held for sale amounting to ₹118 crore and ₹270 crore, respectively, in respect of Panaya. During the three months ended December 31, 2018, the company reclassified the Disposal Group from 'Held for Sale'. Accordingly during the three months ended December 31, 2018 the company recoverable amount over recoverable amount on reclassification from 'Held for Sale' of ₹451 crore in respect of Skava.
- 8. In December 2017, on account of the conclusion of an Advance Pricing Agreement ("APA") with the U.S. Internal Revenue Service ("IRS"), the Company had in dance with the APA, reversed income tax expense provision of ₹ 1,432 crore, which pertained to previous periods which are no longer re

Details of Escrow Account

In accordance with Regulation 20 of the Buyback Regulations, an Escrow Agreement is to be entered into among the Company, the Manager to the Buyback and Kotak Mahindra Bank Limited ('Escrow Agent'). The Escrow Agent has its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051, and an escrow agreement has been entered into among the Company, the Escrow Agent on

In terms of the Escrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Escrow Account" bearing the account number 2513284427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 2.5% of the total consideration payable for the Buyback in the Escrow Account and arrange for a bank guarantee issued in favour of the Manager to the Buyback before the Buyback Opening Date i.e. March 20, 2019, which together with the cash deposited in the Escrow Account shall make up the requisite escrow amount under the Buyback Regulations. In accordance with the Buyback Regulations, the Managers to the Buyback will be empowered to operate the Escrow Account and the bank guarantee. Such bank guarantee shall be valid until 30 days after the Buyback Closing Date, i.e., until October 19, 2019 or till the completion of all obligations by the Company under the Buyback Regulations,

- If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations
- The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulation

Firm Financing Arrangements

- The Company, duly authorized by its Buyback Committee, has identified and earmarked funds for the purpose of fulfillment of the obligations of the Company under the Buyback. Such earmarked funds, together with funds provided for escrow arrangements, are in excess of the
- Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Deloitte Haskins & Sells LLP, Statutory auditors of the Company (Firm Registration number 117366W/W-100018, Chartered Accountants, have certified, vide their letter dated March 15, 2019, that the Company has made firm financing arrangements for fulfilling the obligations under the Buyback.
- The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are

10. Listing Details and Stock Market Data

- 10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE.
- 10.2 The high, low and average market prices of the Equity Shares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows

BSE

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low# (₹)	Date of low	No. of Equity Shares traded on that date	Average price [@] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to 31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1,278.00	03-Jun-16	63,514	900.30	9-Nov-16	4,08,320	1,064.79	6,67,61,210
31-Mar-18	1,220.00	24-Jan-18	5,31,006	861.50	22-Aug-17	19,67,963	996.52	9,03,30,126

Last six months		High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 03-Sep-18	to	1,467.00	03-Sep-18	6,28,171	1,430.00	03-Sep-18	6,28,171	1,433.45	6,28,171
04-Sep-18 30-Sep-18	to	748.45	05-Sep-18	6,25,030	692.00	21-Sep-18	7,73,924	726.86	76,17,345
Oct-18		754.95	01-Oct-18	37,61,334	630.00	26-Oct-18	3,97,563	687.05	1,59,59,080
Nov-18		693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28,314	653.54	1,33,29,923
Dec-18		714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
Jan-19		751.00	31-Jan-19	11,28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19		771.15	08-Feb-19	3,12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015. A High is the highest price recorded for the Equity Share of the Company during the said period

Low is the lowest price recorded for the Equity Share of the Company during the said period

@ Average price is the arithmetical average of closing prices during the said period

NSE

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low # (₹)	Date of low	No. of Equity Shares traded on that date	Average price [@] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2,045.68	11,28,46,711
15-Jun-15 to 31-Mar-16	1,237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37,05,761	1,096.13	70,95,58,962
31-Mar-17	1,279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63,82,079	1,064.76	89,92,35,121
31-Mar-18	1,221.05	24-Jan-18	1,03,02,359	860.00	22-Aug-17	2,46,21,299	996.67	1,24,85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18,65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1,50,75,209	653.75	16,97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.46	15,47,14,992
Jan-19	751.30	31-Jan-19	1,38,25,233	651.00	04-Jan-19	78,89,310	708.29	21,25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5. 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015. Source: www.nseindia.com

High is the highest price recorded for the Equity Share of the Company during the said period # Low is the lowest price recorded for the Equity Share of the Company during the said period

@ Average price is the arithmetical average of closing prices during the said period

completion of the Buyback will be, as follows:-

10.3 The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows:

	·				
Date	Description	N:	SE	BSE	
		High (₹)	Low (₹)	High (₹)	Low (₹)
	Day prior to Notice of Board meeting to consider Buyback				
07-Jan-2019	proposal was given to NSE and BSE	673.60	661.50	682.80	662.35
11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80
14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70

The Board, at its meeting held on January 11, 2019, approved the proposal for the Buyback at a price not exceeding ₹800/- (Rupees Eight Hundred Only) per

11. Present capital structure and shareholding pattern 11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post

As on date of the public announcement	Post completion of the Buyback*
24,00,00,00,000	24,00,00,00,000
21,84,46,57,220	21,32,84,07,220
21,84,46,57,220	21,32,84,07,220
	of the public announcement 24,00,00,00,000 21,84,46,57,220

- Assuming the Company buys back the Maximum Buyback Shares. The capital structure post completion of the Buyback may differ depending on the actual number of
- 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears.
- 11.3 As on the date of Public Announcement there are no outstanding instruments convertible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) except

44,23,812 outstanding and vested and unvested employee stock options. As of December 31, 2018, the Company had outstanding and

Income before: \$18,000. After: \$85,000. Does tiny nonprofit hold key to middle class?

ukay Hsu is an enthusiastic Amazon backer. He wanted the company to build a big new campus in New York and participated in wooing it. He met with Amazon executives and appeared in a video pitch, and his techtraining program for disadvantaged New Yorkers was cited in the city's written proposal to the company.

But Hsu said he also understood the local resistance to Amazon, and why it had won out.

"I believe tech can be a road to the middle class for large numbers of Americans," said Hsu, a co-founder and the chief executive of Pursuit, a nonprofit social venture. "But there's real skepticism about that among people who see the winners in technology as a small network of the privileged.

He is using Pursuit, housed in a former zipper factory in Long Island City, the Queens neighborhood where Amazon had intended to locate, to try to prove those skeptics wrong.

The venture is a small yet innovative player in a growing number of nonprofits developing new models for work force training. Their overarching goal is upward mobility for low-income Americans and the two-thirds of workers without four-year college degrees.

Pursuit, according to its donors and to work force experts, stands out for the size of the income gains of its graduates and its experiment with a kind of bond to finance growth. It is a program worth watching, they say, and beginning to attract attention nationally.

About 85 per cent of Pursuit's 300 graduates have landed well-paying tech jobs within a year. They work as software engineers both at major corporations like JPMorgan Chase and at startups like Oscar Health. They earn \$85,000 a year on average, compared with \$18,000 before the Pursuit program. "That jump in income is powerful and extraordinary, really closing the prosperity gap for people," said Wes Moore, chief executive of the Robin Hood Foundation, one of Pursuit's financial supporters.

The group is similar in many ways to larger regional and national initiatives like Opportunity@Work's TechHire, Year Up, Per Scholas and the Markle Foundation's Skillful.

The groups all focus on careers in technology because the jobs are plentiful and pay well. They measure success by the number of people placed in jobs and propelled into the middle class. Traditional government-funded job training programs tend to focus more on how many people sign up for courses.

Pursuit, by design, seeks people with the his children and a vacation to Florida last year an elite public high school in Manhattan, where ©2019 The New York Times News Service



Pursuit, a nonprofit social venture, is a small yet innovative player in a growing number of nonprofits developing new models for work force training, and is free for the participants

"highest need" and potential, but it is selective, are now within reach. accepting only 10 per cent of its applicants. Its outreach relies heavily on presentations at public housing buildings and libraries, and wordof-mouth referrals.

The program is free for the participants, who can attend either weekdays or on evenings and weekends. No previous coding experience is required. Max Rosado heard about the Pursuit program from a friend. Intrigued, he filled out an online form, and made it through a written test in math and logic, interviews and a weekend workshop with simple coding drills, joining the 10-month program in 2016.

At Pursuit, Rosado, who has a two-year community college degree in liberal arts, got an intensive immersion in programming languages, concepts and projects. But the curriculum also covered so-called soft skills like making presentations, working in teams and writing résumés and thank-you notes.

Today, Rosado, 30, is an engineer at GrubHub, the meal delivery service, working on its smartphone software. In his previous jobs. in back office and sales associate roles in stores, he earned \$15,000 to \$20,000 a year. He makes

nearly \$100,000 now, he said. Before Pursuit, Rosado, who is married with wo young children, did not have enough to get by, living temporarily with relatives and sometimes in homeless shelters. Today, he and his family live in a two-bedroom apartment in the Bronx. Restaurant meals, movie outings with

"Those are amenities that I never thought were possible before "he said

More than half of Pursuit fellows, as the venture calls its students, are on public assistance of some kind. Its classes are nearly half women, in contrast to many tech-training programs, which usually have far more men than women.

Pursuit screens applicants for many characteristics, but those mainly fall into two categories: problem-solving skills and perseverance. The program, Hsu said, looks for people who are hungry and determined, willing to put in the time and effort to become a software developer, but also able to adapt to new and unfamiliar environments.

"We're asking a person to make a huge change in life trajectory," he said. "Are you up for that? All-in for the long term?"

The emphasis on long-term results is the reason Pursuit bills itself as a four-year program: about a year in the immersive program, and three years of mentorship.

"If we're just focused on the front end, getting that initial job, that's a mistake, a very lazy metric," Hsu explained.

He said his life experiences helped him empathise with the challenges that Pursuit fellows faced. His family emigrated from Taiwan when he was 3, and his father abandoned the family soon after. His mother is a psychiatric social worker in Oueens.

Hsu, 34, attended Stuyvesant High School,

he was student body president. He then graduated from Harvard, majoring in economics.

While many of his Harvard classmates headed to Wall Street, Hsu signed up for the Reserve Officers Training Corps. He led combat patrols and economic development projects in Iraq.

When Hsu returned in 2011, Mayor Michael R Bloomberg's administration was promoting technology initiatives and education as a key to the city's economic future. Hsu and another Queens native, David Yang, met and decided to pursue the opportunity to bring some of that to the borough, setting up their civic tech venture, then called Coalition for Queens.

They huddled with local officials, worked on a strategic plan and tried to rally support at meet-ups. Pursuit's long-term vision is of "an inclusive tech community," which would include building an incubator and investing in local entrepreneurs. They set up a for-profit arm for those activities, but those are more distant goals. The immediate need, they saw, is for work

"Building community is great, but people need skills," Yang said. Its first class, in 2013, had just 24 people.

More than a dozen institutions support Pursuit's work, including family foundations, the New York City Council, Salesforce, Google and Walmart.

But Pursuit is also a financial innovator, as seeks funds beyond philanthropy to fuel its expansion. It calls its financing mechanism a

bond — one for each annual cohort of fellows. Begun in 2016, the Pursuit bonds have helped it double the number of people in the program. An investor is paid back by an income share agreement: If graduates make more than \$60,000 a year, they agree to pay 12 per cent of their income to the investors for three years.

To date, the principal investor in the Pursuit bond has been the Inherent Group, which also helped design it. The group invests in companies focused on environmental and social change and has a foundation.

So far, the graduate placement rate exceeds Inherent's assumptions, the default rate is lower, and the average salary of the repaying graduates is more than \$85,000. The effective interest rate on the bonds is 6.6 per cent, said Tony Davis, chief executive of Inherent.

Rosado, the GrubHub engineer, who is making income-share payments, views them as a

"It assists the next generation of Pursuit fellows to join the tech industry," he said. "And I'm still making way more than I did."

CCI raids Glencore business, others over pulse prices: Sources

New Delhi, 17 March

India's antitrust watchdog raided units of global commodities trader Glencore and two other firms in Mumbai on Saturday in an inquiry into alleged collusion on the price of pulses, four sources with knowledge of the raids told Reuters.

More than 25 antitrust officials carried out the raids at the offices of local units of Glencore and Africa's Export Trading Group, and India's Edelweiss group which previously had a commodities business, two government sources told Reuters.

Competition The Commission of

India (CCI) has The investigation been investigating allegations will also assess that the compawhether the nies formed a carcompanies have continued their tel to discuss the pricing of pulses alleged collusion while importing even after the and selling them prices of pulses in the Indian stabilised in market at higher recent vears prices in 2015 and

faced an acute shortage, the accusations of fixing import sources said.

spokesman

2016, when India

Switzerland-based Glencore, Charles Watenphul, declined to comment, while India's Edelweiss, which sold its commodities trading business in November 2016, and the Export Trading Group did not respond to requests for comment. Two years of drought

pushed up prices of pulses such as chickpeas and black grams, which are a staple of Indian cuisine, in 2015 and forced New Delhi to offer duty-free imports, encouraging foreign and Indian traders who imported pulses to sell locally.

"The collusion by these companies led to higher

prices of pulses," one of the government sources said, adding that the CCI's inquiry started three months ago.

The investigation will also assess whether the companies have continued their alleged collusion even after the prices of pulses stabilised in recent years, the source said.

Import prices

The raids on five company offices in India's financial capital began on Friday and were concluded on Saturday.

Antitrust officials collected evidence, including documents and e-mails, and questioned company officials during the raids, a sec-

ond government source said.

Another source, an industry executive, told Reuters that CCI's search involved going through company records Glencore's office in Mumbai, confirming it was part of the watch-

dog's probe into

The drought during 2015 wilted crops and exacerbated shortages of food such as protein-rich pulses and India, which consumes about 22 million tonnes of pulses annually, faced a shortfall of 7-8 million tonnes in 2015-16.

The CCI's raids on commodities traders mark only its fourth such search operation in its near 10-year historv. They can only be conducted with approval from a judge. In October, the CCI raided the offices of global brewers such as Carlsberg and Anheuser Busch InBev and found e-mails which allegedly showed violations of Indian anti-trust laws.

vested and unvested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to issue a maximum of 32,34,416 Equity Shares to the employees of the Company.

- 11.4 In accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities including by way of bonus, till the expiry of the Buyback Period.
- 11.5 In accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations

11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below

Shareholders	Pre Bu	yback	Post Buyback	
	No. of Equity Shares	% of Shares	No. of Equity Shares	% of Shares
Promoters and / or persons who are in the control and / or acting in concert (Promoter Group)	56,01,82,338	12.82	56,01,82,338	13.13
Indian Financial Institutions	31,73,073	0.07		
Banks	17,09,234	0.04		
Mutual Funds	58,46,44,086	13.38		
Indian Public & Corporates	95,54,85,110	21.88	2 70 54 00 106	86.87
Foreign Institutional Investors	1,49,15,64,414	34.14	3,70,54,99,106	00.07
NRIs	2,58,96,923	0.59		
Foreign Nationals and Overseas Corporate Bodies	21,618	0		
American Depository Shares (ADS)	74,62,54,648	17.08		
Total	4,36,89,31,444	100.00	4,26,56,81,444	100.00

Assuming that as a part of the Buyback, Maximum Buyback Shares are bought back. The shareholding, post completion of the Buyback, may differ depending upon the actual number of Equity Shares bought back in the Buyback.

12. Shareholding of the Promoters, Directors and KMPs

- 12.1 For the aggregate shareholding of the Promoters and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part A above.
- 12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of
- 12.3 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Promoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above. 12.4 The aggregate shareholding of the Promoters as on date of
- this Public Announcement is 12.82% of the total equity share capital of the Company. While the Promoters are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase marginally. 12.5 Such an increase in the percentage holding / voting rights of
- the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- 13. Management Discussion and Analysis on the likely impact of the Buyback on The Company
- 13.1 The Buyback is not likely to cause any material impact on the profitability / earnings of the Company, except to the extent of reduction in the amount available for investment, which the Company could have otherwise deployed towards generating
- 13.2 The Buyback is not expected to impact growth opportunities for the Company.
- 13.3 The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value. The Company believes that the Buyback will contribute to the overall enhancement of shareholders' value going forward. The amount required by the Company for the Buyback (including the cost of financing the Buyback and the transaction costs) will be invested out of cash and bank balances / deposits and / or short term investments and / or internal accruals of the Company.
- 13.4 Pursuant to Regulation 16(ii) of the Buyback Regulations, the Promoters are not entitled to participate under the Buyback.
- 13.5 The Buyback of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company.
- 13.6 Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of

- 13.7 As required under Section 68(2)(d) of the Companies Act, 2013 the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and free reserves post the Buyback.
- 13.8 Unless otherwise determined by the Board (including a committee thereof, if any constituted by the Board or persons nominated by the Board to exercise its powers in relation to the Buyback) the Buyback will be completed within a maximum period of 6 months from the date of opening of the Buyback. The Company shall not withdraw the Buyback after this Public Announcement has been made.
- 13.9 In accordance with Regulation 24 (i)(f) of the Buyback Regulations the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations like allotment of shares under Employee Stock Option Schemes etc., and in accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities including by way of bonus till the expiry of the Buyback Period.
- 13.10 Consequent to the Buyback and based on the number of Equity Shares bought back by the Company from its shareholders (other than from its Promoters and Promoter Group), the shareholding pattern of the Company would undergo a change.
- 13.11 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the Capital Redemption Reserve account and the details of such transfer shall be disclosed in its subsequent audited Balance Sheet.
- 13.12 The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

14. STATUTORY APPROVALS

- 14.1 Pursuant to Sections 68, 69, 70 and 110, and all other applicable provisions, of the Companies Act, 2013 and the rules made thereunder, the Board at its meeting held on January 11, 2019 approved the proposal for the Buyback and shareholders approval for the Buyback, by way of postal ballot concluded on
- 14.2 The Buyback from each eligible shareholder is subject to all approvals if any required, under the provisions of the Companies Act, the Buyback Regulations, FEMA and / or such other acts in force for the time being. The eligible shareholders shall be solely responsible for determining the requirements for, and obtaining, all such statutory approvals and consents as may be required by them in order to sell their Equity Shares to the Company pursuant
- 14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

erstwhile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS holders with underlying Equity Shares consequent to the withdrawal of such Equity Shares if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act. 1961 and rules and regulations framed thereunder, the Depository Receipts Scheme, 2014, as applicable, and also subject to such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to approvals from the RBI under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

- 14.4 As mentioned above, the Buyback of Equity Shares from non-residents ("NR") and non resident Indian ("NRI") shareholders will be subject to approvals, if any, of the appropriate authorities, including RBI, as applicable. NRIs and erstwhile OCBs must obtain all specific approvals required to participate in this Buyback (including without limitation, approval from RBI, as applicable). It is the obligation of such NRI to obtain such approvals, so as to enable them to participate in the Buyback. The Company will have the right to make payment to the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equity Shares from the eligible shareholders in respect of whom prior RBI approval is required in the event copies of such approvals are not submitted.
- 14.5 By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including form FC-TRS, if necessary and undertake to provide assistance to the Company for such regulatory reportings, if required, by the Company.
- 14.6 To the best knowledge of the Company as on the date hereof there is no other statutory or regulatory approval required to implement the Buyback, other than that indicated above. If any statutory or regulatory approval becomes applicable subsequently, the Buyback offer will be subject to such statutory or regulatory approval(s) and subject to the obligations of the eligible shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out under paragraphs 14.2 and 14.3 above, the Company shall obtain such statutory or regulatory approvals, as may be required from time to time. if any, for completion of the Company's obligations in relation to the Buyback.

15. Collection and Bidding Centres.

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

16. Compliance Officer and Investor Service Centre

16.1 The Company has designated the following as the Investor Service Center for the Buyback

KARVY||| FINTECH

Karvy Fintech Private Limited (formerly Karvy Computershare Private Limited)

Karvy Selenium Tower B, Plot Nos. 31 & 32, Financial District Nanakramguda, Serilingampally Mandal, Hvderabad - 500032. India Contact Person: M. Murali Krishna

Phone: +91 40 6716 2222 Fax: +91 40 2343 1551 Email: einward.ris@karvy.com SEBI Registration: INR000000221 Validity Period: Permanent Registration

- 16.2 In case of any query, the shareholders may contact the Registrar & Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays
- 16.3 The Company has designated the following as the Compliance Officer for the Buyback

Name: A. G. S. Manikantha **Designation:** Company Secretary Address: Infosys Limited No. 44, Electronics City, Hosur Road, Bengaluru 560 100, India **Tel:** +91 80 4116 7775 Email id: sharebuyback@infosys.com

16.4 In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer from Monday to Friday between 10:00 a.m. and 5:00 p.m. Indian Standard Time

17. Merchant Banker to the Buyback

The Company has appointed the following as Manager to the



Kotak Mahindra Capital Company Limited 27BKC, 1st Floor, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 Contact Person: Ganesh Rane

Phone: +91-22-4336 0128 Fax: +91-22-6713 2447 Email: project.infosysbuyback2019@kotak.com SEBI Registration: INM000008704

Validity Period: Permanent Registration 18. Directors' Responsibility

As per Regulation 24(1)(a) of the Buyback Regulations, the Board of Directors of the Company, in their capacity as directors, accept full and final responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that this Public Announcement contains true, factual and material information and does not contain any misleading information. This Public Announcement is issued under the authority of the Board in terms of the resolution passed by the Buyback committee in its

For and on behalf of the Board of Directors of Infosys Limited

meeting dated March 15, 2019.

Sd/-Salil Parekh **U.B. Pravin Rao** A.G.S. Manikantha Chief Executive **Chief Operating** Company Secretary Officer and Officer and Managing Director Whole-time Director DIN: 01876159 DIN: 06782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru

Forward-looking Statements

The information herein includes certain "forward-looking statements." These forward-looking statements are based on the Management's beliefs as well as on a number of assumptions concerning future events made using information currently available to the Management, Readers are cautioned not to put undue reliance on such forward-looking statements, which are not a guarantee of performance and are subject to a number of uncertainties and other factors, many of which are outside the Company's control. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as 'anticipate', 'believe', 'estimate', 'expect', 'intend', 'will', 'project', 'seek', 'should' and similar expressions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including, among other things, the expected benefits and costs of the Buyback, including the expected benefit to the Company's members ; the anticipated timing of approvals relating to the Buyback; and the expected timing of the completion of the Buyback. These statements are subject to known and unknown risks, uncertainties and other factors, which may cause actual results or outcomes to differ materially from those implied by the forward-looking statements. Important factors that may cause actual results or outcomes to differ from those implied by the forward-looking statements include, but are not limited to, the possibility that the Buyback is not approved or otherwise commenced on the anticipated timetable or at all, and those discussed in the "Risk Factors" section in the Company's Annual Report on Form 20-F for the year ended March 31, 2018.





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CIN: L85110KA1981PLC013115 Website: www.infosys.com Tel: 91 80 2852 0261 / extn 67775 Fax: 91 80 2852 0362

Contact Person: A.G.S. Manikantha Company Secretary Tel: +91 80 4116 7775 Fax: +91 80 2852 0754 E-mail: sharebuyback@infosys.com

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSYS LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

This public announcement (the "Public Announcement") is being made in relation to the Buyback pursuant to the provisions of Regulation 16(iv) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("Buyback Regulations") and contains the disclosures, as specified in Schedule IV thereunder

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in 'crore'. One crore represents 10 million, i.e. 10,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the **Buyback Regulations**

1. DETAILS OF BUYBACK AND OFFER PRICE

- 1.1 The board of directors of the Company (hereinafter referred to as the "Board", which expression includes any committee duly constituted by the Board to exercise its powers, and / or the powers conferred by the Board resolution) at its meeting held on January 11, 2019, has, subject to the approval of the members of the Company, by way of a special resolution through Postal Ballot ("Special Resolution") and subject to the approvals of such statutory, regulatory or governmental authorities as may be required under applicable laws, approved the proposal to buy back its own fully paid-up Equity Shares of face value of ₹5/- each ("Equity Shares") from the members of the Company (other than the Promoters, the Promoter Group and Persons in Control of the Company) payable in cash, for an amount aggregating up to ₹8,260 crore (Rupees Eight Thousand Two Hundred and Sixty crore only) ("Maximum Buyback Size") at a price not exceeding ₹800/- (Rupees Eight Hundred only) per Equity Share ("Maximum Buyback Price"), under the open market route through the stock exchanges, in accordance with Companies Act, 2013, as amended (the "Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, the Companies (Management and Administration) Rules, 2014, as amended ("Management Rules") and the Buyback Regulations ("the ansaction / process herein after referred to as the "Buyback").
- 1.2 The Maximum Buyback Size represents 14.54% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis) and is within the 15% prescribed limit.
- The Buyback will be implemented by the Company from its free reserves in accordance with Regulation 4(ix) of the Buyback Regulations and in accordance with Regulation 4(iv)(b)(ii) of the Buyback Regulations, by way of open market purchases through the stock exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations. Further, as required under the Companies Act and Buyback Regulations, the Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable. There are no partly paid-up Equity Shares with calls in arrears.
- A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/ shareholder-services/Pages/buyback-2019.aspx) and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period. The proposed timetable for the Buyback is set out under Paragraph 3 of

The Board, in its meeting held on April 13, 2018, reviewed and approved the Capital Allocation Policy of the Company after taking into consideration the strategic and operational cash requirements of the Company in the medium term

- 1. The Board decided to retain its policy of returning up to 70% of the free cash flow of the corresponding Financial Year in such manner, as may be decided by the Board from time to time, subject to applicable laws and requisite approvals, if any. Free cash flow is defined as net cash provided by operating activities less capital expenditure as per the consolidated statement of cash flows prepared under International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") Dividend payout includes Dividend Distribution Tax ("DDT").
- 2. Pursuant to the above, on April 13, 2018 the Board identified an amount of up to ₹13,000 crore to be paid to members in the following manner:
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Company paid ₹2,633 crore in June 2018, to the eligible members and
- (b) Identified an amount of up to approximately ₹10.367 crore to be paid out to members for the Financial Year 2019, in such a manner, to be decided by the Board, subject to applicable laws and requisite approvals, if any.
- In line with the above Capital Allocation Policy and with an objective of enhancing member returns, the Board at its meeting held on January 11, 2019 has approved the following proposals:
- (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the
- (b) Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8,260 crore

As the US\$/INR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in US\$ terms amounts to \$ 1,872 million (comprising of \$ 386 million towards special dividend paid in June 2018 and \$ 1.184 million* pertaining to buyback as mentioned above and \$ 302 million* towards special dividend paid to shareholders in January 2019) *US\$ 1= ₹ 69.78/- as at December 31, 2018

2. NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following reasons:

- a. The Buyback will help the Company to return surplus cash to its
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company either to sell their Equity Shares and receive cash or not to sell their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- The maximum amount of funds required for the Buyback will not exceed ₹8,260 crore (Rupees Eight Thousand Two Hundred and Sixty crore only), being 14.54% of the aggregate of the total paid-up capital and free reserves of the Company, which is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis).
- 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred for the Buyback, such as, brokerage, filing fees, advisors' fees, intermediaries' fees public announcement publication expenses, printing and dispatch

expenses, applicable taxes such as securities transaction tax goods and service tax, stamp duty, etc. and other incidental and related expenses

- The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source as may be permitted by the Buyback Regulations or the Companies Act. Borrowed funds from banks and financial institutions, if any, will not be used for the Buyback
- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.32.50.000 Equity Shares ("Maximum Buyback Shares"), comprising approximately 2.36% of the paid-up equity share capital of the Company as of December 31, 2018 and as on the date of the Public Announcement (on a standalone basis). If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size.
- The Company shall utilise at least 50% of the amount earmarked as the Maximum Buyback Size for the Buyback, i.e. ₹4.130 crore (Rupees Four Thousand One Hundred and Thirty crore only) ("Minimum Buyback Size"). Based on the Minimum Buyback Size and Maximum Buyback Price, the Company would purchase a minimum of 5,16,25,000 Equity Shares

BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- The Equity Shares of the Company are proposed to be bought back at a price not exceeding ₹800/- (Rupees Eight Hundred only) per Equity Share i.e. the Maximum Buyback Price. The Maximum Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Equity Shares on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively referred to as "Indian Stock Exchanges") where the Equity Shares are listed, price earnings ratio, impact on other financial parameters and the possible impact of the Buyback on the earnings per Equity Share.
- 5.2 The Maximum Buyback Price represents:
 - a. Premium of 20.3% and 20.1% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the three months preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
 - b. Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE. respectively, during the two weeks preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
 - c. Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of ₹800/- per share.

COMPLIANCE WITH REGULATION 4 OF THE **BUYBACK REGULATIONS**

In terms of the provisions of the Buyback Regulations, the offer for Buyback under open market route cannot be made for 15% or more of the total paid-up equity capital and free reserves of

Computation of permissible capital payment towards buyback of equity shares as per the latest audited balance sheet of the Company as at December 31, 2018 (on a standalone basis)

S. No.	Particulars	Amount (₹crore)
1.	Total paid-up equity capital	2,184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	56,820
4.	15% of the aggregate of the total paid-up equity capital and free reserves	8,523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company.

As per the latest audited Consolidated balance sheet of the Group cember 31 2018 aggrega and free reserves is ₹61.103 crore.

METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND **REGULATION 16 OF THE BUYBACK REGULATIONS**

- The Buyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, and (ii) beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). The promoters. Promoter Group, and the Persons in Control of the Company shall not participate in the Buyback. Further, as required under the Buyback Regulations, the Company will not buyback Equity Shares which are locked in or non-transferable, until the pendency of such lockin or until the time such Equity Shares become transferable, as applicable. In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialized form with a depository after March 31, 2019 or such other date as may be prescribed by SEBI from time to time.
- 7.2 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- The Company shall make arrangements to facilitate participation in the Buvback by members who hold Physical Shares. In this regard, the Company shall approach the Indian Stock Exchanges for permission to use a separate window for the Buyback of physical shares in terms of Regulation 19 of the Buyback Regulations ("Physical Share Buyback Window"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI with respect to participation by members holding Physical Shares. Upon completion of formalities with the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company shall Buyback the Physical Shares from the members. The procedure for Buyback of Physical Shares in the Physical Share Buyback Window shall be subject to the Buyback Regulations, requirements provided by the Indian Stock Exchanges and any directions in this regard and the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEB with respect to participation by members holding Physical Shares.
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP. THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

Details of the aggregate shareholding of the Promoters and Promoter Group, the directors of the Promoter where Promoter is a Company and of Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019) is as below

The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	noters	'	
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53,808	0.96
4	Nandan M. Nilekani	4,07,83,162	0.93
5	Akshata Murty	3,89,57,096	0.89
6	Asha Dinesh	3,85,79,304	0.88

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2,80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17,65,768	0.04
B. Pron	noter Group		
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulal Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

8.2 The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the

The Company does not have any corporate promoter

The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	ctors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	_
5	Kiran Mazumdar-Shaw	Independent Director	_	_
6	Roopa Kudva	Independent Director	_	_
7	Dr. Punita Kumar-Sinha	Independent Director	_	_
8	Michael Gibbs	Independent Director	_	_
9	D. Sundaram	Independent Director	_	_
B. Key	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	_
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	_	_
12	A.G.S. Manikantha	Company Secretary	2,160	_
13	Ravi Kumar S.	Deputy Chief Operating Officer	_	_
14	Mohit Joshi	President	_	_
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	_	-
Total A	+B		4,41,29,028	1.01

(1) With effect from March 1, 2019, Nilanjan Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sanghrajka has resumed his responsibilities as the Deputy Chief Financial Officer. Prior to such date, and as of the date of the postal ballot notice, i.e. January 11, 2019, Jayesh Sanghrajka was

The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019)

S. No.	Name	Designation	No. of ADRs
1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
2.	Mohit Joshi	President	30,050

Each ADR represents one underlying equity share

The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the date of Public Announcement (i.e., March 15, 2019)

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nil
2	U.B. Pravin Rao Chief Operating Officer and		Equity RSU	1,09,126	Nil
		Whole-time Director		64,500	21,500
3	Ravi Kumar S. Deputy Chief Operating Office		ADR RSU	2,94,126	Nil
			ADR Options	1,12,750	Nil
4	Mohit Joshi	President	ADR RSU	2,86,276	Nil
			ADR Options	1,12,750	1,12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03,736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions: S. No. Name Aggregate no. of Nature of Maximum Date of Minimum

S. No.	Name	Aggregate no. of shares purchased		Maximum	Date of maximum price	Minimum	Date of minimum price
		or sold	Transaction	price (₹)	maximum price	price (₹)	minimum pric
Promot	ters	0, 00,0					
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
2	Rohan Murty		Bonus	Nil	06-Sep-18	Nil	06-Sep-
3	S. Gopalakrishnan	2,09,26,904	Bonus	Nil	06-Sep-18	Nil	06-Sep-
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-
5	Akshata Murty		Bonus	Nil	06-Sep-18	Nil	06-Sep-
6	Asha Dinesh		Bonus	Nil	06-Sep-18	Nil	06-Sep-
7	Sudha N. Murty		Bonus	Nil	06-Sep-18	Nil	06-Sep-
8	Rohini Nilekani		Bonus	Nil	06-Sep-18	Nil	06-Sep-
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-
10	Shreyas Shibulal		Bonus	Nil	06-Sep-18	Nil	06-Sep-
11	N. R. Narayana Murthy	83,22,819	Bonus	Nil	06-Sep-18	Nil	06-Sep-
12	Nihar Nilekani	63,38,876	Bonus	Nil	06-Sep-18	Nil	06-Sep-
13	Janhavi Nilekani	63,32,581			06-Sep-18	Nil	06-Sep-
			Bonus	Nil			
14	Kumari Shibulal	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-
15	Deeksha Dinesh		Bonus	Nil	06-Sep-18	Nil	06-Sep-
16	Divya Dinesh	, -,-	Bonus	Nil	06-Sep-18	Nil	06-Sep
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep
18	Shruti Shibulal	13,68,769	Bonus	Nil	06-Sep-18	Nil	06-Sep-
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-
	ter Group ⁽¹⁾				·		
20	Gaurav Manchanda	8,05,860	Sale	1,382.48	09-Aug-18	1,362.38	08-Aug-
		77,68,113	Bonus	Nil	06-Sep-18	Nil	06-Sep-
21	Milan Shibulal Manchanda	77,17,934	Bonus	Nil	06-Sep-18	Nil	06-Sep-
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-
		31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-
Directo	rs						
23	D.N. Prahlad	10,96,095	Bonus	Nil	06-Sep-18	Nil	06-Sep-
24	Salil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-
		37,834	Sale	737.11	01-Mar-19	737.11	01-Mar-
25	U.B. Pravin Rao	6,812	Exercise of RSUs	5	02-May-18	5	02-May-
		5,36,848	Bonus	Nil	06-Sep-18	Nil	06-Sep-
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	'	Nil	06-Sep-
		1,600	Sale	722.70	28-Feb-19	722.70	28-Feb-
Kev Ma	nagerial Personnel	,					
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-
			Exercise of RSU	5	13-Nov-18	Nil	13-Nov-
		6,200	Sale	737.11	01-Mar-19	737.11	01-Mar-
		330	Bonus		06-Sep-18	Nil	06-Sep-
28	A.G.S. Manikantha						

Note: Nil price in the above table is on account of bonus issue

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nov-18
2	Ravi Kumar S.	1,15,976	Exercise of RSU and options	15.26	01-Nov-18	Nil	01-Nov-18
		1,15,976	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	#20.21	01-Aug-18	#20.21	01-Aug-18
		16.082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

Unadjusted for bonus issue (in case of sale / purchases prior to Bonus issue in September 2018) and excluding brokerage and other transaction costs Note: Nil price in the above table is on account of bonus issue

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions

S. No.	Name	Aggregate no. of RSUs and options purchased or sold	Transaction	Maximum price	Date of maximum price	Minimum price	Date of minimum price
1	Salil Parekh	2,21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1,03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19

Date of

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	Nil	06-Sep-18	Nil	06-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S.	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	Nil	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	06-Sep-18	Nil	06-Sep-18
		59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	Nil	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nil	06-Sep-18	Nil	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		12,226	Exercise of RSU	₹5	13-Nov-18	Nil	13-Nov-18
8	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
		1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

Transaction wise details are provided on the website of the Company under following link: https://www.infosys.com/investors/shareholder-services/Pages/buyback-2019.aspx Note: Nil price in the above table is on account of bonus issu

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

In terms of Regulation 16(ii) of the Buyback Regulations, the Buyback is being implemented by way of open market purchases through the Indian Stock Exchanges and is not extended to the Promoters, Promoter Group and Persons in Control of the Company.

- The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest payable thereon to any financial institution or banking company.
- 12. The Board has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that
 - a immediately following the date of the Board meeting held on January 11, 2019 and the date of passing of the members resolution approving the Buyback, there will be no grounds on which the Company can be found unable to pay its debts; and
 - b. as regards the Company's prospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Postal Ballot Resolution
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptcy Code, 2016 (to the extent notified)
- Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors regarding insolvency:

The text of the Report dated January 11, 2019 received from Deloitte Haskins & Sells LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below

The Board of Directors, Infosys Limited No. 44. Infosys Avenue Hosur Road, Electronics City, Bengaluru Karnataka – 560100

Re: Statutory Auditor's Report in respect of proposed buyback of Equity Shares by Infosys Limited (the "Company") in terms of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations")

- This Report is issued in accordance with the terms of our engagement letter dated June 26, 2018.
- The Board of Directors of the Company have approved a proposal for buyback of Equity Shares by the Company at its Meeting held on January 11, 2019, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.
- We have been requested by the Management of the Company to provide a report on the accompanying "Statement of Permissible Capital Payment (including premium)" ('Annexure A') as at December 31, 2018 (hereinafter referred to as the "Statement"). This Statement has been prepared by the Management, which we have initialled for the purposes of identification only.

Management's Responsibility:

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the proviso to Regulation 4(iv) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of interna controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances

Auditor's Responsibility:

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that
 - i. we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018:
 - ii. the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited interim condensed standalone financial statements as at December 31. 2018 in accordance with Section 68(2) of the Act and the proviso to Regulation 4(iv) of the Buyback Regulations; and
 - iii, the Board of Directors of the Company, in their Meeting held on January 11, 2019 have formed the opinion as specified in Clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date and from the date on which the results of the shareholders' resolution with regard to the proposed buyback are declared.
- The interim condensed standalone financial statements referred to in paragraph 5 above, have been audited by us, on which we have issued an unmodified audit opinion dated January 11, 2019. We conducted our audit of the interim condensed standalone financial statements in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (the "Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information. and Other Assurance and Related Services Engagements

Opinion:

Based on inquiries conducted and our examination as above, we

1. DATE OF BOARD AND SHAREHOLDERS' APPROVALS

Part B - Disclosures in accordance with Schedule IV of the Buyback Regulations.

was received on March 12, 2019, the results of which were announced on March 14, 2019.

- i. We have inquired into the state of affairs of the Company in relation to its audited interim condensed standalone financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- ii. The amount of permissible capital payment (including premium) towards the proposed Buyback of Equity Shares as computed in the Statement attached herewith, as Annexure A. in our view has been properly determined in accordance with Section 68 (2)(c) of the Act. The amounts of share capital and free reserves have been extracted from the audited interim condensed standalone financial statements of the Company as at and for nine months period ended December 31, 2018.
- iii. The Board of Directors of the Company, at their meeting held on January 11, 2019 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the shareholders' resolution with regard to the proposed buyback
- This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buyback of Equity Shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the explanatory statement to the notice for special resolution, public announcement, and other documents pertaining to buyback to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the Managers in connection with the proposed buyback of Equity Shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act and the Buyback Regulations, and may not be suitable for any other purpose

For Deloitte Haskins & Sells LLP **Chartered Accountants** (Firm Registration No. 117366W/W-100018) P. R. Ramesh

Partner Membership No. 70928 Bengaluru

January 11, 2019

Annexure A - Statement of Permissible Capital Payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68(2)(c) of the Companies Act. 2013 ("the Act"), based on audited interim condensed standalone financial statements as at and for the nine months period ended December 31, 2018.

Particulars	Amount (₹in crore)
Paid up equity capital as at December 31, 2018 (A)	2,184
Free Reserves as at December 31, 2018:	
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14.205
Maximum amount permissible for buyback under the proviso to Regulation 4(iv) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves	,

For Infosys Limited

Jayesh Sanghrajka Interim Chief Financial Officer January 11, 2019

14. GENERAL OBLIGATIONS OF THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

- accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities, including by way of bonus, till the expiry of the Buyback Period;
- 14.2 The Company shall not make any further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of six months after the completion of the Buyback except by way of bonus shares or equity shares issued in order to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;
- 14.3 In accordance with Regulation 24(i)(f) of the Buyback Regulations. the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations
- 14.4 The special resolution approving the Buyback will be valid for a maximum period of one year from the date of passing of the said special resolution (or such extended period as may be permitted under the Companies Act or the Buyback Regulations or by the appropriate authorities). The exact timetable for the Buyback shall be decided by the Board (or its duly constituted committee) within the above time limit:
- 14.5 The Equity Shares bought back by the Company will be compulsorily cancelled and will not be held for re-issuance;
- 14.6 The Company shall not withdraw the Buyback after the Public Announcement for the Buyback is made; and
- 14.7 The Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable

All the material documents referred to in the Public Announcement such as the Memorandum and Articles of Association of the Company, relevant Board resolution for the Buyback, the Auditors Report dated April 13, 2018 and the audited accounts for the period from April 1, 2017 to March 31, 2018, the Auditors Report dated January 11, 2019 and the audited accounts for the period April 1, 2018 to December 31, 2018 were made available for inspection without any fee by the members of the Company at its Registered Office on any working day between 10:00 hours and 16:00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notice. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period April 1, 2018 to December 31, 2018 are also available on the Company's website at https://www.infosys. com/investors/.

- Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size
- 2.2 Further, the Company shall utilize at least 50% of the amount earmarked as the Maximum Buyback Size for the Buyback i.e. ₹4,130 crore (Rupees Four Thousand One Hundred and Thirty Crore only) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 5.16.25,000 Equity Shares.
- The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.
- 2.4 Borrowed funds from banks and financial institutions will not be used for the Buyback

Date

As mentioned in Paragraph 3.1 of Part A above, in continuation of the Company's efforts to effectively utilize the surplus cash, it is proposed to Buyback 14.54% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis) from the open market through the Indian Stock Exchanges.

PROPOSED TIMETABLE FOR THE BUYBACK

Activity

Date of commencement of the Buyback	On March 20, 2019
Acceptance of Equity Shares accepted in dematerialised mode	Upon the relevant pay-out by the Indian Stock Exchanges
Verification / Acceptance of Equity Shares accepted in the physical mode	Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges
Extinguishment of Equity Shares / certificates	In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended, and the bye-laws framed thereunder. In case the Equity Shares bought back are in physical form, the Company shall extinguish and physically destroy the share certificates bought back during the month, on or before the 15th day of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are extinguished within 7 (seven) days of the expiry of the Buyback Period.
Last Date for the Buyback	Earlier of: (a) On September 19, 2019 (that is 6 months from the date of the opening of the Buyback); or (b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or
	(c) at such earlier date as may be determined by the Board (including a committee thereof, constituted by the Board or persons nominated by the Board / committee to exercise its powers, and / or the powers conferred by the Board resolution in relation to the Buyback), after giving notice of such earlier closure, subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been

PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

the last date for the Buyback.

- The Buyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, and (ii) beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). The promoters Promoter Group, and Persons in Control of the Company shall not participate in the Buyback. In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository.
- Further, as required under the Companies Act and Buyback Regulations, the Company will not purchase Equity Shares which are partly paid up, Equity Shares with call-in-arrears, locked-in Equity Shares or non-transferable Equity Shares, in the Buyback, until they become fully paid up, or until the pendency of the lock-in, or until the Equity Shares become transferable, as applicable
- The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges through the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations
- In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI
- 4.5 For the implementation of the Buyback, the Company has appointed Kotak Securities Limited as the registered brokers ("Company's Broker") through whom the purchases and settlements on account of the Buyback would be made by the Company.

The contact details of the Company's Broker are as follows:



27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Contact Person: Ankush Singh Phone: +91 22 4285 8455 Email: ankushr.singh@kotak.com Website: www.kotaksecurities.com **SEBI Registration No.:** NSE SEBI Registration No.: INZ000200137; BSE SEBI Registration No.: INZ000200137

CIN: U99999MH1994PLC134051

- The Equity Shares are traded in compulsory dematerialized mode under the trading code(s) 500209 at BSE and INFY at NSE. The ISIN of the Company is INE009A01021. Shareholders holding Physical Shares can sell their Equity Shares in the separate window created for the physical trading segment by the Indian Stock Exchanges, subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBL since pursuant to the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure ents) Regulations 2015 excent in case of t or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. The ADRs are traded on the New York Stock Exchange (NYSE) under the symbol 'INFY'. ADR holders are permitted to convert their ADR into Equity Shares, and, subsequently, opt to sell such Equity Shares on the
- The Company, shall, in accordance with the applicable laws commencing on March 20, 2019 (i.e. the date of commencement of the Buyback), place "buy" orders on BSE and / or NSE on the normal trading segment to buy back the Equity Shares through the Company's broker in such quantity and at such price, not exceeding the Maximum Buyback Price of ₹800 (Rupees Eight Hundred only) per equity share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Indian Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as a purchaser would be available to the market participants of the Indian Stock Exchanges.

Indian Stock Exchanges during the Buyback period.

- Procedure for Buyback of Demat Shares: Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of either of the Indian Stock Exchanges by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a 'buy' order for Buyback of the Equity Shares. The Company shall place a 'buy' order for Buyback of Demat Shares, by indicating to the Company's broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Indian Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Indian Stock Exchanges.
- It may be noted that a uniform price will not be paid to all the shareholders pursuant to the Buyback and that the same would depend on the price at which the trade with that shareholder was executed.
- 4.10 Procedure for Buyback of Physical Shares: The Company will approach the Indian Stock Exchanges for permission to use a separate window for the buyback of Physical Shares in terms of Regulation 19 of the Buyback Regulations ('Physical Share Buyback Window'). Shareholders holding Physical Shares can sell their Equity Shares in the Physical Share Buyback Window subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, since, pursuant to the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Further, in terms of a press note bearing no. 49/2018 dated December 3, 2018, issued by SEBI, effective April 1, 2019, such requests for effecting transfer of securities shall not be processed unless such securities are held in dematerialized form with a depository. Accordingly, in the absence of any clarification, rule, circular or notification issued by the Indian Exchanges or SEBI extending such date, the Physical Share Buyback Window shall stand closed effective April 1, 2019.
- 4.11 Upon receipt of the permission from the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS shall buy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by the Indian Stock Exchanges and any directions in this regard. As per

Regulation 19 of the Buyback Regulations:

bought back), however, that all payment obligations relating to the Buyback shall be completed before

- (i) The Physical Share buyback Window shall remain open during the Buyback Period, for the buyback of Physical Shares. However, SEBI has, through its press release dated December 3, 2018, directed that from April 1, 2019 no transfer of securities will be processed unless securities are held in dematerialized format
- (ii) Physical Shares shall be bought back from eligible shareholders through the Physical Shares Buyback Window. only after verification of the requisite documents by the Registrar and Share Transfer Agent of the Company and on completion of the successful verification, the sale transaction may be executed by the broker appointed by the eligible shareholder or Company's broker.
- (iii) The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the calendar week in which such Physical Shares are received by the broker. In case no Equity Shares were bought back in the normal market during the calendar week, the preceding week when the Company last bought back the Equity Shares in demat form would be considered. The price of Physical Shares tendered during the first calendar week of the Buyback period shall be the volume weighted average market price of the Equity Shares of the Company during the preceding calendar week
- (iv) The Company's brokers will charge a brokerage of 0.5% upon successful execution of the transaction and it will be deducted from the sale consideration. The sale consideration would be paid immediately after the payout to the Stock Exchange. which in no event will be later than 7 (seven) days after the date of sale
- 4.12 Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out, including the
 - (i) original physical share certificate(s);
 - (ii) valid share transfer form(s) duly filled, stamped, signed by the transferors (by all the eligible shareholders in case the Equity Shares are in joint names in the same order in which they hold Equity Shares in the Company) as per the specimen signatures lodged with the Company and duly witnessed at the appropriate place authorizing the transfer of the Equity Shares bought back in favour of the Company (iii) In case of unregistered shareholder: (a) Original Equity
 - Shares certificates accompanied by valid share transfer forms as received from the market, wherein the name of the transferee has not been filled in and (b) Original broker contract note of a registered broker of a recognized stock exchange in relation to the purchase of the Equity Shares being tendered in this case; (iv) KYC Form (to be filled and signed only by the first holder),
 - Acceptance Form and Declaration Form (to be signed by all shareholder(s) including joint holders of shares). The KYC Form, Acceptance Form and Declaration Form can be obtained by contacting the Company's Share Transfer Agent at the details mentioned in Paragraph 16.1 below
 - (v) Bank account details of the first named shareholder along with the copy of a self-attested cancelled cheque; salf attacted same of the abarahalder's
 - holders) PAN card or other document confirming the shareholder's identity; (vii) a self-attested copy of a document confirming the
 - shareholder's current address: (viii) telephone number and email address of all the shareholders
 - (including joint shareholders); (ix) copies of regulatory approvals required, if any, by the
 - shareholder for the transfer of Equity Shares to the Company; (x) any other relevant documents such as power of attorney
 - corporate authorization (such as, board resolution / specimen signatures), notarized copy of death certificate, Reserve Bank of India approval (in case of non-resident shareholders) and succession certificate or probated will, if the original shareholder is deceased, as applicable, either by registered post or courier or hand delivery to the following address:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Contact Person: Ankush Singh Phone: +91 22 4285 8455 Email: ankushr.singh@kotak.com Website: www.kotaksecurities.com SEBI Registration No.: NSE SEBI Registration No.: INZ000200137; BSE SEBI Registration No.: INZ000200137 CIN: U99999MH1994PLC134051

- (xi) The following list of documents are admissible as Proof of Identity: (i) Unique Identification Number (UID) (Aadhaar) / Passport / Voter Identity Card / Driving License, (ii) PAN card with photograph, (iii) Identity card / document with applicant's photo, issued by any of the following: Central / State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions, Colleges affiliated to Universities, Professional Bodies such as ICAI, ICWAI, ICSI, Bar Council etc., to their members; and credit cards / debit cards issued by Banks. (iv) Certificate of Incorporation, Memorandum & Articles of Association in case of companies, (v) Partnership Deed in case of Partnership firm and (vi) Trust Deed in case of Trusts: and (xii) The following list of documents admissible as Proof of
- Address: (i) Passport / Voters Identity Card / Ration Card / Registered Lease or Sale Agreement of Residence / Driving License / Flat Maintenance Bill / Insurance Copy / Unique Identification Number (UID) (Aadhaar), (ii) Utility bills like telephone bill (only land line), electricity bill or gas bill - not more than three months old, (iii) Bank Account Statement / Passbook - not more than three months old, (iv) Selfdeclaration by High Court and Supreme Court judges, giving the new address in respect of their own accounts, (v) Proof of address issued by any of the following: Bank Managers of Scheduled Commercial Banks / Scheduled Co-Operative Bank / Multinational Foreign Banks / Gazetted Officer / Notary public / elected representatives to the Legislative Assembly Parliament / documents issued by any government or statutory authority and (vi) identity card / document with address, issued by any of the following: Central / State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions, Colleges affiliated to Universities and Professional Bodies such as ICAI, ICWAI, ICSI, Bar Council etc., to their members. Please note that documents having an expiry date should be valid on the date of submission.

AND COST OF FINANCING THE BUYBACK At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10,32,50,000 Equity Shares, comprising approximately 2.36% of the paid-up equity share capital of the Company as of December 31, 2018 and as on the date of the Public Announcement (on a standalone basis). If the Equity Shares are bought back at a price below the Maximum

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal ballot,

- 4.13 Shareholders are free to sell or hold their physical Equity Shares entirely at their discretion and that process is designed in accordance with Buyback Regulations only to assist those shareholders holding Equity Shares in the physical form, who are desirous of selling their Equity Shares and who would like to have a broker to enable them to do so and with abridged KYC requirements.
- 4.14 Shareholders holding Physical Shares should note that Physical Shares will not be accented for Buyback unless a complete set of documents as mentioned in Paragraph 4.12 of Part B above is submitted to Company's Broker. Acceptance of the Physical Shares for Buyback shall be subject to verification of the documents submitted by the shareholders as per the Buyback Regulations and any other directions issued by the SEBI or the Indian Stock Exchanges in this regard. The Company will endeavour to complete the Buyback of the Physical Shares in the week subsequent to the week in which such Physical Shares are received by the broker. Please note that there could however be delay in completing the transaction due to unavoidable circumstances. In case of receipt of incomplete documentation from the shareholders holding Physical Shares the price payable for the Buyback of such Physical Shares will be the price applicable in accordance with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the buyback of such Physical Shares has been completed in
- 4.15 Shareholders are requested to get in touch with the Merchant Banker of the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in
- 4.16 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to buy back any Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached and / or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% (two point five percent) of the Maximum Buyback Size, shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 4.17 The Company shall submit the information regarding the Equity Shares bought back by it, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosys.com/ investors/shareholder-services/Pages/buyback-2019.aspx on a
- 4.18 ADS holders are permitted to convert their ADS into Equity Shares, and, subsequently, opt to sell such Equity Shares on the Indian Stock Exchanges during the Buyback period.

METHOD OF SETTLEMENT

- Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for each settlement, as applicable to the respective Indian Stock Exchanges where the transaction is executed. The Company has opened a depository account styled "Infosys Limited-Buyback 2019" with Karvy Stock Broking Limited ("Buyback Demat Account"). Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Indian Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ('DP') for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions. The beneficial owners would also be required to provide to the Company's Broker, copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company as referred to in Paragraph 14 of Part B.
- Settlement of Physical Shares: Shareholders holding Physical Shares would be required to present the complete set of documents referred to in Paragraph 4.12 of Part B above to the Company's Brokers within such time, as may be prescribed.
- Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 1996, as amended and its bye-laws, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished within 15 (fifteen) days of acceptance of the Demat Shares provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the last date of completion of the Buyback
- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited ('Merchant Banker'), Karvy Fintech Private Limited ('Registrars') and the Statutory Auditor of

- the Company by the 15th (fifteenth) day of the succeeding month provided that the Company undertakes to ensure that all Physical Shares bought back are extinguished within 7 (seven) days from the last date of completion of the Buyback, in compliance with the Buyback Regulations
- Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash.

Infosys was incorporated on July 2, 1981 in Pune, Maharashtra,

Brief Information about the Company History and Overview of the Compan

India, as Infosys Consultants Private Limited, a private limited company under the Indian Companies Act. 1956. The Company name was changed to Infosys Technologies Private Limited in April 1992 and to Infosys Technologies Limited in June 1992, when it became a public limited company. In June 2011, the Company changed its name from Infosys Technologies Limited to Infosys Limited. The Company made an initial public offering of Equity Shares in India in February 1993 and were listed on stock exchanges in India in June 1993. The Company completed

its initial public offering of ADSs in the United States in 1999. In August 2003, June 2005 and November 2006, the Company completed sponsored secondary offerings of ADSs in the United States on behalf of its shareholders. Each of the 2005 and 2006 sponsored secondary offerings also included a Public Offering Without Listing, or POWL in Japan. In 2008, the Company was selected as an original component member of 'The Global Dow', a world-wide stock index made up of 150 leading blue-chip stocks. Following the voluntary delisting from the NASDAQ Global Select Market on December 11, 2012, the Company began trading of its ADSs on the New York Stock Exchange (NYSE) on December 12, 2012, under the ticker symbol INFY. On February 20, 2013, the Company also listed its ADSs on the Euronext London and Paris (previously called NYSE Euronext (NYX) London and Paris) markets, under the ticker symbol INFY. The Company was inducted into the Dow Jones Sustainability Indices in fiscal 2018.

Infosys voluntarily delisted its American Depository Shares (ADSs) from Euronext Paris and London on July 5, 2018 and its ADSs were removed from Euroclear France on July 10, 2018. The primary reason for voluntary delisting from Euronext Paris and London was the low average daily trading volume of Infosys ADSs on these exchanges, which was not commensurate with the related administrative expenses. Infosys ADSs continue to be listed on the NYSE under the symbol 'INFY' and investors continue to trade their ADSs on the New York Stock Exchange.

6.2 Overview of the Company

- (i) Infosys is a global leader in next-generation digital services and consulting. The Company enable clients in 45 countries to navigate their digital transformation. With over three decades of experience in managing the systems and workings of global enterprises, it expertly steers its clients through their digital journey. The Company does it by enabling the enterprise with an Al-powered core that helps prioritize the execution of change. It also empowers the business with Agile digital at scale to deliver unprecedented levels of performance and customer delight. Its always-on learning agenda drives their continuous improvement through building and transferring digital skills, expertise, and ideas from its innovation ecosystem
- (ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

 Core Digital

Digital Services comprise service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience. leverage Al-based analytics and Big Data, engineer digital products and IoT, modernize legacy technology systems, migrate to cloud applications and implement advanced cyber security systems

They are primarily categorized as under

- Experience Insight Innovate
- Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and industrialized over the years. These primarily include application management services, proprietary application development services, independent validation solutions, product engineering and management, infrastructure management services, traditional enterprise application implementation, support and integration services.

Products and Platforms include

- Finacle[®] · Edge Suite Infosys Nia[®] · Infosvs McCamish Panaya[®]
- Skava® (iii) The Company's corporate headquarters, is located at No. 44,

Electronics City, Bengaluru, 560100, India and the telephone

number of this office is +91-80-2852 0261 / extn 67775 Financial information about the Company

The brief audited financial information of the Company, as extracted from the audited financial statements as at, and for the last three financial years ended, March 31, 2016, March 31, 2017 and March 31, 2018, and for the nine months ended December 31, 2018 is provided below:

(i) Based on the audited standalone financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2017 and March 31, 2016.

Excerpts from the Statement of Profit and Loss

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3,062	3,006
Total Income	56,386	65,960	62,351	56,989
Total expenses excluding interest, depreciation and tax (7)	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax) ⁽⁸⁾	4,092	3,753	5,120	4,907
Profit after tax (7)	10,882	16,155	13,818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10,948	16,176	13,800	12,691

Excerpts from the Balance Sheet and Key Financial Ratios

(₹ crore, except per share data)

			, , .	,
As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2,184	1,092	1,148	1,148
Reserves and surplus ⁽⁶⁾⁽⁷⁾⁽⁸⁾	60,749	62,410	66,869	59,934
Net worth / Shareholders equity ⁽¹⁾	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2)(7)(8)	24.91	#35.64	#30.08	#27.63
Book value per share (₹) ⁽³⁾	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁽⁴⁾	NA	NA	NA	NA
Return on net worth (%) ⁽⁵⁾	22.31	25.44	20.32	20.78

- # Adjusted for September 2018 bonus issue (1:1)
- 1. Net worth is total equity attributable to equity holders of the Company.
 2. Earnings per share = Profit after tax / weighted average number of Equity Shares for the period.
 3. Book value per share = Net worth / number of Equity Shares at the end of the period.
- 4. Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-Equity ratio is not applicable as the Company has no borrowings
- Seturn on net worth = Profit after tax / closing net worth. Numbers for the nine months ended December 31, 2018 is computed as profit after tax for the last 12 months ending December 31, 2018 divided by closing net worth as on December 31, 2018. 6. Represents other equity which includes reserves and surplus and other comprehensive income
- 7. During the three months ended March 31, 2018, the company had reclassified its investment in subsidiaries. Kallidus and Skava (together referred to as "Skava") and
- During the three months ended March 31, 2018, the company had reclassified its investment in substidiaries, Rallidus and Skava (together referred to as "Skava") an Panaya as 'Held for Sale'. During the year ended March 31, 2018 and quarter ended June 30, 2018, the company recorded ₹689 crore and ₹265 crore respectively o account of reduction in the fair value of investment in Panaya arising on remeasurement on such reclassification as 'Held for Sale'. During the three months ended December 31, 2018 the company reclassified its investment in Skava and Panaya from 'Held for Sale'. Accordingly, during the quarter nded December 31, 2018, the Company recorded ₹469 crore arising on remeasurement on account of reclassification from 'Held for Sale' in respect of the inve
- 8. In December 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US Internal Revenue Service (IRS), the Company had, in accordance with the APA, reversed income tax expense provision of ₹1,432 crore, which pertained to previous periods which are no longer required
- (ii) Based on audited consolidated financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018, March 31, 2017 and March 31, 2016

Excerpts from the Statement of Profit and Loss

(₹ crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax (7)	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,459
Profit before non-controlling interests / share in net profit / (loss) of				
associate	15,758	20,341	19,981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ⁽⁸⁾	4,426	4,241	5,598	5,251
Profit after tax (7)	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	_	_	_

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2,176	1,088	1,144	1,144
Reserves and surplus ⁽⁶⁾⁽⁷⁾⁽⁸⁾	62,807	63,835	67,838	60,600
Net worth / shareholder's equity ⁽¹⁾	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2)(7)(8)	26.06	#35.53	#31.40	#29.51
Book value per share (₹) ⁽³⁾	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ⁽⁴⁾	NA	NA	NA	NA
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

Adjusted for September 2018 bonus issue(1:1)

Net worth is total equity attributable to equity holders of the Company.

Earnings per share = Profit after tax / weighted average number of Equity Shares for the period Book value per share = Net worth / number of Equity Shares at the end of the period

Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-Equity ratio is not applicable as the Company has no borrowings

Return on net worth = Profit after tax / closing net worth. Numbers for the nine months ended December, 2018 is computed as profit after tax for the last 12 months ending December 31, 2018 divided by closing net worth as on December 31, 2018.

Represents other equity which includes reserves and surplus and other comprehensive income During the three months ended March 31, 2018, the Company had reclassified its subsidiaries, Kallidus and Skava (together referred to as "Skava") and Panaya, collectively referred to as the "Disposal Group", as 'Held for Sale'. Consequently, during the year ended March 31, 2018 and three months ended June 30, 2018, the company recorded a reduction in the fair value of Disposal Group held for sale amounting to ₹118 crore and ₹270 crore, respectively, in respect of Panaya.

During the three months ended December 31, 2018, the company reclassified the Disposal Group from 'Held for Sale'. Accordingly during the three months ended December 31, 2018 the company reclassified the Disposal Group from 'Held for Sale'. Accordingly during the three months ended December 31, 2018 the company recorded additional depreciation and amortization expenses of ₹88 crore and an adjustment in respect of excess of carrying amount over recoverable amount on reclassification from 'Held for Sale' of ₹451 crore in respect of Skava. In December 2017, on account of the conclusion of an Advance Pricing Agreement ("APA") with the U.S. Internal Revenue Service ("IRS"), the Company had, in cordance with the APA, reversed income tax expense provision of ₹ 1,432 crore, which pertained to previous periods which are no longer required

Details of Escrow Account

In accordance with Regulation 20 of the Buyback Regulations, an Escrow Agreement is to be entered into among the Company, the Manager to the Buyback and Kotak Mahindra Bank Limited ('Escrow Agent'). The Escrow Agent has its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051, and an escrow agreement has been entered into among the Company, the Escrow Agent on

In terms of the Escrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Escrow Account" bearing the account number 2513284427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 2.5% of the total consideration payable for the Buyback in the Escrow Account and arrange for a bank guarantee issued in favour of the Manager to the Buyback before the Buyback Opening Date i.e. March 20, 2019, which together with the cash deposited in the Escrow Account shall make up the requisite escrow amount under the Buyback Regulations. In accordance with the Buyback Regulations, the Managers to the Buyback will be empowered to operate the Escrow Account and the bank guarantee. Such bank guarantee shall be valid until 30 days after the Buyback Closing Date, i.e., until October 19, 2019 or till the completion of all obligations by the Company under the Buyback Regulations, whichever is later

- If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations
- The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulat

Firm Financing Arrangements

- The Company, duly authorized by its Buyback Committee, has identified and earmarked funds for the purpose of fulfillment of the obligations of the Company under the Buyback. Such earmarked funds, together with funds provided for escrow arrangements, are in excess of the **Buyback Size**
- Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Deloitte Haskins & Sells LLP, Statutory auditors of the Company (Firm Registration number 117366W/W-100018, Chartered Accountants, have certified, vide their letter dated March 15, 2019, that the Company has made firm financing arrangements for fulfilling the obligations under the Buyback.
- The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are

10. Listing Details and Stock Market Data

High ^ (₹)

Date of

10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE.

No. of Equity

11,28,305

3,12,650

10.2 The high, low and average market prices of the Equity Shares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows

Low# (₹)

Date of

No. of Equity

5.32.339

Average

707.93

Total volume

1,37,53,258

55,79,162

BSE Twelve

months period ended		High	Shares traded on that date		low	Shares traded on that date	price [@] ₹	traded in the period
01-Apr-15 to 12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to					•		-	
31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1,278.00	03-Jun-16	63,514	900.30	9-Nov-16	4,08,320	1,064.79	6,67,61,210
31-Mar-18	1,220.00	24-Jan-18	5,31,006	861.50	22-Aug-17	19,67,963	996.52	9,03,30,126
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.00	03-Sep-18	6,28,171	1,430.00	03-Sep-18	6,28,171	1,433.45	6,28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	692.00	21-Sep-18	7,73,924	726.86	76,17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.00	26-Oct-18	3,97,563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28,314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1.06.28.577

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5. 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015. Source: www.bseindia.com.

651.15

04-Jan-19

723.00 19-Feb-19

High is the highest price recorded for the Equity Share of the Company during the said period # Low is the lowest price recorded for the Equity Share of the Company during the said period @ Average price is the arithmetical average of closing prices during the said period

751.00 31-Jan-19

771.15 08-Feb-19

NSE

Jan-19

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low # (₹)	Date of low	No. of Equity Shares traded on that date	Average price [@] ₹	Total volume traded in the period
01-Apr-15 to								
12-Jun-15	2,245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2,045.68	11,28,46,711
15-Jun-15 to								
31-Mar-16	1,237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37,05,761	1,096.13	70,95,58,962
31-Mar-17	1,279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63,82,079	1,064.76	89,92,35,121
31-Mar-18	1,221.05	24-Jan-18	1,03,02,359	860.00	22-Aug-17	2,46,21,299	996.67	1,24,85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to								
30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18,65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1,50,75,209	653.75	16,97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.46	15,47,14,992
Jan-19	751.30	31-Jan-19	1,38,25,233	651.00	04-Jan-19	78,89,310	708.29	21,25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company appounded a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5. 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

Source: www.nseindia.com

** High is the highest price recorded for the Equity Share of the Company during the said period #* Low is the lowest price recorded for the Equity Share of the Company during the said period @* Average price is the arithmetical average of closing prices during the said period

10.3 The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows

Date	Description	NSE		BSE	
		High (₹)	Low (₹)	High (₹)	Low (₹)
	Day prior to Notice of Board meeting to consider Buyback				
07-Jan-2019	proposal was given to NSE and BSE	673.60	661.50	682.80	662.35
11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80
14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70

* The Board, at its meeting held on January 11, 2019, approved the proposal for the Buyback at a price not exceeding ₹800/- (Rupees Eight Hundred Only) per equity share

11. Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be as follows:-

completion of the Buyback will be, as follows:		(Amounts in ₹)
Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
4,80,00,00,000 Equity Shares of ₹5/- each	24,00,00,00,000	24,00,00,00,000
Issued:		
4,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
4,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
* Assuming the Company buys back the Maximum Buyback Shares. The capital structure post	completion of the Buyback may differ depending on	the actual number of

- 4, Equity Shares bought back under the Buyback.
- 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears.
- 11.3 As on the date of Public Announcement there are no outstanding instruments convertible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) except 44,23,812 outstanding and vested and unvested employee stock options. As of December 31, 2018, the Company had outstanding and

संक्षेप में

वस्त्र निर्यात में 5 प्रतिशत कमी आने के आसार

वित्त वर्ष 2019 में भारतीय परिधान निर्यात में 4-5 प्रतिशत तक की कमी आने की आशंका है। कमजोर वैश्विक आर्थिक वृद्धि के बाद विदेशी खरीदारों से कम उठाव की वजह से भारतीय परिधान निर्यात में कमजोरी आने का अनुमान है। भारतीय परिधान निर्यातकों को भारत की तुलना में लागत किफायत वाले देशों से बढते दबाव की वजह से कई तरह की समस्याओं का सामना करना पड़ रहा है। भारत के सबसे बड़े वैश्विक आयातकों में से एक संयुक्त अरब अमीरात (यूएई) ने जुलाई 2017 के बाद से आयात में बड़ी कमी दर्ज की है। क्लोदिंग मैन्युफैक्चरिंग एसोसिएशन ऑफ इंडिया (सीएमएआई) के अध्यक्ष राहुल मेहता ने कहा, 'यूएई समेत प्रमुख आयातक देशों से धीमे उठाव की वजह से हम इस वित्त वर्ष में भारत के परिधान निर्यात में लगभग 5 प्रतिशत की गिरावट की आशंका जता रहे हैं।'

निचले ग्रेड के लौह अयस्क की आपूर्ति प्रभावित

ब्राजील स्थित वेल के स्वामित्व वाली खदानों के बंद होने से पैदा हुए वैश्विक आपूर्ति संकट के बीच ओडिशा और झारखंड की खदानों में एकत्रित खराब ग्रेड के लौह अयस्क फाइंस निर्यात बाजारों में अपनी जगह तलाश रहे हैं। कमजोर ग्रेड के लौह अयस्क फाइंस (58 प्रतिशत से कम लौह मात्रा) के लिए मांग गायब हो गई है, क्योंकि चीन की इस्पात मिलों ने अपनी ब्लास्ट फर्नेस (भट्टियों) की जरूरत पूरी करने के लिए ऊंचे ग्रेड के अयस्क या पैलेट की खरीदारी में दिलचस्पी दिखाई है।

एनएमडीसी के उत्पादन और बिक्री में गिरावट

सरकार द्वारा संचालित एनएमडीसी के लौह अयस्क के संचयी उत्पादन और बिक्री में पिछले साल की तुलना में अप्रैल 2018 से फरवरी 2019 की अवधि के दौरान गिरावट आई है। इस अवधि में कुल उत्पादन 2.843 करोड़ टन रहा जबकि पिछले वर्ष यह 3.132 करोड टन था। इस अवधि में बिक्री गिरकर 2.88 करोड़ टन रह गई जो पिछले साल इस अवधि में 3.192 करोड टन थी। अप्रैल-फरवरी के दौरान छत्तीसगढ़ में उत्पादन गिरकर 1.981 करोड़ टन रह गया।

कम दाम, आलू किसान हलाकान

लखनऊ. 17 मार्च

की खेती करने वाले किसानों को कौमत संकट का सामना करना पड़ रहा है और इसके लिए कई कारण जिम्मेदार हैं। आगरा स्थित फेडरेशन ऑफ कोल्ड स्टोरेज एसोसिएशन ऑफ इंडिया के कार्यवाहक अध्यक्ष राजेश गोयल बताते हैं कि जब उन्होंने 1998 में कोल्ड स्टोरेज कारोबार की शरुआत की तो उत्तर प्रदेश में आल की खदरा कीमतें लगभग 20 रुपये प्रति किलोग्राम थीं। ये अब भी उसी स्तर के आसपास हैं और कभी-कभार कम भी हो जाती हैं। वह कहते हैं कि इन 20 वर्षों के दौरान आलू की खेती की लागत तीन रुपये प्रति किलोग्राम की तुलना में दोगुनी से भी अधिक बढ़कर 7-8 रुपये प्रति किलोग्राम तक पहुंच गई है।

आलु में साल दर साल रिकॉर्ड उत्पादन हुआ है लेकिन किसानों की आय में गिरावट आ रही है। इसके अलावा अनुपयुक्त घरेलु किस्मों और खाद्य प्रसंस्करण की अविकसित मृल्ये शृंखला के कारण निर्यात बाजार में भी उत्साह नहीं दिखता है। कोल्ड स्टोरेज में और अधिक स्टोर करने के इच्छुक किसानों को कोई जगह नहीं मिल पाती है।

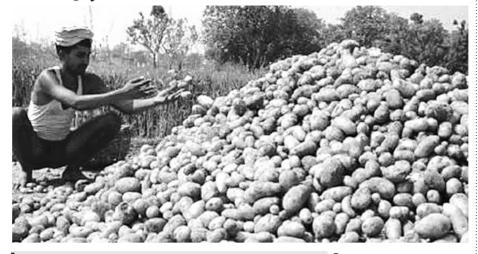
2017 के बाद से आगरा थोक बाजार में दाम 5-6 किलोग्राम रहे हैं। इसमें अप्रैल से नवंबर तक की अवधि अपवाद है। इस दौरान दाम 10-15 रुपये थे। 2005 के बाद से केवल नवंबर 2014 में ही थोक कीमतें 20 रुपये प्रति किलोग्राम से अधिक रही हैं।

21.8 लाख हेक्टेयर पर आलू की खेती करने वाले इन किसानों पर ज्यादा ध्यान नहीं दिया गया है। तीन-चौथाई फसल केवल पांच राज्यों - उत्तर प्रदेश, पश्चिम बंगाल, बिहार, गुजरात और मध्य प्रदेश में ही होती है।

दो प्रमुख उत्पादकों - उत्तर प्रदेश और पश्चिम बंगाल में केंद्र सरकार का न्यूनतम समर्थन मूल्य (एमएसपी) 5.5 रुपये प्रति किलोग्राम है। किसानों का कहना है कि इसमें तो उत्पादन लागत भी नहीं निकलती है। कोल्ड स्टोरेज का शुल्क 2.5 रुपये प्रति किलोग्राम है। कई बार तो किसान अपनी जिंस की डिलिवरी लेने के लिए भी कोल्ड स्टोरेज नहीं आते क्योंकि इससे ढुलाई लागत का खर्च थोक बाजार (मंडी) में उपज से होने वाली आमदनी से भी ज्यादा पहंच जाएगा।

किसानों का कहना है कि 2018-19 में उत्पादन 5.2 करोड़ टन और खपत 3.2 करोड़ टन रहने का अनुमान जताया गया है। मौजूदा सीजन में एक बार फिर अधिक उत्पादन होने के आसार हैं। भंडारण सुविधाएं पहले ही भर चुकी हैं और दामों में भी विभिन्नता है।

भारतीय बागवानी निर्यातक संघ के अध्यक्ष अजित शाह कहते हैं कि किसानों की सहायता करने का सबसे आसान तरीका यूरोप और रूस जैसे प्रमुख बाजारों में मांग वाली किस्मों की खेती करके निर्यात



आलू उत्पादन और उत्पादक राज्य (करोड टन)

-,	
वित्त वर्ष	उत्पादन
2012	4.148
2013	4.534
2014	4.156
2015	4.801
2016	4.342
2017	4.861
2018	5.131
2019*	5.259

*पहला अग्रिम अनुमान स्रोत : कृषि सहयोग और किसान कल्याण तथा एनएचआरडीएफ

बाजार को बढावा देना है। वे कहते हैं कि पहले दिए

गए उनके सुझावों पर कोई सरकारी कार्रवाई नहीं

हुई है। शाह कहते हैं कि उदाहरण के लिए रूस

आलु का बडा खरीदार है। हालांकि इसके लिए

उत्पादन करने वाले मूल देश से इस प्रमाण-पत्र की

आवश्यकता होती है कि वह खेप दुषित नहीं है और

इसे दूषण रहित वातावरण में उगाया गया है। ऐसा

प्रमाण-पत्र भारतीय अधिकारियों द्वारा प्रदान नहीं

किया जा रहा है जबकि हम रूस को प्रति वर्ष 50,000

का योगदान क्रमश: लगभग 32 और 23 प्रतिशत रहता

है। इसके बाद बिहार और गुजरात का क्रमश: 15 और

सात प्रतिशत योगदान रहता है। जनवरी में फसल की

आवक बाजार में बढ जाती है और मार्च में यह शीर्ष

पर होती है। इस समय किसान आने वाले महीनों में

कुल उत्पादन में उत्तर प्रदेश और पश्चिम बंगाल

टन निर्यात कर सकते हैं।

मध्य प्रदेश

बिढती लागत

५ आलू उत्पादक राज्य** उत्पादन उत्तर प्रदेश 1.48 प.बंगाल 1.27 बिहार 0.57 गुजरात 0.38

> **तीसरा अग्रिम अनुमान संकलन : बीएस रिसर्च ब्यूरो

> > करने लगते हैं।

बडे खरीदार होते हैं।

आकार 1.55 करोड़ टन है।

0.31

वित्त वर्ष 18 में प्रमुख ■साल दर साल बढ़ रहा

- उत्पादन, दामों में गिरावट की वजह से किसानों की कमाई में आई कमी
- उत्पादन लागत में हुआ काफी इजाफा
- ■कई बार तो किसान जिंस की डिलिवरी लेने के लिए भी कोल्ड स्टोरेज नहीं जाते
- ■दक्षिण भारत में प्रति व्यक्ति आलू की खपत बढ़ाने और निर्यात में इजाफे से दूर हो सकती है कुछ परेशानी

बेहतर कीमतों की उम्मीद में कोल्ड स्टोरेज में स्टॉक

के मालिक पतित पावन दे कहते हैं कि दक्षिण भारत

में प्रति व्यक्ति खपत बढाने की बहत जरूरत है।

वहां यह राष्ट्रीय औसत 20 किलोग्राम प्रति वर्ष से

बहुत कम है। वे खाद्य प्रसंस्करण की निराशाजनक

स्थिति की ओर भी इशारा करते हैं। आलू के चिप्स

बनाने वालों समेत प्रसंस्करण करने वाले आलू के

एमएसपी के तहत किसानों से सीधे 1.00.000 टन

खरीद करेगी लेकिन वास्तविक खरीद 13,000 टन रही

और वहां किसानों द्वारा एमएसपी से कम दामों पर

बिक्री की जा रही थी। राज्य की वार्षिक फसल का

पिछले साल उत्तर प्रदेश सरकार ने कहा था कि वह

कोलकाता के आलू कारोबारी और कोल्ड स्टोर

शुरुआती सीजन में कम दाम, चाय उद्योग परेशान

अभिषेक रक्षित कोलकाता, 17 मार्च

इस साल के पहले सीजन की आय बाजार में आने लगी है लेकिन पिछले साल के बचे 3 करोड़ किलोग्राम से अधिक के स्टॉक और खरीदारों की कम मांग के कारण कीमतें कमजोर हैं। चाय की कीमतों में औसत गिरावट करीब 10 से 15 फीसदी है। दार्जिलिंग, डुअर्स और असम में अच्छी खासी मौजूदगी रखने वाली एक बड़ी चाय केंपनी ने चाय की शुरुआती कीमत में 22 फीसदी गिरावट दर्ज को है। वहीं असम की एक अन्य चाय कंपनी ने पिछले साल की तुलना में इस साल चाय की शुरुआती कीमतों में करीब 10 फीसदी कमी दर्ज की है।

वॉरेन टी के कार्यकारी निदेशक विवेक गोयनका ने कहा, 'मैंने असम में जितनी कंपनियों से बात की है, उनमें से हर किसी की यही शिकायत है कि निजी बिक्री में शुरुआती कीमतें पिछले साल की तुलना में 10 से

15 रुपये प्रति किलोग्राम कम हैं।' यह गिरावट किस्म और कंपनी के आधार पर करीब 5-7 फीसदी है। गोयनका भारतीय चाय संघ (आईटीए) के भी चेयरमैन हैं। उन्होंने कहा कि इस साल निजी बिक्री में शुरुआती कीमतें उम्मीद से काफी नीचे रही हैं। चाय बोर्ड ने चाय की कीमतें और गुणवत्ता सुधारने के लिए बागान तथा फैक्टरी को अनिवार्य रूप से बंद करने का आदेश दिया है। इसके बाद चाय



कंपनियां अच्छी गुणवत्ता और कम बचे स्टॉक की वजह से इस साल चाय की शुरुआती कीमतें बढने की उम्मीद कर रही थीं। गुवाहाटी चाय नीलामी समिति के सचिव दिनेश बिहानी ने कहा कि हालांकि वर्ष 2018 के अंत में आपर्ति कम थी. लेकिन पिछले साल का कम से कम 3 करोड़ किलोग्राम स्टॉक बचा है। इससे कीमतें प्रभावित हुई हैं।

छापेमारी से रुकेगी खराब चाय

नकली या खराब चाय को बाजार से बाहर रखने और बागान की आमदनी बढाने के लिए भारतीय चाय बोर्ड ने चाय क्षेत्र में अपनी सतर्कता बढाने का फैसला किया है। इससे भारतीय चाय की प्रतिष्ठा भी बहाल होगी। अगर बोर्ड को खराब चाय बेचे जाने का पता चलता है या इसके निरीक्षकों को ऐसा शक होता है तो इस कार्य योजना के तहत औचक निरीक्षण, दौरा और यहां तक बागानों तथा विक्रेताओं के यहां छापेमारी करना भी शामिल होगा। ऐसी चाय मिलने पर उसे नष्ट कर दिया जाएगा।

चाय बोर्ड के डिप्टी चेयरमैन एके रे के अनुसार चाय का न्यूनतम बिक्री मुल्य 60 रुपये प्रति किलोग्राम से कम नहीं हो सकता है। अगर बोर्ड को यह पता चलता है कि कोई विक्रेता 60 रुपये प्रति किलोग्राम से कम पर चाय बेच रहा है तो उसके यहां औचक निरीक्षण किया जाएगा और चाय के नमूने लिए जाएंगे। ये नमूने विभिन्न मानदंडों की जांच के लिए भारतीय खोद्य संरक्षा और मानक प्राधिकरण (एफएसएसएआई) को भेजे जाएंगे ताकि यह सुनिश्चित हो सके कि वे मानव उपभोग के लायक हैं या नहीं। चाय बोर्ड के साथ जुड़ने से पहले रे ओडिशा पुलिस बल में अतिरिक्त महानिदेशक (संचार) थे। उन्होंने बिजनेस स्टैंडर्ड से कहा कि अगर कोई नमुना एफएसएसएआई जांच में सही साबित नहीं होता है तो जिस चाय से नमुना लिया गया था. उस चाय के पूरे लॉट को जब्त करके नष्ट कर दिया जाएगा।

vested and unvested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to issue a maximum of 32,34,416 Equity Shares to the employees of the Company

- 11.4 In accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities including by way of bonus, till the expiry of the Buyback Period.
- 11.5 In accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations
- 11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below

Shareholders	Pre Buy	yback	Post Buyback	
	No. of Equity Shares	% of Shares	No. of Equity Shares	% of Shares
Promoters and / or persons who are in the control and / or acting in concert (Promoter Group)	56,01,82,338	12.82	56,01,82,338	13.13
Indian Financial Institutions	31,73,073	0.07		
Banks	17,09,234	0.04		
Mutual Funds	58,46,44,086	13.38		00.07
Indian Public & Corporates	95,54,85,110	21.88	2 70 54 00 400	
Foreign Institutional Investors	1,49,15,64,414	34.14	3,70,54,99,106	86.87
NRIs	2,58,96,923	0.59		
Foreign Nationals and Overseas Corporate Bodies	21,618	0		
American Depository Shares (ADS)	74,62,54,648	17.08		
Total	4,36,89,31,444	100.00	4,26,56,81,444	100.00

- Assuming that as a part of the Buyback, Maximum Buyback Shares are bought back. The shareholding, post completion of the Buyback, may differ depending upon the
- 12. Shareholding of the Promoters, Directors and KMPs
- 12.1 For the aggregate shareholding of the Promoters and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part A above.
- 12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Part A above
- 12.3 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Promoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.
- 12.4 The aggregate shareholding of the Promoters as on date of this Public Announcement is 12.82% of the total equity share capital of the Company. While the Promoters are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase marginally.
- 12.5 Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers)
- 13. Management Discussion and Analysis on the likely impact of the Buyback on The Company
- 13.1 The Buyback is not likely to cause any material impact on the profitability / earnings of the Company, except to the extent of reduction in the amount available for investment, which the Company could have otherwise deployed towards generating investment income
- 13.2 The Buyback is not expected to impact growth opportunities for
- 13.3 The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value. The Company believes that the Buyback will contribute to the overall enhancement of shareholders' value going forward. The amount required by the Company for the Buyback (including the cost of financing the Buyback and the transaction costs) will be invested out of cash and bank balances / deposits and / or short term investments and / or internal accruals of the Company.
- 13.4 Pursuant to Regulation 16(ii) of the Buyback Regulations, the Promoters are not entitled to participate under the Buyback
- 13.5 The Buyback of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company.
- 13.6 Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of

the Company.

- 13.7 As required under Section 68(2)(d) of the Companies Act, 2013 the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and free reserves post the Buyback
- 13.8 Unless otherwise determined by the Board (including a committee thereof, if any constituted by the Board or persons nominated by the Board to exercise its powers in relation to the Buyback) the Buyback will be completed within a maximum period of 6 months from the date of opening of the Buyback. The Company shall not withdraw the Buyback after this Public Announcement has been made. 13.9 In accordance with Regulation 24 (i)(f) of the Buyback Regulations,
- the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations like allotment of shares under Employee Stock Option Schemes etc., and in accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities including by way of bonus till the expiry of the Buyback Period.
- 13.10 Consequent to the Buyback and based on the number of Equity Shares bought back by the Company from its shareholders (other than from its Promoters and Promoter Group), the shareholding pattern of the Company would undergo a change
- 13.11 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the Capital Redemption Reserve account and the details of such transfer shall be disclosed in its subsequent audited Balance Sheet.
- 13.12The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

14. STATUTORY APPROVALS

- 14.1 Pursuant to Sections 68, 69, 70 and 110, and all other applicable provisions, of the Companies Act, 2013 and the rules made thereunder, the Board at its meeting held on January 11, 2019 approved the proposal for the Buyback and shareholders approval for the Buyback, by way of postal ballot concluded on March 12, 2019.
- 14.2 The Buyback from each eligible shareholder is subject to all approvals if any required, under the provisions of the Companies Act, the Buyback Regulations, FEMA and / or such other acts in force for the time being. The eligible shareholders shall be solely responsible for determining the requirements for, and obtaining, all such statutory approvals and consents as may be required by them in order to sell their Equity Shares to the Company pursuant
- 14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS holders with underlying Equity Shares consequent to the withdrawal of such Equity Shares. if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, the Depository Receipts Scheme, 2014, as applicable, and also subject to such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to. approvals from the RBI under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

- 14.4 As mentioned above, the Buyback of Equity Shares from non-residents ("NR") and non resident Indian ("NRI") shareholders will be subject to approvals, if any, of the appropriate authorities, including RBI, as applicable. NRIs and erstwhile OCBs must obtain all specific approvals required to participate in this Buyback (including without limitation, approval from RBI, as applicable). It is the obligation of such NRI to obtain such approvals, so as to enable them to participate in the Buyback. The Company will have the right to make payment to the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equity Shares from the eligible shareholders in respect of whom prior RBI approval is required in the event copies of such approvals are not submitted
- 14.5 By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including form FC-TRS, if necessary and undertake to provide assistance to the Company for such regulatory reportings, if required, by the Company.
- 14.6 To the best knowledge of the Company, as on the date hereof, there is no other statutory or regulatory approval required to implement the Buyback other than that indicated above. If any statutory or regulatory approval becomes applicable subsequently, the Buyback offer will be subject to such statutory or regulatory approval(s) and subject to the obligations of the eligible shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out under paragraphs 14.2 and 14.3 above, the Company shall obtain such statutory or regulatory approvals, as may be required from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

15. Collection and Bidding Centres The Buyback will be implemented by the Company by way of open

market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable

16. Compliance Officer and Investor Service Centre 16.1 The Company has designated the following as the Investor

Service Center for the Buyback

KARVY|| FINTECH

Karvy Fintech Private Limited (formerly Karvy Computershare Private Limited)

Karvy Selenium Tower B, Plot Nos. 31 & 32, Financial District Nanakramguda, Serilingampally Mandal, Hvderabad - 500032. India Contact Person: M. Murali Krishna

Phone: +91 40 6716 2222 Fax: +91 40 2343 1551 Email: einward.ris@karvv.com

SEBI Registration: INR000000221 Validity Period: Permanent Registration 16.2 In case of any guery, the shareholders may contact the Registrar & Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

16.3 The Company has designated the following as the Compliance Officer for the Buyback

Name: A. G. S. Manikantha **Designation:** Company Secretary Address: Infosys Limited No. 44, Electronics City, Hosur Road, Bengaluru 560 100, India Tel: +91 80 4116 7775 Fax: +91 80 2852 0754 Email id: sharebuyback@infosys.com

16.4 In case of any clarifications or to address investor grievance, the to Friday between 10:00 a.m. and 5:00 p.m. Indian Standard Time on all working days, at the above mentioned address

17. Merchant Banker to the Buyback

The Company has appointed the following as Manager to the Buyback:



Kotak Mahindra Capital Company Limited 27BKC, 1st Floor, Plot No. C-27, "G" Block, Bandra Kurla Complex,

Bandra (East), Mumbai 400 051 Contact Person: Ganesh Rane Phone: +91-22-4336 0128 Fax: +91-22-6713 2447 Email: project.infosysbuyback2019@kotak.com

Validity Period: Permanent Registration 18. Directors' Responsibility

SEBI Registration: INM000008704

As per Regulation 24(1)(a) of the Buyback Regulations, the Board of Directors of the Company, in their capacity as directors, accept full and final responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that this Public Announcement contains true, factual and material information and does not contain any misleading information. This Public Announcement is issued under the authority of the Board in terms of the resolution passed by the Buyback committee in its meeting dated March 15, 2019. For and on behalf of the Board of Directors

of Infosvs Limited

Salil Parekh U.B. Pravin Rao A.G.S. Manikantha Chief Executive Chief Operating Company Secretary Officer and Officer and Managing Director Whole-time DIN: 06782450 DIN: 01876159 M. No. A21918

Date: March 15, 2019 Place: Bengaluru

Forward-looking Statements

The information herein includes certain "forward-looking statements." These forward-looking statements are based on the Management's beliefs as well as on a number of assumptions concerning future events made using information currently available to the Management. Readers are cautioned not to put undue reliance on such forward-looking statements, which are not a guarantee of performance and are subject to a number of uncertainties and other factors, many which are outside the Company's control. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such 'anticipate', 'believe', 'estimate', 'expect', 'intend', 'will', 'project', 'seek', 'should' and similar expressions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including, among other things, the expected benefits and costs of the Buyback, including the expected benefit to the Company's members; the anticipated timing of approvals relating to the Buyback; and the expected timing of the completion of the Buyback. These statements are subject to known and unknown risks, uncertainties and other factors, which may cause actual results or outcomes to differ terially from those implied by the forward-looking statements. Important factors that may cause actual results or outcomes to differ from those implied by the forward-looking statements include, but are not limited to, the possibility that the Buyback is not approved or otherwise commenced on the anticipated etable or at all, and those discussed in the "Risk Factors" section in the Company's Annual Report on Form 20-F for the year ended March 31, 2018.

Navigate your next

CIN: L85110KA1981PLC013115 Website: www.infosys.com Email: investors@infosys.com Tel: 91 80 2852 0261 / extn 67775 Fax: +91 80 2852 0754 Fax: 91 80 2852 0362

Contact Person: A.G.S. Manikantha Company Secretary Tel: +91 80 4116 7775 E-mail: sharebuyback@infosys.com

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSYS LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND **EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.**

This public announcement (the "Public Announcement") is being made in relation to the Buyback pursuant to the provisions of Regulation 16(iv) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("Buyback Regulations") and contains the disclosures, as specified in Schedule IV thereunder.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in 'crore' One crore represents 10 million, i.e. 10,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the **Buyback Regulations**

1. DETAILS OF BUYBACK AND OFFER PRICE

- 1.1 The board of directors of the Company (hereinafter referred to as the "Board", which expression includes any committee duly constituted by the Board to exercise its powers, and / or the powers conferred by the Board resolution), at its meeting held on January 11, 2019, has, subject to the approval of the members of the Company, by way of a special resolution through Postal Ballot ("Special Resolution") and subject to the approvals of such statutory, regulatory or governmental authorities as may be required under applicable laws, approved the proposal to buy back its own fully paid-up Equity Shares of face value of ₹5/- each ("Equity Shares") from the members of the Company (other than the Promoters, the Promoter Group and Persons in Control of the Company) payable in cash, for an amount aggregating up to ₹8,260 crore (Rupees Eight Thousand Two Hundred and Sixty crore only) ("Maximum Buyback Size") at a price not exceeding ₹800/- (Rupees Eight Hundred only) per Equity Share ("Maximum Buyback Price"), under the open market route through the stock exchanges, in accordance with Companies Act, 2013, as amended (the "Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, the Companies (Management and Administration) Rules, 2014, as amended ("Management Rules") and the Buyback Regulations ("the transaction / process herein after referred to as the "Buyback")
- 1.2 The Maximum Buyback Size represents 14.54% of the aggregate of the total paid-up capital and free reserves of the Company, based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis) and is within the 15% prescribed limit
- The Buyback will be implemented by the Company from its free reserves in accordance with Regulation 4(ix) of the Buyback Regulations and in accordance with Regulation 4(iv)(b)(ii) of the Buyback Regulations, by way of open market purchases through the stock exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations. Further, as required under the Companies Act and Buyback Regulations, the Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable. There are no partly paid-up Equity Shares with calls
- A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/ shareholder-services/Pages/buyback-2019.aspx) and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period. The proposed timetable for the Buyback is set out under Paragraph 3 of

The Board, in its meeting held on April 13, 2018, reviewed and approved the Capital Allocation Policy of the Company after taking into consideration the strategic and operational cash requirements of the Company in the medium term.

- 1. The Board decided to retain its policy of returning up to 70% of the free cash flow of the corresponding Financial Year in such manner as may be decided by the Board from time to time, subject to applicable laws and requisite approvals, if any. Free cash flow is defined as net cash provided by operating activities less capital expenditure as per the consolidated statement of cash flows prepared under International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") Dividend payout includes Dividend Distribution Tax ("DDT").
- 2. Pursuant to the above, on April 13, 2018 the Board identified an amount of up to ₹13,000 crore to be paid to members in the following manner:
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Compar paid ₹2.633 crore in June 2018, to the eligible members and
- (b) Identified an amount of up to approximately ₹10,367 crore to be paid out to members for the Financial Year 2019, in such a manner, to be decided by the Board, subject to applicable laws and requisite approvals, if any.
- In line with the above Capital Allocation Policy and with an objective of enhancing member returns, the Board at its meeting held on January 11, 2019 has approved the following proposals:
- (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members
- (b) Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8,260 crore.

As the US\$/INR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in US\$ terms amounts to \$ 1.872 million (comprising of \$ 386 million towards special dividend paid in June 2018 and \$ 1,184 million* pertaining to buyback as mentioned above and \$ 302 million* towards special dividend paid to shareholders in January 2019)

US\$ 1=₹69.78/- as at December 31, 2018 2. NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following reasons:

- a. The Buyback will help the Company to return surplus cash to its members:
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value: and
- c. The Buyback gives an option to the members of the Company, either to sell their Equity Shares and receive cash or not to sell their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.

MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES

- The maximum amount of funds required for the Buyback will not exceed ₹8,260 crore (Rupees Eight Thousand Two Hundred and Sixty crore only), being 14.54% of the aggregate of the total paid-up capital and free reserves of the Company, which is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis).
- 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred for the Buyback, such as, brokerage, filing fees, advisors' fees, intermediaries' fees, public announcement publication expenses, printing and dispatch

- expenses, applicable taxes such as securities transaction tax goods and service tax, stamp duty, etc. and other incidental and related expenses
- 3.3 The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source as may be permitted by the Buyback Regulations or the Companies Act. Borrowed funds from banks and financial institutions, if any will not be used for the Buyback

MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK

- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10,32,50,000 Equity Shares ("Maximum Buyback Shares"), comprising approximately 2.36% of the paid-up equity share capital of the Company as of December 31, 2018 and as or the date of the Public Announcement (on a standalone basis). If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size.
- The Company shall utilise at least 50% of the amount earmarked as the Maximum Buyback Size for the Buyback, i.e. ₹4,130 crore (Rupees Four Thousand One Hundred and Thirty crore only) ("Minimum Buyback Size"). Based on the Minimum Buyback Size and Maximum Buyback Price, the Company would purchase a minimum of 5,16,25,000 Equity Shares

BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- The Equity Shares of the Company are proposed to be bought back at a price not exceeding ₹800/- (Rupees Eight Hundred only) per Equity Share i.e. the Maximum Buyback Price. The Maximum Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Equity Shares on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively referred to as "Indian Stock Exchanges") where the Equity Shares are listed, price earnings ratio, impact on other financial parameters and the possible impact of the Buyback on the earnings per Equity Share.
- The Maximum Buyback Price represents:
 - a. Premium of 20.3% and 20.1% over the volume weighted average market price of the Equity Shares on BSE and NSE respectively, during the three months preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
 - b. Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
 - c. Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- 5.3 Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of ₹800/- per share

COMPLIANCE WITH REGULATION 4 OF THE **BUYBACK REGULATIONS**

In terms of the provisions of the Buyback Regulations, the offer for Buyback under open market route cannot be made for 15% or more of the total paid-up equity capital and free reserves of

Computation of permissible capital payment towards buyback of equity shares as per the latest audited balance sheet of the Company as at December 31, 2018 (on a standalone basis)

S. No.	Particulars	Amount (₹crore)
1.	Total paid-up equity capital	2,184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	56,820
4.	15% of the aggregate of the total paid-up equity capital and free reserves	8.523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company.

as at December 31, 2018, aggregate total paid up equity capital and free reserves is ₹61,103 crore

METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND **REGULATION 16 OF THE BUYBACK REGULATIONS**

- The Buyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, and (ii) beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). The promoters, Promoter Group, and the Persons in Control of the Company shall not participate in the Buyback, Further, as required under the Buyback Regulations, the Company will not buyback Equity Shares which are locked in or non-transferable, until the pendency of such lockin or until the time such Equity Shares become transferable, as applicable. In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialized form with a depository after March 31, 2019 or such other date as may be prescribed by SEBI
- 7.2 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- 7.3 The Company shall make arrangements to facilitate participation in the Buyback by members who hold Physical Shares. In this regard, the Company shall approach the Indian Stock Exchanges for permission to use a separate window for the Buyback of physical shares in terms of Regulation 19 of the Buyback Regulations ("Physical Share Buyback Window"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI with respect to participation by members holding Physical Shares. Upon completion of formalities with the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company shall Buyback the Physical Shares from the members. The procedure for Buyback of Physical Shares in the Physical Share Buyback Window shall be subject to the Buyback Regulations, requirements provided by the Indian Stock Exchanges and any directions in this regard and the provisions of any rule circular or notification issued by the Indian Stock Exchanges or SEBI with respect to participation by members holding Physical Shares.
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

Details of the aggregate shareholding of the Promoters and Promoter Group, the directors of the Promoter where Promoter is a Company and of Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e. March 15, 2019) is as below.

8.1 The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019):

		•	, ,
S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	noters		
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53,808	0.96
4	Nandan M. Nilekani	4,07,83,162	0.93
5	Akshata Murty	3,89,57,096	0.89
6	Asha Dinesh	3,85,79,304	0.88

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2,80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17,65,768	0.04
B. Pron	noter Group		
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulal Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

8.2 The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the

The Company does not have any corporate promoter.

8.3 The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Dire	ctors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	_
5	Kiran Mazumdar-Shaw	Independent Director	-	_
6	Roopa Kudva	Independent Director	_	_
7	Dr. Punita Kumar-Sinha	Independent Director	_	_
8	Michael Gibbs	Independent Director	_	_
9	D. Sundaram	Independent Director	_	_
B. Key	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	_
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	_	_
12	A.G.S. Manikantha	Company Secretary	2,160	_
13	Ravi Kumar S.	Deputy Chief Operating Officer	_	_
14	Mohit Joshi	President	_	_
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	_	_
Total A	+B		4,41,29,028	1.01

With effect from March 1, 2019, Nilanjan Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sanghrajka has resumed his responsibilities as the Deputy Chief Financial Officer. Prior to such date, and as of the date of the postal ballot notice, i.e. January 11, 2019, Jayesh Sanghrajka was the Interim Chief Financial Officer

8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	No. of ADRs
1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
2.	Mohit Joshi	President	30,050

Each ADR represents one underlying equity share

The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the date of Public Announcement (i.e., March 15, 2019)

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exerclsed
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nil
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09,126	Nil
		Whole-time Director	Equity Option	64,500	21,500
3	Ravi Kumar S.	Deputy Chief Operating Officer	ADR RSU	2,94,126	Nil
		ADR Options	1,12,750	Nil	
4	Mohit Joshi	President	ADR RSU	2,86,276	Nil
			ADR Options	1,12,750	1,12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03,736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum prlce (₹)	Date of maximum price	Minimum prlce (₹)	Date of minimum price
Promot	ters	0.001					
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2,09,26,904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
5	Akshata Murty	1,94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92,89,652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67,546	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22,819	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
12	Nihar Nilekani	63,38,876	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
13	Janhavi Nilekani	63,32,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
14	Kumari Shibulal	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
15	Deeksha Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
16	Divya Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
18	Shruti Shibulal	13,68,769	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Promot	ter Group ⁽¹⁾						
20	Gaurav Manchanda	8,05,860	Sale	1,382.48	09-Aug-18	1,362.38	08-Aug-18
		77,68,113	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
21	Milan Shibulal Manchanda	77,17,934	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-18
		31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Directo	ors						
23	D.N. Prahlad	10,96,095	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
24	Salil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-19
		37,834	Sale	737.11	01-Mar-19	737.11	01-Mar-19
25	U.B. Pravin Rao	6,812	Exercise of RSUs	5	02-May-18	5	02-May-18
		5,36,848	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
		1,600	Sale	722.70	28-Feb-19	722.70	28-Feb-19
Key Ma	nagerial Personnel	·					
27	Krishnamurthy Shankar	3,012	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	·	12,226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-18
		6,200	Sale	737.11	01-Mar-19	737.11	01-Mar-19
28	A.G.S. Manikantha	330	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
		1,500	Exercise of RSU	5	12-Nov-18	Nil	12-Nov-18

Note: Nil price in the above table is on account of bonus issue 9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		MaxImum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nov-18
2	Ravi Kumar S.	1,15,976	Exercise of RSU and options	15.26	01-Nov-18	Nil	01-Nov-18
		1,15,976	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	#20.21	01-Aug-18	#20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

Unadjusted for bonus issue (in case of sale / purchases prior to Bonus issue in September 2018) and excluding brokerage and other transaction costs. Note: Nil price in the above table is on account of bonus issue

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

	, , , , , , , , , , , , , , , , , , ,									
S. No.	Name	Aggregate no. of RSUs and options purchased		Maximum price	Date of maximum price	Minimum price				
		or sold								
1	Salil Parekh	2,21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18			
		1,03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19			

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	Nil	06-Sep-18	Nil	06-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S.	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	Nil	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	06-Sep-18	Nil	06-Sep-18
		59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	Nil	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nil	06-Sep-18	Nil	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		12,226	Exercise of RSU	₹5	13-Nov-18	Nil	13-Nov-18
8	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
		1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

Transaction wise details are provided on the website of the Company under following link: https://www.infosys.com/investors/shareholder-services/Pages/buyback-2019.aspx Note: Nil price in the above table is on account of bonus issue

i. We have inquired into the state of affairs of the Company in

relation to its audited interim condensed standalone financial

statements as at and for nine months period ended December

31, 2018, which have been approved by the Board of Directors

ii. The amount of permissible capital payment (including

premium) towards the proposed Buyback of Equity Shares as

computed in the Statement attached herewith, as Annexure A,

in our view has been properly determined in accordance with

Section 68 (2)(c) of the Act. The amounts of share capital and

free reserves have been extracted from the audited interim

condensed standalone financial statements of the Company as

on January 11, 2019 have formed their opinion as specified

in clause (x) of Schedule I to the Buyback Regulations, on

reasonable grounds and that the Company having regard to its

state of affairs, will not be rendered insolvent within a period of

one year from the date of passing the Board Resolution dated

January 11, 2019 and from the date on which the results of the

shareholders' resolution with regard to the proposed buyback

This report has been issued at the request of the Company solely

for use of the Company (i) in connection with the proposed buyback

of Equity Shares of the Company in pursuance to the provisions

of Sections 68 and other applicable provisions of the Act and the

Buyback Regulations, (ii) to enable the Board of Directors of the

Company to include in the explanatory statement to the notice for

special resolution, public announcement, and other documents

pertaining to buyback to be sent to the shareholders of the Company

or filed with (a) the Registrar of Companies, Securities and Exchange

Board of India, stock exchanges, public shareholders and any

other regulatory authority as per applicable law and (b) the Central

Depository Services (India) Limited, National Securities Depository

Limited and (iii) for providing to the Managers in connection with the

proposed buyback of Equity Shares of the Company in pursuance

to the provisions of Sections 68 and other applicable provisions of

the Companies Act and the Buyback Regulations, and may not be

suitable for any other purpose.

(Firm Registration No. 117366W/W-100018)

Annexure A - Statement of Permissible Capital Payment

Paid up equity capital as at December 31, 2018 (A)

Total paid up Equity capital and free reserves (A+B)

Maximum amount permissible for buyback unde

Section 68 of the Act, i.e. 25% of the total paid up

Maximum amount permissible for buyback under

Regulations, i.e. 15% of the total paid up capital

* includes re-measurement gain on defined benefit plan of ₹5 crore

14. GENERAL OBLIGATIONS OF THE COMPANY AS PER

THE PROVISIONS OF THE BUYBACK REGULATIONS

In accordance with Regulation 24(i)(b) of the Buyback

Regulations, the Company shall not issue any shares or other

specified securities, including by way of bonus, till the expiry of

of shares or other securities including allotment of new shares

under Section 62(1)(a) or other specified securities within a period

of six months after the completion of the Buyback except by way

of bonus shares or equity shares issued in order to discharge

subsisting obligations such as conversion of warrants, stock

option schemes, sweat equity or conversion of preference shares

the Company shall not raise further capital for a period of one year

from the expiry of the Buyback Period, except in discharge of its

maximum period of one year from the date of passing of the said

special resolution (or such extended period as may be permitted

under the Companies Act or the Buyback Regulations or by the

appropriate authorities). The exact timetable for the Buyback shall

be decided by the Board (or its duly constituted committee) within

14.5 The Equity Shares bought back by the Company will be

14.6 The Company shall not withdraw the Buyback after the Public

14.7 The Company shall not buyback the locked-in Equity Shares and

non-transferable Equity Shares till the pendency of the lock-in or

All the material documents referred to in the Public Announcement

such as the Memorandum and Articles of Association of the

Company, relevant Board resolution for the Buyback, the Auditors

Report dated April 13, 2018 and the audited accounts for the

period from April 1, 2017 to March 31, 2018, the Auditors Report

dated January 11, 2019 and the audited accounts for the period

April 1, 2018 to December 31, 2018 were made available for

inspection without any fee by the members of the Company at its

Registered Office on any working day between 10:00 hours and

16:00 hours up to the last date of receipt of Postal Ballot Form

specified in the Postal Ballot Notice. The audited accounts for

the period from April 1, 2017 to March 31, 2018 and the audited

accounts for the period April 1, 2018 to December 31, 2018 are

also available on the Company's website at https://www.infosys

compulsorily cancelled and will not be held for re-issuance;

Announcement for the Buyback is made, and

until the Equity Shares become transferable

14.3 In accordance with Regulation 24(i)(f) of the Buyback Regulations,

14.4 The special resolution approving the Buyback will be valid for a

14.2 The Company shall not make any further issue of the same kind

the proviso to Regulation 4(iv) of the Buyback

AND THE COMPANIES ACT:

or debentures into Equity Shares

Free Reserves as at December 31, 2018:

Computation of amount of permissible capital payment towards

buyback of equity shares in accordance with Section 68(2)(c) of the

Companies Act, 2013 ("the Act"), based on audited interim condensed

standalone financial statements as at and for the nine months period

Amount

2,184

52.340

95

2,201

54,636

56.820

14,205

8,523

(₹in crore)

For Deloitte Haskins & Sells LLP

Chartered Accountants

Membership No. 70928

ended December 31, 2018.

Retained earnings*

- Securities Premium

- General reserve

Total Free Reserves (B)

capital and free reserves.

free reserves

For Infosys Limited

Jayesh Sanghrajka

January 11, 2019

Interim Chief Financial Officer

the Buyback Period;

subsisting obligations

the above time limit:

com/investors/

P. R. Ramesh

Particulars

Partner

Bengaluru January 11, 2019

at and for nine months period ended December 31, 2018.

iii. The Board of Directors of the Company, at their meeting held

of the Company on January 11, 2019.

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

In terms of Regulation 16(ii) of the Buyback Regulations, the Buyback is being implemented by way of open market purchases through the Indian Stock Exchanges and is not extended to the Promoters, Promoter Group and Persons in Control of the Company

- 11. The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest payable thereon to any financial institution or banking company.
- 12. The Board has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:
 - a. immediately following the date of the Board meeting held on January 11, 2019 and the date of passing of the members' resolution approving the Buyback, there will be no grounds on which the Company can be found unable to pay its debts; and
 - b. as regards the Company's prospects for the year immediately following the date of the Board meeting held on January 11. 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Postal Ballot Resolution
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptcy Code, 2016 (to the extent notified)
- 13. Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors regarding insolvency:

The text of the Report dated January 11, 2019 received from Deloitte Haskins & Sells LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

The Board of Directors, Infosys Limited No. 44, Infosys Avenue Hosur Road, Electronics City, Bengaluru. Karnataka - 560100

Dear Sir / Madam

Re: Statutory Auditor's Report in respect of proposed buyback of Equity Shares by Infosys Limited (the "Company") in terms of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations")

- This Report is issued in accordance with the terms of our engagement letter dated June 26, 2018 The Board of Directors of the Company have approved a proposal
- for buyback of Equity Shares by the Company at its Meeting held on January 11, 2019, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.
- We have been requested by the Management of the Company to provide a report on the accompanying "Statement of Permissible Capital Payment (including premium)" ('Annexure A') as at December 31, 2018 (hereinafter referred to as the "Statement"). This Statement has been prepared by the Management, which we have initialled for the purposes of identification only.

Management's Responsibility:

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the proviso to Regulation 4(iv) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of interna controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's Responsibility:

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that
 - we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;
 - ii. the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited interim condensed standalone financial statements as at December 31. 2018 in accordance with Section 68(2) of the Act and the proviso to Regulation 4(iv) of the Buyback Regulations; and
 - iii. the Board of Directors of the Company, in their Meeting held on January 11, 2019 have formed the opinion as specified in Clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date and from the date on which the results of the shareholders' resolution with regard to the proposed buyback are declared
- The interim condensed standalone financial statements referred to in paragraph 5 above, have been audited by us, on which we have issued an unmodified audit opinion in our report dated January 11, 2019. We conducted our audit of the interim condensed standalone financial statements in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (the "Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements

Opinion:

Based on inquiries conducted and our examination as above, we

Part B - Disclosures in accordance with Schedule IV of the Buyback Regulations.

- 1. DATE OF BOARD AND SHAREHOLDERS' APPROVALS
 - The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal ballot, was received on March 12, 2019, the results of which were announced on March 14, 2019.
- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10,32,50,000 Equity Shares, comprising approximately 2.36% of the paid-up equity share capital of the Company as of December 31, 2018

and as on the date of the Public Announcement (on a standalone basis). If the Equity Shares are bought back at a price below the Maximum

- Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size.
- 2.2 Further, the Company shall utilize at least 50% of the amount earmarked as the Maximum Buyback Size for the Buyback i.e. ₹4,130 crore (Rupees Four Thousand One Hundred and Thirty Crore only) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 5,16,25,000 Equity Shares.
- The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.
- 2.4 Borrowed funds from banks and financial institutions will not be used for the Buyback.
- 2.5 As mentioned in Paragraph 3.1 of Part A above, in continuation of the Company's efforts to effectively utilize the surplus cash, it is proposed to Buyback 14.54% of the aggregate of the total paid-up capital and free reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2018 (on a standalone basis) from the open market through the Indian Stock Exchanges.
- PROPOSED TIMETABLE FOR THE BUYBACK

Activity Date Date of commencement of the On March 20, 2019 Buyback Acceptance of Equity Shares accepted in dematerialised mode Verification / Acceptance of Equity Shares accepted in the physical mode Extinguishment of Equity Shares / certificates

Last Date for the Buyback

Upon the relevant pay-out by the Indian Stock Exchanges

Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 as amended, and the bye-laws framed thereunder. In case the Equity Shares bought back are in physica form, the Company shall extinguish and physically destroy the share certificates bought back during the month, on or before the 15th day of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are extinguished within 7 (seven) days of the expiry of the Buyback Period. (a) On September 19, 2019 (that is 6 months from the date of the opening of the Buyback); or

(b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum

(c) at such earlier date as may be determined by the Board (including a committee thereof, constituted by the Board or persons nominated by the Board / committee to exercise its powers, and / or the powers conferred by the Board resolution in relation to the Buyback), after giving notice of such earlier closure subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been bought back), however, that all payment obligations relating to the Buyback shall be completed before the last date for the Buyback.

PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- The Buyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, and (ii) beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). The promoters Promoter Group, and Persons in Control of the Company shall not participate in the Buyback. In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository.
- Further, as required under the Companies Act and Buyback Regulations, the Company will not purchase Equity Shares which are partly paid up, Equity Shares with call-in-arrears, locked-in Equity Shares or non-transferable Equity Shares, in the Buyback until they become fully paid up, or until the pendency of the lock-in, or until the Equity Shares become transferable, as applicable.
- The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges through the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations.
- In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- 4.5 For the implementation of the Buyback, the Company has appointed Kotak Securities Limited as the registered brokers ("Company's Broker") through whom the purchases and settlements on account of the Buyback would be made by the Company

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Contact Person: Ankush Singh

Phone: +91 22 4285 8455 Email: ankushr.singh@kotak.com Website: www.kotaksecurities.com SEBI Registration No.: NSE SEBI Registration No.: INZ000200137;

CIN: U99999MH1994PLC134051

BSE SEBI Registration No.: INZ000200137

4.6 The Equity Shares are traded in compulsory dematerialized mode under the trading code(s) 500209 at BSE and INFY at NSE. The ISIN of the Company is INE009A01021. Shareholders holding Physical Shares can sell their Equity Shares in the separate window created for the physical trading segment by the Indian Stock Exchanges, subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, since, pursuant to the proviso to Regulation 40(1) of the Securities and exchange Board of India (Listing Oblice itions and Disclosu Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. The ADRs are traded on the New York Stock Exchange (NYSE) under the symbol 'INFY'. ADR holders are permitted to convert their ADR into Equity

Indian Stock Exchanges during the Buyback period. The Company, shall, in accordance with the applicable laws commencing on March 20, 2019 (i.e. the date of commencement of the Buyback), place "buy" orders on BSE and / or NSE on the normal trading segment to buy back the Equity Shares through the Company's broker in such quantity and at such price, not exceeding the Maximum Buyback Price of ₹800 (Rupees Eight Hundred only) per equity share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Indian Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as a purchaser would be available to the market participants of the Indian Stock Exchanges

Shares, and, subsequently, opt to sell such Equity Shares on the

4.8 Procedure for Buyback of Demat Shares: Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of either of the Indian Stock Exchanges by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a 'buy' order for Buyback of the Equity Shares. The Company shall place a 'buy' order for Buyback of Demat Shares, by indicating to the Company's broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Indian Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Indian Stock Exchanges.

It may be noted that a uniform price will not be paid to all the shareholders pursuant to the Buyback and that the same would depend on the price at which the trade with that shareholder

4.10 Procedure for Buyback of Physical Shares: The Company will approach the Indian Stock Exchanges for permission to use a separate window for the buyback of Physical Shares in terms of Regulation 19 of the Buyback Regulations ('Physical Share Buyback Window'). Shareholders holding Physical Shares can sell their Equity Shares in the Physical Share Buyback Window, subject to the provisions of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI, since, pursuant to the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Further, in terms of a press note bearing no. 49/2018 dated December 3, 2018, issued by SEBI, effective April 1, 2019, such requests for effecting transfer of securities shall not be processed unless such securities are held in dematerialized form with a depository. Accordingly, in the absence of any clarification, rule, circular or notification issued by the Indian Stock Exchanges or SEBI extending such date, the Physical Share Buyback Window shall stand closed effective April 1, 2019

4.11 Upon receipt of the permission from the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company shall buy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by the Indian Stock Exchanges and any directions in this regard. As per Regulation 19 of the Buyback Regulations:

- (i) The Physical Share buyback Window shall remain open during the Buyback Period, for the buyback of Physical Shares. However, SEBI has, through its press release dated December 3, 2018, directed that from April 1, 2019 no transfer of securities will be processed unless securities are held in dematerialized format.
- (ii) Physical Shares shall be bought back from eligible shareholders through the Physical Shares Buyback Window, only after verification of the requisite documents by the Registrar and Share Transfer Agent of the Company and on completion of the successful verification, the sale transaction may be executed by the broker appointed by the eligible shareholder or Company's broker
- (iii) The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the calendar week in which such Physical Shares are received by the broker. In case no Equity Shares were bought back in the normal market during the calendar week, the preceding week when the Company last bought back the Equity Shares in demat form would be considered. The price of Physical Shares tendered during the first calendar week of the Buyback period shall be the volume weighted average market price of the Equity Shares of the Company during the preceding calendar week
- (iv) The Company's brokers will charge a brokerage of 0.5% upon successful execution of the transaction and it will be deducted from the sale consideration. The sale consideration would be paid immediately after the payout to the Stock Exchange, which in no event will be later than 7 (seven) days after the date of sale
- 4.12 Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out,
 - (i) original physical share certificate(s);
 - (ii) valid share transfer form(s) duly filled, stamped, signed by the transferors (by all the eligible shareholders in case the Equity Shares are in joint names in the same order in which they hold Equity Shares in the Company) as per the specimen signatures lodged with the Company and duly witnessed at the appropriate place authorizing the transfer of the Equity Shares bought back in favour of the Company;
 - (iii) In case of unregistered shareholder: (a) Original Equity Shares certificates accompanied by valid share transfer forms as received from the market, wherein the name of the transferee has not been filled in and (b) Original broker contract note of a registered broker of a recognized stock exchange in relation to the purchase of the Equity Shares being tendered in this case
 - (iv) KYC Form (to be filled and signed only by the first holder), Acceptance Form and Declaration Form (to be signed by all shareholder(s) including joint holders of shares). The KYC Form, Acceptance Form and Declaration Form can be obtained by contacting the Company's Share Transfer Agent at the details mentioned in Paragraph 16.1 below;
 - (v) Bank account details of the first named shareholder along with the copy of a self-attested cancelled cheque;
 - (vi) a self-attested copy of the shareholder's (including joint holders) PAN card or other document confirming the shareholder's identity; (vii) a self-attested copy of a document confirming the
 - shareholder's current address:
 - (viii) telephone number and email address of all the shareholders (including joint shareholders):
 - (ix) copies of regulatory approvals required, if any, by the shareholder for the transfer of Equity Shares to the Company:
 - (x) any other relevant documents such as power of attorney, corporate authorization (such as, board resolution / specimen signatures), notarized copy of death certificate, Reserve Bank of India approval (in case of non-resident shareholders) and succession certificate or probated will, if the original shareholder is deceased, as applicable, either by registered post or courier or hand delivery to the following address:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Contact Person: Ankush Singh Phone: +91 22 4285 8455 Email: ankushr.singh@kotak.com Website: www.kotaksecurities.com SEBI Registration No.: NSE SEBI Registration No.: INZ000200137;

BSE SEBI Registration No.: INZ000200137

CIN: U99999MH1994PLC134051 (xi) The following list of documents are admissible as Proof of Identity: (i) Unique Identification Number (UID) (Aadhaar)

/ Passport / Voter Identity Card / Driving License, (ii) PAN card with photograph, (iii) Identity card / document with applicant's photo, issued by any of the following: Central State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions, Colleges affiliated to Universities, Professional Bodies such as ICAI, ICWAI, ICSI, Bar Council etc., to their members; and credit cards / debit cards issued by Banks, (iv) Certificate of Incorporation, Memorandum & Articles of Association in case of companies, (v) Partnership Deed in case of Partnership firm and (vi) Trust Deed in case of Trusts; and (xii) The following list of documents admissible as Proof of

Address: (i) Passport / Voters Identity Card / Ration Card /

Registered Lease or Sale Agreement of Residence / Driving License / Flat Maintenance Bill / Insurance Copy / Unique Identification Number (UID) (Aadhaar), (ii) Utility bills like telephone bill (only land line), electricity bill or gas bill - not more than three months old. (iii) Bank Account Statement / Passbook - not more than three months old, (iv) Selfdeclaration by High Court and Supreme Court judges, giving the new address in respect of their own accounts, (v) Proof of address issued by any of the following: Bank Managers of Scheduled Commercial Banks / Scheduled Co-Operative Bank / Multinational Foreign Banks / Gazetted Officer / Notary public / elected representatives to the Legislative Assembly / Parliament / documents issued by any government or statutory authority and (vi) identity card / document with address, issued by any of the following: Central / State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions. Colleges affiliated to Universities and Professional Bodies such as ICAI, ICWAI, ICSI, Bar Council etc., to their members. Please note that documents having an expiry date should be valid on the date of submission.

- 4.13 Shareholders are free to sell or hold their physical Equity Shares entirely at their discretion and that process is designed in accordance with Buyback Regulations only to assist those shareholders holding Equity Shares in the physical form, who are desirous of selling their Equity Shares and who would like to have a broker to enable them to do so and with abridged KYC requirements.
- 4.14 Shareholders holding Physical Shares should note that Physical Shares will not be accepted for Buyback unless a complete set of documents as mentioned in Paragraph 4.12 of Part B above is submitted to Company's Broker. Acceptance of the Physical Shares for Buyback shall be subject to verification of the documents submitted by the shareholders as per the Buyback Regulations and any other directions issued by the SEBI or the Indian Stock Exchanges in this regard. The Company will endeavour to complete the Buyback of the Physical Shares in the week subsequent to the week in which such Physical Shares are received by the broker. Please note that there could however be delay in completing the transaction due to unavoidable circumstances. In case of receipt of incomplete documentation from the shareholders holding Physical Shares the price payable for the Buyback of such Physical Shares will be the price applicable in accordance with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the buyback of such Physical Shares has been completed in
- 4.15 Shareholders are requested to get in touch with the Merchant Banker of the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in
- 4.16 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to buy back any Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached. and / or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% (two point five percent) of the Maximum Buyback Size, shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 4.17 The Company shall submit the information regarding the Equity Shares bought back by it, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosys.com/ investors/shareholder-services/Pages/buyback-2019.aspx on a daily basis
- 4.18 ADS holders are permitted to convert their ADS into Equity Shares, and, subsequently, opt to sell such Equity Shares on the Indian Stock Exchanges during the Buyback period.

5. METHOD OF SETTLEMENT

- 5.1 Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for each settlement, as applicable to the respective Indian Stock Exchanges where the transaction is executed. The Company has opened a depository account styled "Infosys Limited-Buyback 2019" with Karvy Stock Broking Limited ("Buyback Demat Account"). Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Indian Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ('DP') for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions. The beneficial owners would also be required to provide to the Company's Broker, copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company as referred to in Paragraph 14 of Part B.
- 5.2 Settlement of Physical Shares: Shareholders holding Physical Shares would be required to present the complete set of documents referred to in Paragraph 4.12 of Part B above to the Company's Brokers within such time, as may be prescribed
- 5.3 Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 1996, as amended and its bye-laws, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished within 15 (fifteen) days of acceptance of the Demat Shares provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the last date of completion of the Buyback.
- Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited ('Merchant Banker'), Karvy Fintech Private Limited ('Registrars') and the Statutory Auditor of

the Company by the 15th (fifteenth) day of the succeeding month provided that the Company undertakes to ensure that all Physical Shares bought back are extinguished within 7 (seven) days from the last date of completion of the Buyback, in compliance with the **Buyback Regulations**

5.5 Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash

Brief Information about the Company

History and Overview of the Company

Infosys was incorporated on July 2, 1981 in Pune, Maharashtra India, as Infosys Consultants Private Limited, a private limited company under the Indian Companies Act, 1956. The Company name was changed to Infosys Technologies Private Limited in April 1992 and to Infosys Technologies Limited in June 1992, when it became a public limited company. In June 2011, the Company changed its name from Infosys Technologies Limited to Infosys Limited. The Company made an initial public offering of Equity Shares in India in February 1993 and were listed or stock exchanges in India in June 1993. The Company completed its initial public offering of ADSs in the United States in 1999. In August 2003, June 2005 and November 2006, the Company completed sponsored secondary offerings of ADSs in the United States on behalf of its shareholders. Each of the 2005 and 2006 sponsored secondary offerings also included a Public Offering Without Listing, or POWL in Japan. In 2008, the Company was selected as an original component member of 'The Global Dow', a world-wide stock index made up of 150 leading blue-chip stocks Following the voluntary delisting from the NASDAQ Global Select Market on December 11, 2012, the Company began trading of its ADSs on the New York Stock Exchange (NYSE) on December 12, 2012, under the ticker symbol INFY. On February 20, 2013, the Company also listed its ADSs on the Euronext London and Paris (previously called NYSE Euronext (NYX) London and Paris) markets, under the ticker symbol INFY. The Company was inducted into the Dow Jones Sustainability Indices in fiscal 2018.

Infosys voluntarily delisted its American Depository Shares (ADSs) from Euronext Paris and London on July 5, 2018 and its ADSs were removed from Euroclear France on July 10, 2018. The primary reason for voluntary delisting from Euronext Paris and London was the low average daily trading volume of Infosys ADSs on these exchanges, which was not commensurate with the related administrative expenses. Infosys ADSs continue to be listed on the NYSE under the symbol 'INFY' and investors continue to trade their ADSs on the New York Stock Exchange.

6.2 Overview of the Company

- (i) Infosys is a global leader in next-generation digital services and consulting. The Company enable clients in 45 countries to navigate their digital transformation. With over three decades of experience in managing the systems and workings of global enterprises, it expertly steers its clients through their digital journey. The Company does it by enabling the enterprise with an Al-powered core that helps prioritize the execution of change. It also empowers the business with Agile digital at scale to deliver unprecedented levels of performance and customer. delight. Its always-on learning agenda drives their continuous improvement through building and transferring digital skills, expertise, and ideas from its innovation ecosyster
- (ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

 Digital Core

Digital Services comprise service and solution offerings of the Company that enable our clients to transform their businesses These include offerings that enhance customer experience, leverage Al-based analytics and Big Data, engineer digital products and IoT, modernize legacy technology systems, migrate to cloud applications and implement advanced cyber security systems.

They are primarily categorized as under

- Experience Insight Innovate
- Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and industrialized over the years. These primarily include application management services, proprietary application development services, independent validation solutions, product engineering and management, infrastructure management services, traditional enterprise application implementation, support and integration services

Products and Platforms include

- Finacle[®] Edge Suite Infosys Nia[®] Skava[®]
- Panaya® Infosys McCamish
- (iii) The Company's corporate headquarters, is located at No. 44, Electronics City, Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 0261 / extn 67775.

Financial information about the Company

The brief audited financial information of the Company, as extracted from the audited financial statements as at, and for the last three financial years ended, March 31, 2016, March 31, 2017 and March 31, 2018, and for the nine months ended December 31 2018 is provided below:

(i) Based on the audited standalone financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2017 and March 31, 2016.

(₹ crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3,062	3,006
Total Income	56,386	65,960	62,351	56,989
Total expenses excluding interest, depreciation and tax (7)	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax) ⁽⁸⁾	4,092	3,753	5,120	4,907
Profit after tax (7)	10,882	16,155	13,818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10,948	16,176	13,800	12,691

Excerpts from the Balance Sheet and Key Financial Ratios

(₹ crore, except per share data)

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2,184	1,092	1,148	1,148
Reserves and surplus(6)(7)(8)	60,749	62,410	66,869	59,934
Net worth / Shareholders equity(1)	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic) ⁽²⁾⁽⁷⁾⁽⁸⁾	24.91	#35.64	#30.08	#27.63
Book value per share (₹) ⁽³⁾	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁽⁴⁾	NA	NA	NA	NA
Return on net worth (%) ⁽⁵⁾	22.31	25.44	20.32	20.78

- # Adjusted for September 2018 bonus issue (1:1)
- . Net worth is total equity attributable to equity holders of the Company. . Earnings per share = Profit after tax / weighted average number of Equity Shares for the period
- 3. Book value per share = Net worth / number of Equity Shares at the end of the period
- 4. Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-Equity ratio is not applicable as the Company has no borrowings
 5. Return on net worth = Profit after tax / closing net worth. Numbers for the nine months ended December 31, 2018 is computed as profit after tax for the last 12 months ending December 31, 2018 divided by closing net worth as on December 31, 2018.

 6. Represents other equity which includes reserves and surplus and other comprehensive income

 7. During the three months ended March 31, 2018, the company had reclassified its investment in subsidiaries, Kallidus and Skava (together referred to as "Skava") and
- Panaya as 'Held for Sale'. During the year ended March 31, 2018 and quarter ended June 30, 2018, the company recorded ₹ 589 crore and ₹ 265 crore respectively on account of reduction in the fair value of investment in Panaya arising on remeasurement on such reclassification as 'Held for Sale'. During the three months ended December 31, 2018 the company reclassified its investment in Skava and Panaya from 'Held for Sale'. Accordingly, during the quarter ended December 31, 2018, the Company recorded ₹469 crore arising on remeasurement on account of reclassification from 'Held for Sale' in respect of the investment
- 8. In December 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US Internal Revenue Service (IRS), the Company had, in accordance with the APA, reversed income tax expense provision of ₹1,432 crore, which pertained to previous periods which are no longer required.
- (ii) Based on audited consolidated financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018, March 31, 2017 and March 31, 2016.

Excerpts from the Statement of Profit and Loss

			, ,	cept per share data)
Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax (7)	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,459
Profit before non-controlling interests / share in net profit / (loss) of associate	15.758	20.341	19.981	18.743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ⁽⁸⁾	4,426	4,241	5,598	5,251
Profit after tax (7)	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	_	_	_

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2,176	1,088	1,144	1,144
Reserves and surplus ⁽⁶⁾⁽⁷⁾⁽⁸⁾	62,807	63,835	67,838	60,600
Net worth / shareholder's equity ⁽¹⁾	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2)(7)(8)	26.06	#35.53	#31.40	#29.51
Book value per share (₹) ⁽³⁾	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ⁽⁴⁾	NA	NA	NA	NA
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

- Adjusted for September 2018 bonus issue(1:1)
- Net worth is total equity attributable to equity holders of the Company.

 Earnings per share = Profit after tax / weighted average number of Equity Shares for the period Book value per share = Net worth / number of Equity Shares at the end of the period
- Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-Equity ratio is not applicable as the Company has no borrowings

 Return on net worth = Profit after tax / closing net worth. Numbers for the nine months ended December, 2018 is computed as profit after tax for the last 12 months
- ending December 31, 2018 divided by closing net worth as on December 31, 2018. Represents other equity which includes reserves and surplus and other comprehensive income

 During the three months ended March 31, 2018, the Company had reclassified its subsidiaries, Kallidus and Skava (together referred to as "Skava") and Panaya,
- collectively referred to as the "Disposal Group", as 'Held for Sale'. Consequently, during the year ended March 31, 2018 and three months ended June 30, 2018, the company recorded a reduction in the fair value of Disposal Group held for sale amounting to ₹118 crore and ₹270 crore, respectively, in respect of Panaya.
- During the three months ended December 31, 2018, the company reclassified the Disposal Group from 'Held for Sale'. Accordingly during the three months ended December 31, 2018 the company recorded additional depreciation and amortization expenses of ₹88 crore and an adjustment in respect of excess of carrying amount over recoverable amount on reclassification from 'Held for Sale' of ₹451 crore in respect of Skava. In December 2017, on account of the conclusion of an Advance Pricing Agreement ("APA") with the U.S. Internal Revenue Service ("IRS"), the Company had, in

rdance with the APA, reversed income tax expense provision of₹1,432 crore, which pertained to previous periods which are no longer requ

8. Details of Escrow Account

In accordance with Regulation 20 of the Buyback Regulations, an Escrow Agreement is to be entered into among the Company, the Manager to the Buyback and Kotak Mahindra Bank Limited ('Escrow Agent'). The Escrow Agent has its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051, and an escrow agreement has been entered into among the Company, the Escrow Agent on

In terms of the Escrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback - Escrow Account" bearing the account number 2513284427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 2.5% of the total consideration payable for the Buyback in the Escrow Account and arrange for a bank guarantee issued in favour of the Manager to the Buyback before the Buyback Opening Date i.e. March 20, 2019, which together with the cash deposited in the Escrow Account shall make up the requisite escrow amount under the Buyback Regulations. In accordance with the Buyback Regulations, the Managers to the Buyback will be empowered to operate the Escrow Account and the bank quarantee. Such bank quarantee shall be valid until 30 days after the Buyback Closing Date, i.e., until October 19, 2019 or till the completion of all obligations by the Company under the Buyback Regulations.

- If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations
- The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations

Firm Financing Arrangements

- The Company, duly authorized by its Buyback Committee, has identified and earmarked funds for the purpose of fulfillment of the obligations of the Company under the Buyback. Such earmarked funds, together with funds provided for escrow arrangements, are in excess of the **Buyback Size**
- Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Deloitte Haskins & Sells LLP, Statutory auditors of the Company (Firm Registration number 117366W/W-100018, Chartered Accountants, have certified, vide their letter dated March 15, 2019, that the Company has made firm financing arrangements for fulfilling the obligations under the Buyback
- The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.

10. Listing Details and Stock Market Data

10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE.

10.2 The high, low and average market prices of the Equity Shares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows

BSE

Twelve months period ended	Hlgh ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low# (₹)	Date of low	No. of Equity Shares traded on that date	Average price [@] ₹	Total volume traded in the period
01-Apr-15 to								
12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to								
31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1,278.00	03-Jun-16	63,514	900.30	9-Nov-16	4,08,320	1,064.79	6,67,61,210
31-Mar-18	1,220.00	24-Jan-18	5,31,006	861.50	22-Aug-17	19,67,963	996.52	9,03,30,126
Last slx	High (₹)	Date of	No. of Equity	Low (₹)	Date of	No. of Equity	Average	Total volume

Last slx months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.00	03-Sep-18	6,28,171	1,430.00	03-Sep-18	6,28,171	1,433.45	6,28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	692.00	21-Sep-18	7,73,924	726.86	76,17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.00	26-Oct-18	3,97,563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28,314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
Jan-19	751.00	31-Jan-19	11,28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3,12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

Source: www.bseindia.com. ^ High is the highest price recorded for the Equity Share of the Company during the said period # Low is the lowest price recorded for the Equity Share of the Company during the said period

@ Average price is the arithmetical average of closing prices during the said period

NSE

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low # (₹)	Date of low	No. of Equity Shares traded on that date	Average price [@] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2,045.68	11,28,46,711
15-Jun-15 to 31-Mar-16	1,237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37,05,761	1,096.13	70,95,58,962
31-Mar-17	1,279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63,82,079	1,064.76	89,92,35,121
31-Mar-18	1,221.05	24-Jan-18	1,03,02,359	860.00	22-Aug-17	2,46,21,299	996.67	1,24,85,66,580
Last slx months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18,65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1,50,75,209	653.75	16,97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.46	15,47,14,992
	754.00	04 1 40	4 20 2E 222	651.00	04-Jan-19	78,89,310	708.29	21,25,09,846
Jan-19	751.30	31-Jan-19	1,38,25,233	00.100	04-Jan-19	70,09,310	700.29	21,25,09,646

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

Source: www.nseindia.com ^ High is the highest price recorded for the Equity Share of the Company during the said period

Low is the lowest price recorded for the Equity Share of the Company during the said period @ Average price is the arithmetical average of closing prices during the said period

10.3 The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on

September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015. 10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows:

Date	Description NSE		BSE		
			Low (₹)	Hlgh (₹)	Low (₹)
	Day prior to Notice of Board meeting to consider Buyback				
07-Jan-2019	proposal was given to NSE and BSE	673.60	661.50	682.80	662.35
11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80
14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70

The Board, at its meeting held on January 11, 2019, approved the proposal for the Buyback at a price not exceeding ₹800/- (Rupees Eight Hundred Only) per

11. Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be, as follows:-

(Amounts in ₹)

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
4,80,00,00,000 Equity Shares of ₹5/- each	24,00,00,00,000	24,00,00,00,000
Issued:		
4,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
4,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
* Assuming the Company buys back the Maximum Ruyback Shares. The capital structure post completion of the Buyback	may differ depending or	the actual number of

- Equity Shares bought back under the Buyback.
- 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears
- 11.3 As on the date of Public Announcement there are no outstanding instruments convertible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) except 44,23,812 outstanding and vested and unvested employee stock options. As of December 31, 2018, the Company had outstanding and

vested and unvested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to issue a maximum of 32,34,416 Equity Shares to the employees of the Company.

- 11.4 In accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities, including by way of bonus, till the expiry of the Buyback Period.
- 11.5 In accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations
- 11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below:

Shareholders	Pre Buyback			Post Buyback	
	No. of Equity Shares	% of Shares	No. of Equity Shares	% of Shares	
Promoters and / or persons who are in the control and / or acting in concert (Promoter Group)	56,01,82,338	12.82	56,01,82,338	13.13	
Indian Financial Institutions	31,73,073	0.07			
Banks	17,09,234	0.04		86.87	
Mutual Funds	58,46,44,086	13.38	0.70.54.00.400		
Indian Public & Corporates	95,54,85,110	21.88			
Foreign Institutional Investors	1,49,15,64,414	34.14	3,70,54,99,106		
NRIs	2,58,96,923	0.59			
Foreign Nationals and Overseas Corporate Bodies	21,618	0			
American Depository Shares (ADS)	74,62,54,648	17.08			
Total	4,36,89,31,444	100.00	4,26,56,81,444	100.00	

actual number of Equity Shares bought back in the Buyback

12. Shareholding of the Promoters, Directors and KMPs

- 12.1 For the aggregate shareholding of the Promoters and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part A above.
- 12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of
- 12.3 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Promoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.
- 12.4 The aggregate shareholding of the Promoters as on date of this Public Announcement is 12.82% of the total equity share capital of the Company. While the Promoters are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase marginally
- 12.5 Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

13. Management Discussion and Analysis on the likely impact of the Buyback on The Company

- 13.1 The Buyback is not likely to cause any material impact on the profitability / earnings of the Company, except to the extent of reduction in the amount available for investment, which the Company could have otherwise deployed towards generating
- 13.2 The Buyback is not expected to impact growth opportunities for the Company.
- 13.3 The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value. The Company believes that the Buyback will contribute to the overall enhancement of shareholders' value going forward. The amount required by the Company for the Buyback (including the cost of financing the Buyback and the transaction costs) will be invested out of cash and bank balances / deposits and / or short term investments and / or internal accruals of the Company.
- 13.4 Pursuant to Regulation 16(ii) of the Buyback Regulations, the Promoters are not entitled to participate under the Buyback
- 13.5 The Buyback of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company.
- 13.6 Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of

the Company.

- 13.7 As required under Section 68(2)(d) of the Companies Act, 2013 the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and free reserves post the Buyback.
- 13.8 Unless otherwise determined by the Board (including a committee thereof, if any constituted by the Board or persons nominated by the Board to exercise its powers in relation to the Buyback) the Buyback will be completed within a maximum period of 6 months from the date of opening of the Buyback. The Company shall not withdraw the Buyback after this Public Announcement has been made.
- 13.9 In accordance with Regulation 24 (i)(f) of the Buyback Regulations the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations like allotment of shares under Employee Stock Option Schemes etc., and in accordance with Regulation 24(i)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities including by way of bonus till the expiry of the Buyback Period.
- 13.10 Consequent to the Buyback and based on the number of Equity Shares bought back by the Company from its shareholders (other than from its Promoters and Promoter Group), the shareholding pattern of the Company would undergo a change.
- 13.11 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the Capital Redemption Reserve account and the details of such transfer shall be disclosed in its subsequent audited Balance Sheet.
- 13.12The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

14. STATUTORY APPROVALS

- 14.1 Pursuant to Sections 68, 69, 70 and 110, and all other applicable provisions, of the Companies Act, 2013 and the rules made thereunder, the Board at its meeting held on January 11, 2019 approved the proposal for the Buyback and shareholders' approval for the Buyback, by way of postal ballot concluded on March 12, 2019.
- 14.2 The Buyback from each eligible shareholder is subject to all approvals if any required, under the provisions of the Companies Act, the Buyback Regulations, FEMA and / or such other acts in force for the time being. The eligible shareholders shall be solely responsible for determining the requirements for, and obtaining, all such statutory approvals and consents as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback.
- 14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

erstwhile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS holders with underlying Equity Shares consequent to the withdrawal of such Equity Shares if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, the Depository Receipts Scheme, 2014, as applicable, and also subject to such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the RBI under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

- 14.4 As mentioned above, the Buyback of Equity Shares from non-residents ("NR") and non resident Indian ("NRI") shareholders will be subject to approvals, if any, of the appropriate authorities, including RBI, as applicable. NRIs and erstwhile OCBs must obtain all specific approvals required to participate in this Buyback (including without limitation, approval from RBI, as applicable). It is the obligation of such NRI to obtain such approvals, so as to enable them to participate in the Buyback. The Company will have the right to make payment to the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equity Shares from the eligible shareholders in respect of whom prior RBI approval is required in the event copies of such approvals are not sub
- 14.5 By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including form FC-TRS, if necessary and undertake to provide assistance to the Company for such regulatory reportings, if required, by the Company.
- 14.6 To the best knowledge of the Company, as on the date hereof, there is no other statutory or regulatory approval required to implement the Buyback, other than that indicated above. If any statutory or regulatory approval becomes applicable subsequently the Buyback offer will be subject to such statutory or regulatory approval(s) and subject to the obligations of the eligible shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out under paragraphs 14.2 and 14.3 above, the Company shall obtain such statutory or regulatory approvals, as may be required from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable

16. Compliance Officer and Investor Service Centre

16.1 The Company has designated the following as the Investor Service Center for the Buyback

KARVY | FINTESH

Karvy Fintech Private Limited

(formerly Karvy Computershare Private Limited) Karvy Selenium Tower B, Plot Nos. 31 & 32, Financial District Nanakramguda, Serilingampally Mandal, Hyderabad - 500032, India

Contact Person: M. Murali Krishna Phone: +91 40 6716 2222 Fax: +91 40 2343 1551 Email: einward.ris@karvy.com SEBI Registration: INR000000221

Validity Period: Permanent Registration

16.2 In case of any query, the shareholders may contact the Registrar

16.3 The Company has designated the following as the Compliance Officer for the Buyback:

Name: A. G. S. Manikantha **Designation:** Company Secretary Address: Infosys Limited No. 44, Electronics City, Hosur Road, Bengaluru 560 100, India Tel: +91 80 4116 7775 Fax: +91 80 2852 0754 Email id: sharebuyback@infosys.com

16.4 In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. and 5:00 p.m. Indian Standard Time on all working days, at the above mentioned address.

17. Merchant Banker to the Buyback

The Company has appointed the following as Manager to the Buyback:



Kotak Mahindra Capital Company Limited 27BKC, 1st Floor, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

Contact Person: Ganesh Rane Phone: +91-22-4336 0128 Fax: +91-22-6713 2447

Email: project.infosysbuyback2019@kotak.com SEBI Registration: INM000008704

Validity Period: Permanent Registration

18. Directors' Responsibility

As per Regulation 24(1)(a) of the Buyback Regulations, the Board of Directors of the Company, in their capacity as directors, accept full and final responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that this Public Announcement contains true, factual and material information and does not contain any misleading information. This Public Announcement is issued under the authority of the Board in terms of the resolution passed by the Buyback committee in its meeting dated March 15, 2019.

For and on behalf of the Board of Directors

of Infosys Limited

Sd/-Sd/-Sd/-Salil Parekh **U.B. Pravin Rao** A.G.S. Manikantha Chief Executive **Chief Operating** Company Secretary Officer and Officer and Managing Director Whole-time Director

M. No. A21918

Date: March 15, 2019 Place: Bengaluru

DIN: 01876159 DIN: 06782450

Forward-looking Statements

ation herein includes certain "forward-looking statements." These forward-looking statements are based on the Management's beliefs as well as on a number of assumptions concerning future events made using information currently available to the Management. Readers are cautioned not to put undue ance on such forward-looking statements, which are not a guarantee of performance and are subject to a number of uncertainties and other factors, many of which are outside the Company's control. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as 'anticipate', 'believe', 'estimate', 'expect', 'intend', 'will', 'project', 'seek', 'should' and similar expressions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including, among other things, the expected benefits and costs of the Buyback, including the expected benefit to the Company's members; the anticipated timing of approvals relating to the Buyback; and the expected timing of the completion of the Buyback. These statements are subject to known and unknown risks, uncertainties and other factors, which may cause actual results or outcomes to differ materially from those implied by the forward-looking statements. Important factors that may cause actual results or outcomes to differ from those implied by the forward-looking statements include, but are not limited to, the possibility that the Buyback is not approved or otherwise commenced on the anticipated etable or at all, and those discussed in the "Risk Factors" section in the Company's Annual Report on Form 20-F for the year ended March 31, 2018.

& Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays



InfOSyS[®] Infosys Limited Regd. office: No. 44. Efectronics City, Hosur Road, Bengaluru 560 100, India.

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSYS LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

MARKET THROUGH.

EXCHANGE BOARD OF INDIA (BUYDACH.

This public amountement (the "Public Announcement") is being made in relation to the Buyback pursuant to the provisions of Regulation and contains the descriptions. 2018. as amended, "Buyback Regulations." 2018. as amended, "Buyback Regulations." 2018. as amended, "Buyback Regulations, "The funds for the provision of the provisions of the fundamental and the public Announcement, including and contains the descriptions." In the fundamental and the public announcement, including and contains the descriptions. If the fundamental and the public announcement is a public announcement and contains the descriptions. If the fundamental and the public announcement is a public announcement of the fundamental and the public announcement of the fundamental anno and contains the disclosures, as specified in Schedule IV thereunder. Certain figures contained in this Public Announcement, including financial information, have been subject to rounding off adjustments. All decimals have been rounded off to bro decimal points. In certain instances, (i) the simil or percentage change of such numbers may not conform exactly to the bull figure given, and (ii) the sum of the numbers in a column or row in certain stoles may not conform exactly the foot floring private for that column or row further certain numerical momental on it is "Fullic Announcement has been presented in core." One core impressed it fullion, in a 1000 doub,

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- Layback Regulations
 DETAILS OF BUYBACK AND OFFER PRICE

 The board of directions of the Company (hereinafter referred to as the 'Board' within expression includes any committee duly constituted by the Board to exercise its powers, and / or the same of the company of the Board to exercise its powers, and / or the company of the Board to exercise its powers, and / or the Jamany 11, 2019, has subject to the approval of the members of the Company, by way of a special resolution through Postal Board ("Special Resolution") and subject to the approval of the members of the Company, by way of a special resolution through Postal Board ("Special Resolution") and subject to the approval of the Advanced Special Resolution ("Special Resolution") and subject to the approval of the Advanced Special Resolution ("Special Resolution") and the Plantines of the Advanced Special Resolution ("Resolution") and Plantines of Company (other than the Plantines in the Plantines of Plantines of the Advanced Advanced Special Resolution ("Resolution") and Plantines of Company (Albert 18, 280 crose ("Rupees Eight Thousand Two Hundred and Stry orce only) ("Maximum Buyback Size") at a price of exceeding 1880; 1981, as amended the Companies Resolution ("Rusines Special Resolution") as amended the Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended the Companies Maringament and Administration's Rules, 2014, as amended the Companies of the total pair-quice paired and fore reserves of the Companies of the total pair-quice paired and fore reserves of the Companies as December 31, 2016 (on a standardo beats and stellar buyback).

 The Maximum Buyback Size represents 14.54% of the aggregate of the total pair-quice paired and fore reserves of the Sulpack's and the Sulpack of the Sulpac
- 19% prosched fait.

 The Bayback with be mighanested by the Corpsony from its free reserves in accordance with Regulation 4(b) of the Bayback Regulations and naccordance with Regulation 4(b) of the Bayback Regulations, and naccordance with Regulation 4(b) of the Bayback Regulations, by way of open market prochases through the tabor exchanges by the order marketing mechanism could be table to the control order matching system, as provided under the tabor exchanges by the order marketing mechanism of the Act and Bayback Regulations. Be Commany shall not buyback the locked-at Equity Shares and non-transferable Equity Shares with calls in the pendency of the Social or 1997.
- in areas. A copy of his Pablic Announcement will be made available on the Company's website (hittiss/lww.infosys.com/linestors/shareholde-secrets/Pageshopbark-2015 appd) and is expedited to be available on the website of SEBI (www.sebi.govrin) and the stock exchanges during the Buyakock Prediot. The proposed innestable for the Buyakock is set out under Pagragniph 3 of Part Ib below.

 The Board in its meeting held on April 13, 2018, reviewed and approved the Capital Alocation Policy of the Company after taking of the Company in the medium term.

- of the Company in the reduction term of the Company in the reduction term.

 1. The Board decided to relatin its policy of reducting up to 76% of the Rece cash flow of the corresponding Flancial Vear in such meniner, as may be decided by the Board from time to time, subject to applicable two and requisited approvals. If any Free cash to solided by operating activities less capital specifical terms and requisited approvals. If any Free cash to solided by operating activities less capital spepared under the reaction of the company of the reduction of the reduction
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Company paid ₹2,633 crore in June 2018, to the eligible members and
- paid 72 x332 crow in June 2018 to the eligible memores and (b) Memfelds at mount of up to approximately 11 03 257 crore to a remark of the property of the Fernanda September 2018 in social annual to be resided by the Fernanda September 2018 in social remarks to be resided by the Fernanda September 2018 in social remarks of the September 2018 control of the September 2018 in fine with the above Capital Allocation Policy and with an objective of enhancing member returns. The Doard at 52 meeting field on January 11, 2019 has approved the following processes.
- (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2.107 crore in January 2019, to the eligible members,
- (b) Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8,280 crore
- Beyback Size of us to \$ 2,800 core As the USSIMP exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in USS terms amounts to \$ 1,872 million total capital allocation in USS terms amounts to \$ 1,872 million in June 2018 and \$ 1,184 million* perhatings to beyback as mensioned above and \$ 302 million* towards special dividend paid to shareholders in January 2019; 1025 1+62 776 as all december 37,2018

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning supplies funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following reasons: a. The Buyback will help the Company to return surplus cash to its members.
- memors.

 b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to self their Equity Shares and receive cash or not to self their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- PAID UP CAPITAL AND FREE RESERVES
 The maximum source of the Buykack will not exceed 48.250 crore (Riquese Eight Thousand Two hundred and Shy crore only, leagn 14.54% of the aggregate of the total paid-up capital and free reserves of the Company which is less than 15% of the aggregate of the total paid-up capital and free reserves the Company which is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company as the other standards to the Company as the Open 15% of the Open 1

- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS
- PRICE AND OTHER DETAILS

 The Equity Shares of the Company are proposed to be bought back at a price not exceeding £600-f (Rupees Eight Hundred only) be Equity Share to the Maximum Buydook Price. The Marimum Buydook Price The Marimum Buydook Price The Marimum Buydook Price has been airwed at after consistering virous except the price of the Equity Shares on 1855 inches in the Equity Shares on 1855 inches of 1855 and Androud Stock Exchange of Indea Limited the Equity Shares and 1855 inches are listed price auritings into impact on other fundancial parameters and the possible impact of the Buydook on the earnings per Equity Shares.
- The Maximum Buyback Price represents:
 - a. Premium of 20.3% and 20.1% over the volume weighted average markst price of the Equity Shares on BSE and NSE, respectively, during the three months preceding the date of intimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyshack.
 - the Board Meeting to consider the proposal of the Bulyback. Premium of 201% and 201% one the volume weighted average market price of the Equity Shares on SES and MSE respectively. Juding the two weeks preceding the date of minimation (January 8 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Bulyback. Premium of 19 4% over the closing price of the Equity Shares on SES as well as XMS as on January 9, 2019, the date of minimation to the Indian Stock Exchanges of the Beard Meeting to consider the purposal of the Bulyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of \$8000- per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS

Computation of permissible capital payment towards buyback of equity shares as per the latest audited balance sheet of the Company as at December 31, 2018 (on a standalone basis)

S. No.	Particulars	Amount (? crore)
1.	Total paid-up equity capital	2,184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	56,820
4.	15% of the aggregate of the total paid-up equity	0.522

Based on the above, the Maximum Buyback Size, i.e. ₹8,280 crose, a less than 15% of the aggregate of the total paid-up capital and firee reserves of the Company.

As per the latest audited Consolidated balance sheet of the Group as at December 31, 2018, aggregate total paid-up equity capital and firee reserves a 145,135 cross = 345,135 cross.

- as at Docember 31, 2018, aggregate total paid up equity capital and five reserves s 76.1103 crors.

 METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(R) AND REGULATION 16 OF THE BUYBACK REGULATION 18 or THE BUYBACK REGULATION 18 or THE BUYBACK REGULATION 19 or THE BUYBACK REGULATION 19 or The Buyback is open to (g) at members bridding Equity Shares in physical form (Physical Shares), subject to the provisions of any physic, circular or norification issued by the Individual Certaingus or SEBI, and (ii) beneficial owners hidding Equity Shares in Carriago (19 or 19 o
- In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- the closek, appointed by the Libritarity, in accordance with the process of the control of the
- with respect to participation by members holding Physical Shares, THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE INECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY Chesis of the aggregate shareholding of the Promoters and Promoter Group, the directors of the Promoter where Promoter is a Company and of Directors and Key Minargean Personnel is a Company and of Directors and Key Minargean Personnel of Company and Company (i.e., March 15, 2019) is as below.

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	oters		
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53,808	0.96
4	Nandan M. Nilekani	4,07,83,162	0.93
5	Akshata Murty	3,89,57.096	0.89
6	Asha Dinesh	3,85,79,304	0.88

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2,80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,838	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17.65.768	0.04
B. Pror	noter Group	•	
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulal Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

- will not be used for the Buyeack.

 MAXIMUM IN MUBBER OF EQUITY SHARES THAT THE

 COMPANY PROPOSES TO BUY-BACK

 At the Maximum Buyeack Price and the Maximum Buyeack

 The Company does not have any corporate promoter.

 The Company does not have any corporate promoter.

 The Company does not have any corporate promoter.
 - The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announ (i.e., March 15, 2019):

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	tors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	-
5	Kiran Mazumdar-Shaw	Independent Director	-	-
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	-	-
8	Michael Gibbs	Independent Director	-	-
9	D. Sundaram	Independent Director	-	-
B. Key I	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy(1)	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	=
13	Ravi Kumar S.	Deputy Chief Operating Officer	-	-
14	Mohit Joshi	President	-	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	-
Total A	В		4,41,29,028	1.01

ct from March 1, 2019, Milanjan Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Juyesh Samphrajia has resumen prebibles as the Deputy Chief Financial Officer. Prior to such date and as of the date of the posal befor notice i.e. Jenuary 11, 2019, Jayesh Samphrajia was in Chief Financial Officer.

The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019):

S.	No.	Name	Designation	No. of ADRs
1.		Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
2.		Mohit Joshi	President	30,050

- Each ADR represents one underlying equity share 8.9 The agreeptis Restricted Stock Options (RSUs") and Options held by Directors and Key Managerial Personnel of the Company as on the cate of Public Announcement (e. Mach 15, 2019):

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nil
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09,126	Nil
		Whole-time Director	Equity Option	64,500	21,500
3	Ravi Kumar S.	umar S. Deputy Chief Operating Officer	ADR RSU	2,94,126	Nil
			ADR Options	1,12.750	Nil
4	Mohit Joshi	President	ADR RSU	2,86.276	Nil
			ADR Options	1,12,750	1.12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03,736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum price (₹)	Date of maximum price	Minimum price (₹)	Date o minimum pric
Promot		orsola					
1	Sudha Gopalakrishnan	4.76.78,500	Bonus	Alid	06-Sep-18	Nil	06-Sep-1
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
3	S. Gopalakrishnan	2,09,26,904		Nil	06-Sep-18	Nil	06-Sep-1
4	Nandan M. Nilekani	2,03,91,581		Nil	06-Sep-18	Nil	06-Sep-1
5	Akshata Murty	1.94.78.548		Nil	06-Sep-18	Nil	06-Sep-1
6	Asha Dinesh	1.94,76.546		Nil	06-Sep-18	Nil	06-Sep-1
7	Sudha N. Murty	1,92,08.052		Nil	06-Sep-18	Nil	06-Sep-1
8	Rohini Nilekani	1,72,75.515		Nil	06-Sep-18	Nil	06-Sep-1
9	Dinesh Krishnaswamy	1,62,39,795		Nil	06-Sep-18	Nil	06-Sep-1
10				Nil	06-Sep-18	Nil	
	Shreyas Shibulal	1,40,24.675					06-Sep-1
11	N. R. Narayana Murthy	83,22,819		Nil	06-Sep-18	Nil Nil	06-Sep-1
12	Nihar Nilekani	63,38,876		Nil	06-Sep-18		06-Sep-1
13	Janhavi Nilekani	63,32,581		Nil	06-Sep-18	Nil	06-Sep-1
14	Kumari Shibulal	52,48.965		Nit	06-Sep-18	Nil	06-Sep-1
15	Deeksha Dinesh	38,23.342		Nil	06-Sep-18	Nil	06-Sep-1
16	Divya Dinesh	38,23,342		Nil	06-Sep-18	Nil	06-Sep-1
17	Meghana Gopalakrishnan	24,17,464		Nil	06-Sep-18	Nil	06-Sep-1
18	Shruti Shibulal	13,68,769		Nil	06-Sep-18	Nil	06-Sep-1
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	ter Group ⁽¹⁾		,				
20	Gaurav Manchanda	8,05,860			09-Aug-18	1,362.38	08-Aug-
		77,88.113		Nil	06-Sep-18	Nil	06-Sep-1
21	Milan Shibulal Manchanda	77,17.934	Bonus		06-Sep-18	Nil	06-Sep-1
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-1
		31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
Directo	irs						
23	D.N. Prahlad	10,96.095	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
24	Salil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-1
		37.834	Sale	737.11	01-Mar-19	737.11	01-Mar-1
25	U.B. Pravin Rao	6.812	Exercise of RSUs	5	02-May-18	5	02-May-1
		5,36.848	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	1	1,600	Sale	722.70	28-Feb-19	722.70	28-Feb-1
Key Ma	magerial Personnel						
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	I / F		Exercise of RSU		13-Nov-18	Nil	13-Nov-
	1	6,200			01-Mar-19	737.11	01-Mar-
28	A.G.S. Manikantha		Bonus		06-Sep-18	NII	06-Sep-
			Exercise of RSU		12-Nov-18	Nil	12-Nov-1

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nov-18
2	Ravi Kumar S.	1.15,976	Exercise of RSU and options	15.26	01-Nov-18	Nil	01-Nov-18
		1.15.978	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	*20.21	01-Aug-18	*20.21	01-Aug-18
	1	16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

- Inabjurded to brown store on case of a she functionates price of Bonus store in experiment across price and account of Bonus store on the above faith is on account of bonus issue.

 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2015) except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	
1	Salil Parekh	2.21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1.03,604	Exercise of Equity	₹5	27-Feb-19	Nil	27-Feb-19
			RSUs				

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	NI	06-Sep-18	NII	00-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	NI	01-Nov-18
4	Mohit Joshi	2.18,863	Bonus ADR RSUs	Nil	05-Sep-18	Nil	05-Sep-18
	Janearen 1	59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	No	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nit	06-Sep-18	NE	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Ni	06-Sep-18	Nil	06-Sep-18
	1.10000-	12,226	Exercise of RSU	?5	13-Nov-18	Nil	13-Nov-18
8	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	NI	08-Sep-18
		1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- THE BUYBACK:
 In terms of Regulation (6(i)) of the Buyback Regulations, the Institute of Regulations (6(ii)) of the Buyback Regulations, the Institute of Regulations of the Regulations of Regu
- - and prospects of the Company and has broised the opposition that is a immediately following the date of the Board meeting held promote a family and an extension of the prospect of the prospect of the company and the state of the Board meeting held on a family and the date of passing of the members which the Company can be found unable to pay its debts, and is expected to the company can be found unable to pay its debts, and is expected to the promote and the property following the date of the Board meeting held on January 17.001 as well as the year immediately following the date of passing of the members' resolution approving the Buyboat, having regard to the Board in melting the Buyboat, having regard to the Board is inferior with respect to the management of the Company's business during that year and the amount and character of the francial resources, which that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered instead and when they fall due and will not be rendered instead and when they playboch helds on January 11, 2019, as also from the date of the Possil Ballot Resolution. In forming to propring the Buyboch held on January 11, 2019, as also from the date of the Possil Ballot Resolution.
- the date of the Posal Black Republico.

 C. In forming is a opinion for the above purposes. The Board has taken into account the labellities (including prospective and contingent labellities) as if the Companies Act, and the insolvency of the Companies Act, and the insolvency of the Companies Act, and the insolvency Report addresses for the Board for the Companies Act, and the insolvency Report addresses for the Board for the Companies (in Auditors on the permissible capital preprint and the opinion formed by directors regarding involvence for the Board of the Company is Auditors of the Company, addressed to the Board of Directors of the Company, addressed to the Board of Directors of the Company is reproduced Policy.

no. The Board of Directors. The coard infosys Limited No. 44, Infosys Avenue, Hosur Road, Electronics City, Bengaluru, Karnataka – 500100

Dear Sir / Madam.

("Sir / Misuam.

Satutory Auditor's Report in respect of proposed buyback of Equity res by Infosys Limited (the "Company") in terms of Clause (xi) of edule i of the Securities and Exchange Board of India (Buy-Back ecurities) Regulations, 2018, as amended ("Buyback Regulations").

- ecures) regulations, 2010, as amended (Buyquax Regulations). This Report is spased in accordance with the terms of our engagement letter dated June 25, 2018. The Board of Dreation of the Company have approved a proposal for buypack of Equity Shares by the Company at its Meeting heat for buypack of Equity Shares by the Company at its Meeting heat for buypack of Equity Shares by the Company at its Meeting heat 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act) and the Shares Regulations.
- We have been excepted by the Management of the Company to provide a report on the accompanying "Statement of Permissable Capital Payment (including permism)" (Annexus A) as at December 31, 2016 (hereinather referred to as the "Statement"). This Statement has been prepared by the Management, which we have initialled for the purpose of identification only.
- gement's Responsibility:

agements Responsibility;
The preparation of the Statement in accordance with Section
68(2)(s) of the Act, the provise to Regulation 49(v) of the Bushack
Regulation and the compliance with the Polyback Regulation
is the responsibility of the management of the Company, including
the computation of the amount of the permissable captals injudyment,
the preparation and maintenance of all accounting and other
relevant supporting records and documents. This responsibility
includes the design, implementation and maintenance of retending
contrast relevant to the preparation and presentation of
Statement and applying an appropriate base of recognization, and
making estimates that are readouted by the originations.

- Persuant to the requirements of the Buyeaux Regulations, it is our Persuant to the requirement of the Buyeaux Regulation is the service of the state of affairs of the Company is relation to the audited interior condensed standardore financial statements as at December 31, 2015.

 It has mount of persuable capatile payment as stated of Annexive A has been properly determined considering the audited interior condensed standardore financial statements as at December 31, 2015.

 It has mount of persuable capatile payment as stated of Annexive A has been properly determined considering the audited interior condensed standardore financial statements as at December 31, 2015. It is also as a state of the persuable to Regulation 4(4) of the Buyback Regulations, and it has Board of December 31, 2015. It is also as a state of the state on Jassue (p. 10 Schodule 1 to the Buyback Regulations, on reasonable grounds and that the Company will not, having persuad or persuad to the state of the state of the state on justice of the state of the state of the state on persuad publicable and from the date or which the results of the shareholders resolution with regard to the proposed buyback are declared.

 The interior condensed standardore financial statements referred to a paragraph 5 above. have been audited by us, or which dated January 11, 2019. We conducted our audit of the interior condensed standardore financial statements in accordance with the Budardors on Auditing and other applicables authorizative for losts. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are few of material materialment of the Code of Eliminia statements are few femilial requirements of the Code of Eliminia statements are few femilial requirements of the Code of Eliminia statements are few femilial regiments of the Code of Eliminia statements are few femilial regiments of the Code of Eliminia statements are few femilial regiments of the Code of

- J. We have inquired into the state of affairs of the Company in relation to its audited interim condensed standatione financial statements as at end for nine months period ended Deemed 31, 2015, which have been approved by the Board of Directors of the Company on January 11, 2019, but the control of the Company on January 11, 2019, but the Company of the Company on January 11, 2019, but the Company of the
- at and for nine moriting period ended December 31, 2018. The Board of Directors of the Company, at their meeting halfs. The Board of Directors of the Company, at their meeting halfs of clause (n) of Schndulle 1 to the Shynder Regulations, on reasonable grounds and that the Company having regard to its estate of affairs, with other benedien showless with a period of one year from the date of passing the Board Resolution dated shareholders' resolution with regard to the proposed by/back are declared.
- shareholders' resolution with regard to the proposed buyeack air declared.

 10 This report has been issued at the request of the Company solely for use of the Company (ii) in connection with the proposed buyeack of Equity Shares of the Company in pursuance to the provision of the Company in pursuance to the provision of the Company in pursuance to the provision of the Company to include in the explanatory statement to the notice for Company to include in the explanatory statement to the notice for special resolution, public amountment, and other Company point of the Company beared in the company to the company to the company to the statement to the Company of the Company o

Partner Membership No. 70928 Bengaluru January 11, 2019

Computation of amount of permissibile capital payment towards buyback of equity shares in accordance with Section 68(2)(c) of the Companies Act, 2013 ("the Act"), based on audited interim condensed standalone financial statements as at and for the nine months period ended December 31, 2018.

Particulars	Amount (₹in crore)
Paid up equity capital as at December 31, 2018 (A).	2,184
Free Reserves as at December 31, 2018:	111777
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the proviso to Regulation 4(iv) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves.	8,523

Jayesh Sanghrajka Interim Chief Financial Officer

- January 11, 2019

 14. GENERAL OBLIGATIONS OF THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

 1.1 in accordance with Regulation (24(i)(b) of the Buyback Regulations the Company shall not issue any shares or other specified securities, including by way of bonus, till the expiry of the Buyback Period.
- specified securities, including by way of borus, lill the expiry of the Bulgutos Plend.

 14.2 The Company shall not make any further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of borus shares or early shares stood in order to discharge, subsisting obligations such as conversion of warrants, stock option schemes, eweat equity or conversion of preference shares or early shares stood in order to discharge, subsisting obligations such as conversion of warrants, stock option schemes, eweat equity or conversion of preference shares or debentures into Equity Shares.

 14.3 In accordance with Regulation (24)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expert of the Buyback Period, except in obtainage of the said amount period of one year from the date of passing of the said under the Companies Act or the Buyback Negulations or by the appropriate authorities). The exact inhealther for the Buyback shall be decided by the Board (or its day constituted committee) within the above time limit.

 14.5 The Equity Shares bought back by the Company will be

18.3 In Equity solvers adopts tack by the Company and computing carefield and will not be held for relevations.
18.6 The Company shall not withinsia with buyance after the Public Amountainment for the Buyance is made, and
18.7 The Company shall not buyance the color flexibly Shares and not be shelled Equity Shares the Buyance of the lock-in or will be shall be s

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal ballot, was received on March 12, 2019, the results of which were announced on March 14, 2019.

- was received on March 12, 2019, the results of which were amounted on March 14, 2019.

 MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK.

 AND COST OF FINANCING THE BUYBACK.

 At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.32.50.00 Equity Shares, comprising approximately 2.36% of the goad-up-equity share capital of the Company as of December 31, 2018 and as on the date of the Plutick Announcement (or a situation beass). If the Equity Shares are looply that Act is provided before the Maximum Buyback State (South Shares) and so the date of the Plutick Announcement (or a situation beass) that Equity Shares are looply that Act is provided by the Maximum Shares (South Shares).

Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size

- The Maximum locycles of the Buyback let 14.130 crore (Rupese Four Thousand Care The Buyback Let 14.130 crore (Rupese Four Thousand One Hundred and Thirty Crore only) and based on the Maximum Buyback Size and the Maximum Buyback Price. The Company will purchase an indicative minimum of 5.16.25.000 Equily Shares.

 The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies August Care Shares and Care Shares Sh
- Borrowed funds from banks and financial institutions will not be used for the Buybaci
- 2.5 As mentioned in Paragraph 3.1 of Part A above, in continuation of the Company's efforts to effectively office the surplus cash, it is proposed to Buyback 14.54% of the aggregate of the total packup capital and fine reserves of the Company based on the latest audited financial statements of the Company as at December 31, 2016 (on a standardore basis) from the open market through the Indian Stock Exchanges.

PROPOSED TIMETABLE FOR THE BUYBACK

Last Date for the Buyback

Activity

Date of commencement of the Rowhark On March 20, 2019 Upon the relevant pay-out by the Indian Stock Exchanges Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be estinguished in the manne specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018 as amended, and the type-laws framed thereunder in case the Equity Shares bought back are in physics form, the Company shall estinguish and physically destroy the share certificates bought back during that ontolling the succeeding month. Provided that, the Company shall esting that the Equity Shares bought back are estinguished within 7 (seven) days of the expiry of the Buytack Period Earlier of (a) On September 19. 2019 (that is 4 months from the date of the opening of the Buytack) and the Company completes the Buytack State; or any action of the Company completes the Buytack State; or any action staffer data as may be determined by the Board (including a committee treated, constituted or

- Buysack Size: or all such earlier data as may be determined by the Board (including a committee thereof, constitute the Board or persons normisated by the Board of committee to exercise its powers, and or of the po-conferred by the Board resolution is retained to the Buysack, after giving notice of such seafer closs subject to the Company having desloyed an amount equivalent to the Minnium Buyback. Size (see if the Maximum Buyback Size: also robe enteredied or the Maximum Buyback Sizes have not if the Maximum Buyback Size: also robe enteredied or the Maximum Buyback Sizes have not be built dist for the Buyback.

PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- FOR THE BUYBACK
 The Biyback is open to (i) all members holding Equity Shares in physical form ("Physical Shares"), subject to the provisions of any rule, crotical corn ("Physical Shares"), subject to the provisions of any rule, crotical corn crotification issued by the findam Shares of SEBII, and (ii) beneficial coviers holding Equity Shares in comparisonation (him; "Devel Shares"). The promoters, solving to the state of Regulations 40(1) of the Securities and Exchange Boated in facilities (1) state of Regulations and Discourse Requirements). Regulations, 2015, except in case of the state of the
- transfer of securities shall not be processed unless the securities are held in deamsterated form with a depository.

 Further, as required under the Companies Act and Buynack.

 Further, as required under the Companies Act and Buynack.

 In the party paid to, Equity Sharks with call-in-arrears, locked-in Equity Sharks or non-transferable Equity Sharks in the Buynack, not until the processor but goes upon that the percentage of the book-in or until the Equity Sharks become transferable, as applicable.

 The Buynack with be implemented by the Company's unity of the book-in or until the Equity Sharks become transferable, as applicable.

 The Buynack with the implemented by the Company's unity of the book-in or until the Equity Sharks become transferable, as applicable.

 In relation to the Buynack of Demat Sharks, the execution of the order, issuance of contrat or lean delivery of the stock the broken, as and receipt of popular is valid the carried of the finding Stock Exchanges and SEB.

 For the implementation of the Buynack, the Company's Broken', through whom the purchases and aethernerits on account of the Buynack climids as the registered broken's Company's Broken', though whom the purchases and aethernerits on account of the Buynack could be original.



Kodas Securities Limited
27BKC, Plex No. C-27, "G Block
Bardra Khalls Complex, Bandra (East),
Mumba-400051
Contact Persons, Anistan Singh
Contact Persons, Anistan Singh
Contact Persons, Anistan Singh
Email: anistant singhigilosto.com
Webbatte: www. Kodas Acuthes com
SEBI Registration No. 182000200137
BSE SEBI Registration No. 182000200137

- NSE SEBB Registration No. 12000000137

 BSE SEBB Registration No. 12000000137

 CIN: Up9969MH1994PLC134051

 TIN: 1209969MH1994PLC134051

 TIN: 1209969MH19949MH1994PLC134051

 TIN: 1209969MH199449MH199449MH199449MH
- accordance with the requirements of the lodian Stock Exchanges and Stell Criteria for Equily Shares can be placed on the trading days of the Indian Stock Exchanges in the Image are color than 2 uniform price will not be paid to at the Image because that a uniform price will not be paid to at the Image because that a uniform price will not be paid to at the Image are color and the Image are colored and the Image are colored and the Image and the Image are colored and

- Regulation 19 of the Bulyback Regulations.

 (The Physical Share bulyack) Window shall remain open during the Bulyback Period, for the bulyback of Physical Shares. However, SEBI has, through its press release dieled December 3, 2018, directed that from April 1, 2019 no trainfact of securities will be pincessed unless securities will be processed unless securities by the sharefolders through the Physical Shares Bulyback Window, only after verification of the regulate documents by the completion of the successful verification, the sale transaction may be executed by the bringet behaveholder or Company's broker.

 (I) The price at which the Physical Shares are boothed back shall
- may be sexculed by the braker appointed by the eligible shareholder of company's braker.

 (iii) The prior all which the Physical Shares are bought back shall be proved at which the Physical Shares are bought back in German Shares are received by the braker Shares are received by the braker in which such Physical Shares are received by the braker in case of could be shared to bought back were bought back in the normal market during shares an expense of the shares are considered. The prior of Physical Shares in deems from would be considered. The prior of Physical Shares in deems from would be considered. The prior of Physical Shares in deems from would be considered. The prior of Physical Shares in deems from would be considered. The prior of Physical Shares in deems from would be passed of the Christophy and the share of the Christophy are bookers and consideration would be past immediately what the paper to the Shock Exchange of the share share of the consideration would be past immediately what the paper to the Shock Exchange of the Shock

- encluding the

 (i) ongoinal physicial share confidency (s)

 (ii) ongoinal physicial share confidency (s)

 (iii) valid share transfer form(s) only fisled, stamped, signed by the

 young shares are in joint names in the same order in which they

 hold Equily Shares in the Company, as per the specimen

 signatures lodged with the Company, and only wintessed at
 the appropriate place authorizing the transfer of the Equily

 Shares bought back in favour of the Company,

 (iii) in case of unregistency shareholder: (a) Original Equily

 Shares certificates accompanied by valid share transfer

 forms as recorded from the makent, enteres the ransfer

 contract note of a registency character of the coupling

 contract note of a registency brainer of the Equily Shares

 evitable in relation to the purchase of the Equily Shares

 (iv) KYC Form (be effect and signed only by the first holder).
- being lendered in this case
 (ii) XFC Form I bee filted and superior of the Vix VIX Construction of the Construction of the Vix VIX Construction of the Vix VIX Construction of the Vix VIX Construction of the VIX Co

- telephone number and email address of all the shareholders (including joint shareholders);

(including joint shareholders);
(including joint shareholders);
(ii) copes of regulatory approvisis required, if any, by the shareholder for the transfer of Equity Shares to the Company;
(i) any other rejected obcounces is such as power of shareholders, copporate authorization josufu as, board resolution / specime signatures), notarized copy of destin certificate, Reserve Bank of India approval (in case of non-resident shareholders) and succession certificate or protobal will, if the original shareholder is deceased, as application, either by registered post or countries of rand oblewys by the following additions.



Kotak Securities Limited
278KC, Plen No. C-27, "G" Block
Bandra Kurla Complex, Bandra (East),
Municia - 400091
Contact Persons - 400091
Contact Persons - 400091
Email: aniushr singh-glicotal com
Webballe: www. kolaksecurities com
SEBI Registration No. INZC00200137.
CN. Upperplanted No. INZC00200137.
CN. Upperplanted No. INZC00200137.
CN. Upperplanted PLC12A00900137.
CN. Upperplanted No. INZC00200137.
CN. Upperplanted Ord. Contact Research State S

- CIN. Utbipspäder19064PC.134d51
 The following list of documents are admissible as Proof of Identity. (I) Utinique Identification Number (UIID) (Admhan) Passport (Veder Identity Card / Driving Licensee, (i) PAN card with photograph, (iii) Identity card / document with applicants photo, Isaued by any of the Iotowing. Central Space Covernment and as Departments, Statutory (Sales Covernment and as Departments, Statutory). School Covernment and as Departments, Statutory (School Covernment) and (School C
- of companies, (v) Partiership Deed in case of Partnership firm and (v) Trusts and 10 Trusts and 10

- 4.13 Shareholders are free to sell or hold their physical Equity Shares entirely at their discretion and that process is designed in accordance with Buyback Regulations only to assist those shareholders holding Equity Shares in the physical form, who are desirous of selling their Equity Shares and who would like to have a broker to enable them to do so and with abridged KYC requirements.
- or were a broker to enable them to do so and with abroiged YC requirements.

 4. Sharequieth hedding Physical Shares should note that Physical Shares will not be accepted for Bayanch unless a complete set of documents as mentioned in Paragraph. 4.1 of Part B above is submitted to Company's Broker. Acopetance of the Physical Shares for Buytack shall be subject to vertication of the columners submitted by the shareholders as per the Buytack regulations and any other directors issued by the SEBI or the shareholders are completed by the shareholders as necessary to complete the Buytack of the Physical Shares in the week subsequent to the week in which such Physical Shares are received by the broker Please note that there could however be delay in completing the transaction due to unavoidable commistence. In case of receipt of incomplete the price physical share acceptable to excending with Paragraph 4 is of Part a slowe during the week in which the documentation in respect of the buytack of such Physical Shares has been completed in all respects.
- Shareholders are requested to get in touch with the Merchant Banker of the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.
- the process
 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buylsack Size, nothing contained herein shall create any obligation on the part of the Company or the Board to buy back any Equity Shares or contrel any right on the Board to buy back any Equity Shares or contrel any right on the Shares of the Shares of the Company or the Board of the Shares of the Company or the Board of the Shares of the Company or the Board of the Shares of the Company is not able to complete the permissible by law if the Company is not able to complete the definite and process in relation to the Buylsack, to the other than the Shares of the Share
- Buyback Regulations.

 The Company shall submit the information regarding the Equity Shares bought back by it, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on integration regarding the Equity Shares bought back by it on integrations of the Equity Shares bought back by it on integrations of the Equity Shares bought back by it on integrations are shall be shall
- daily basis.
 4.18 ADS holders are permitted to convert their ADS into Equity Shares, and, subsequently, opt to sell such Equity Shares on the Indian Stock Exchanges during the Buyback period.

METHOD OF SETTLEMENT

- METHOD OF SETTLEMENTY
 Settlement of Denat Shares: The Company will pay
 consideration for the Bulyakut to the Company's broker on or
 consideration for the Bulyakut to the Company's broker on or
 the expective from the Bulyakut to the Company's broker on
 the expective from the Company share the property of the
 seventies. The Company share opened adeposition years and expective from Social Company share present adeposition years and expective from the Social Company in the standarder into the Bulyakut Comman Account to the
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 because of the Company is selected to the Company's Broker, copies of all statutory consistent and approvation
 Shares to the Company is selected to the Company's Broker, copies of all statutory consistent and approvation.
 Statement of Physical Sharers. Shareholders incident physical Staters.
- Shales to the Company as referred to in Paragraph 14 of Part IQ. Settlement of Physical Shares: Shareholders hoting Physical Shares swould be required to present the complete set of columents referred to in Paragraph 14 of Part II above to the Company 8 fockers within such time, as may be prescribed. Extrigosishment of Demast Shares: The Demast Shares tought back by the Company shall be extinguished and destroyed in the International Compository and Participanity, Regulations, 1996, as a semediat in 8 by-laws, in the manner specified in the Biocurities and Compository and Participanity, Regulations, 1996, as a semediat in 8 by-laws, in the manner specified in the Significant Shares fought and 15 by-laws, in the manner specified in the Significant Shares in the Company conditions and the Company conditions and the Company conditions the Co
- The tast date of congenion of the styling and the Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited (Merchant Banker). Kany Fintech Private Limited (Registrars) and the Statutory Auditor of

the Company by the 15th (fifteenth) day of the succeeding month provided that the Company undertakes to ensure that all Physica Sharies bought back are extinguished within 7 (seven) days from the last date of completion of the Buyback, in compliance with the Buyback Regulations.

Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash

Consideration for the Equity Shares bought back by the Company shall be also mind by way of cash.

Brief Information about the Company
History and Overview of the Company
History and Company
History and History Consultation of Company
History and History Consultation
History Company
History Consultation
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continue to trade their ADSs on the New York Stock Exchange. Venerwork of the Company (1) Indiges is a global leader in next-generation digital services and consulting. The Company neither clients in 45 counties to negligate their digital transformation. With over three decades of excenence in meaging the systems and workings of global enterprises, it expertly stems and workings of global purmary. The Company does it by enabling the enterprise with an Al-provised cost that helps principle the execution of change it also emproyees the business with Agill original stock to deliver unsuccedented levels of performance and customer improvement brook building and transferring digital stakes expertise, and kleas from its Innovation ecosystem.

(ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

- Digital - Core

Digital Services comprise service and solution offerings of the Company that enable our clients to transform their businesses. These include orderings that enhance outsioner expenses. These include offerings that enhance outsioner expenses or terrated. Accessed analysis and tig Data, engineer digital products applications and imprisent all advanced or yet security systems. They are primarily categorized as under:

Experience Insight Innovate
 Accelerate Assure

Cross Services comprise traditional offerings of the Company that have scaled and industrialized over the years. These premises include application management services, proprietary application development services, independent validation solutions, possion development services, independent validation solutions, proceed represents and management, intrastructure management services, traditional enterprise application implementation, support and infegration services.

Products and Platforms include:

(iii) The Company's corporate headquarters, is located at No Electronics City, Bengaluru, 560100, India and the teleph number of this office is +91-80-2852 0261 / exth 87775.
Financial information about the Company

The biref audited financial information of the Company, as extracted from the audited financial statements as at, and for the last three financial years ended, March 31, 2018, March 31, 2018 March 31, 2018 and March 31, 2018 and for the nine months ended December 31, 2018 is provided below.

Excerpts from the Statement of Profit and Loss

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3,062	3,006
Total Income	56,386	65,980	62,351	56,989
Total expenses excluding interest, depreciation and tax (5)	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1.331	1.115
Profit before tax	14,974	19,908	18.938	17,600
Provision for tax (incl. deferred tax)*:	4,092	3,753	5,120	4,907
Profit after tax ®	10,882	16,155	13,818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10 948	16 176	13.800	12 891

(Corore, except per share data)

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2,184	1,092	1,148	1,148
Reserves and surplus (4.77.0)	60,749	62,410	66,869	59,934
Net worth / Shareholders equity"	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2c1+6)	24.91	#35.64	#30.08	#27.63
Book value per share (₹):31	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁽⁴⁾	NA.	NA.	NA.	NA.
Return on net worth (%) ⁽²⁾	22 31	25.44	20 32	20.78

- Advanted for September 2019 bows asset (1.11)
 Net worth is both oncy attonuctable to searly holders of the Campany.
 He worth is both lequely attonuctable to searly holders of the Campany.
 Example per state or Profit at test is respective average member of Equity Shares for the period.
 Example per state or Profit at test is respective average member of Equity Shares for the period.
 Debt-Equity visit or Total data disaded by the enths at the next of the period Debt-Equity visit on a root approach as a format and the period that the state of the stat
- awa. Seember 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US Internal Revenue Service (IRS), the Company had, in acc the APA, reversed income for expense provision of £1,432 crore, which perfamed to previous peniods which are no longer required.
- Based on audited consolidated financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018, March 31, 2017 and March 31, 2016.

Excerpts from the Statement of Profit and Loss

			(COOP D	xceps per snare data
Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax 171	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1.703	1,459
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19.981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) [®] :	4,426	4,241	5,598	5,251
Profit after tax ©	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	-	-	-

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2.176	1,088	1,144	1,144
Reserves and surplus (1.7)(8)	62,807	63,635	67.838	60,600
Net worth / shareholder's equity"	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)-2<7,69	26.06	#35.53	#31.40	#29.51
Book value per share (₹) ⁽³⁾	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ⁴	NA NA	NA NA	NA.	NA.
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

Return on field worth (nys:

* Adjusted for September 2018 const result 1);

* Debt Carry for The September 2018 const result 10 for each of the period of the Constant 10 for each of the September 2018 completed as price date for for for last 11 constant 10 for each of the September 2018 completed as price date for for for last 11 constant 10 for each of the September 21 constant 10 for each 10 for each of the September 21 constant 10 for each 10 for

Details of Ecrow Account

In accordance with Regulators 20 of the Buytass Regulators an Ecrow Agreement to be reflected that are no forger regulator.

In accordance with Regulators 20 of the Buytass Regulators an Ecrow Agreement is to be reflected that among the Company, the Manager to

the Buytash and folds Melhinde Built Lamited (Ecrow Agreement has been entered into among the Company, the Ecrow Agreet on

Kuta Complex, Bandria (East), Muritiss 400051, and an ecrow agreement has been entered into among the Company, the Escriw Agrent on

March 8, 2019.

March 8, 2019
Interms of the Estrow Agreement, the Company has opened an escrow account in the name and style "Inflays: Lid Buyback – Escrow Account" bearing the account number of 2513284427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 250 of the 154d cross-leading highly and the Secroy Account and earning for a burn granter is saised in flavor.

Account shall make up the requisite escrow amount under the Buyback Regulations. In accordance with the Buyback Regulations, the Account shall make up the requisite escrow amount under the Buyback Regulations in accordance with the Buyback Regulations. The Account shall make up the requisite shall be a shall be a

- If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations.

Firm Financing Arrangements

- The Company, duly authorized by its Buyback Committee, has identified and earmanked funds for the purpose of fulfillment of the obligations of the Company under the Buyback. Such earmanked funds, together with funds provided for escrow arrangements, are in excess of the Buyback Size.
- Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Deloitte Haskins & Selts LLP. Statutury auditors of the Company (Firm Registration number 117385WWH-100018, Charlete Accountants, have beeffield, vide their letter dated March 15, 2019, that the Company has made firm financing arrangements for falling the obligations under the Buyback or the Company has made firm financing the contractions under the Buyback or the Company has made firm financing the Company has made
- The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.
- 10. Listing Details and Stock Market Data

10. Listing Search of VecCh market Data.
10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE.
10.2 The high, low and average market prices of the Equity Shares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Armouncement and their corresponding volumes on BSE and the NSE are as follows.

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low ^e (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2.244.00	13-Apr-15	33,879	1,910.00	14-May-15	1.32,623	2,045.55	1,01.74,618
15-Jun-15 to 31-Mar-16	1,234.65	28-Mar-16	1.62.252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1.278.00	03-Jun-16	63.514	900.30	9-Nov-16	4.08.320	1.084.79	6,67,61,210
31-Mar-18	1,220.00	24-Jan-18	5,31,006	861.50	22-Aug-17	19,67,963	996.52	9,03,30,126
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (?)	Date of low	No. of Equity Shares traded on that date	Average price **	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.00	03-Sep-18	6,28,171	1,430.00	03-Sep-18	6,28,171	1,433,45	6,28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	692.00	21-Sep-18	7,73.924	726.86	76.17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.00	26-Oct-18	3,97.563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6.28.314	653.54	1.33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40.867	671.20	1,06.28,577
Jan-19	751.00	31-Jan-19	11.28,305	851.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3,12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 2018. The Company had also announced a bonus issue of 1-1 in FY 2016 with the record date on June 17, 2015.

NSE

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2.245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2.045.68	11.28,46,711
15-Jun-15 to 31-Mar-16	1.237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37,05,761	1.096.13	70.95,58,962
31-Mar-17	1.279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63,82.079	1.064.78	89.92,35,121
31-Mar-18	1.221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2.46,21,299	996.67	1,24.85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ?*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,79,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1,50,75,209	653.75	15.97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.46	15.47,14,992
Jan-19	751.30	31-Jan-19	1.38,25,233	651.00	04-Jan-19	78,89,310	708.29	21.25,09,846
Feb-19	772.25	08-Feb-19	59, 15, 169	721.30	19-Feb-19	94.01.334	747.38	11.90.07.692

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5 2018. The Company had also announced a bonus issue of 1.1 in FY 2018 with the record date on June 17, 2015.

Source: www.nesmala.com
* high is the highest price recorded for the Equity Share of the Company during the seid per
\$1 jour is the invest price recorded for the Equity Share of the Company during the seid per
\$1 jour is the invest price recorded for the Equity Share of the Company during the seid per
\$2 yearage price is the antimetical average of closing prices during the seid period

10.3 The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

Date	Description	NSE		NSE BSE	
			Low (₹)	High (₹)	Low (₹)
	Day prior to Notice of Board meeting to consider Buyback				
07-Jan-2019	proposal was given to NSE and BSE	673.60	661.5D	682.80	682.35
11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80
14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70

Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buytack will be, as follows:

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
1,80,00.00,000 Equity Shares of ₹5/- each	24.00,00,00,000	24.00.00,00,000
ssued:		
1,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
I,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32,84,07,220

11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears.

11.3 As on the date of Public Announcement there are no outstanding instruments convenible into Equity Shares (excluding instruments which open conversion / reversise do not result in a fresh issuance of shares or increase in the paid up share capital of the Company) expenditude of the contraction of the contract

Economy: Macro, Micro & More 19

Karnataka HC Offers Relief to Renewable **Energy Cos**

Sets aside state power regulator's order on banking and wheeling charges



Raavya.Chandrasekaran
@timesgroup.com
Bengaluru: The Karnataka High Courthas quashed the state regulator's order imposing retrospective charges related to transmission on renewable energy developers.
The developers and challenged a May an advantage of the control of the control of the court of the court

order "The court has obviously seem re-soon in our stand. This will go a long way in making our project viable." The developers had argued that whee-ling and banking charges would upset their financials besides creating pro-blems for them with their investors and lenders. The court order "is a big relief for us and a lot of other developers", sa-theresse.

India May Push Exports via **G2G Trade for Food Products**

ON AGENDA In talks to export non-Basmati rice to Philippines and Indonesia, sugar to Egypt

Kirtika.Suneja

@timesgroup.com
New Delhi: Worried over a slow-down in exports, the government of the protections with other countries to push peoports through government (G2G) tradial garangements for food products.

The commerce department at the trice to the Philippines and Indonesia, sugar to Egypt under the protections with other countries to push peoports through government (G2G) tradial garangements for food products.

The commerce department at the trice to the Philippines and Indonesia, and sugar to Egypt under this mechanism to boost exports in the process of the protection of the protecti

Finmin Asks Banks to Give Preference to Indian Firms for ATM Procurement



Move in line with DPIIT 2017 norms that support Make in India drive

New Delhi: The finance ministry has asked banks to give preference to Indian manufacturers under the "Make in India' initiative when purchasing ATMs. A finance ministry official said the directions are in accordance with the guidelines issuement of Indistrial Policy and Promotion (DIPP). Famish save been directed to ensure compliance, "he said. DIPP has mich been renamed the Department for Promotion of Indistrial Policy and Promotion of Indistrial Policy and Promotion of Indistrial Policy and DIPP has discontinuity and discriminating terms against domestic manufacturers and internal Trade (DPITT).

DIPP had Giscential the discontinuity of the promotion of Indistry and Internal Trade (DPITT).

DIPP had Giscential the discontinuity of the Promotion of Indistry and Internal Trade (DPITT).

DIPP had Giscential the discontinuity of the Promotion of Indistry and Internal Trade (DPITT).

The promotion of Indistrial Policy and Promotion of Indistrial Policy and Description of Verting the restrictive and discriminating terms against domestic cos in bid documents. In the promotion of Indistrial Policy and Promotion Office and the promotion of Indistrial Policy and Promotion Office and Indistribution of Indistrial Policy and Promotion Office and Indistribution of Indistribution of

Move in line with DPIIT 2017 norms that support Make in India drive Level PLAYING FIELD DPIIT also plans penal action for any discrimination and the beautiful properties of India nation and the Make in India In

Rupee Payment for Venezuelan Oil under Consideration

India may pay in local currency as US plans fresh sanctions to isolate the Latin American country

Sanjeev.Choudhary @timesgroup.com

New Delhi: India is considering Venezuela's proposal to use rupee for trade payments to protect the current oil import from the South American nation facing harde-ning US sanctions. The US has imposed a series of

sanctions on Venezunela to squeeze its oil revenue and force the nation's President Nicolas Maduro to step down. The US, which recognised opposition leader Juan Gualdo step down. The US, which recognised opposition leader Juan Gualdo Juanuary is now considering imposing new financial sanctions at least of the state of the state

Rupee Remedy

Oil ministry has proposed setting up an alternative mechanism to pay Venezuela in rupee amid US sanctions US mulls more financial curbs to block Latin American nation's access to international financial system

Pvt cos import 300,000 barrels of Venezuelan oil per day

Trade between Venezuela and India is worth \$6 b

and india is worth see 0

The oil ministry has sent the proposal to the ministry of external affairs, which is yet to respond to this, the official said. The trupee trade can be official said. The trupe trade can be official said. The trupe trade in hald be cause of huge trade imbalance between the wocountries, an official said. The trade between Venezuela and India is worth so billion, of which the wocountries, and official said. The trade between Venezuela and India is worth so billion, of which worth of the wocountries. The trade venezuela's import of Indian drugs, food and textle has fallen in recent years due to its financial crisis. The word of the wor

vested and univested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the pack out share capital of the Company) pursuant to exercise of which the Company would be required to issue a naximum of 2.3.4.416 Equity Shares to the employees of the Company.

In accordance with Regulation 24(0)(b) of the Buyback Regulations, the Company shall not issue any shares or other specified securities, including to way of froms. Ell the expiry of the Buyback Regulations, the Company shall not issue any shares or other specified securities, including to way of froms. Ell the expiry of the Buyback Regulations.

a accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from ne expiry of the Buyback Period, except in discharge of its subsisting obligations. 11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below

Shareholders	Pre Buy	/back	Post Buyback	
	No. of Equity Shares	% of Shares	No. of Equity Shares	% of Shares
Promoters and / or persons who are in the control and / or acting in concert (Promoter Group)	56,01,82,338	12.82	56,01,82,338	13.13
Indian Financial Institutions	31,73,073	0.07		
Banks	17,09,234	0.04		
Mutual Funds	58,46,44,086	13.38	3,70,54,99,106	86.87
Indian Public & Corporates	95,54,85,110	21.88		
Foreign Institutional Investors	1.49,15.64,414	34.14		
NRIs	2,58,96,923	0.59		
Foreign Nationals and Overseas Corporate Bodies	21,618	0		
American Depository Shares (ADS)	74,62,54,648	17.08	200000000000000000000000000000000000000	9000000
Total	4,36,89,31,444	100.00	4,26,56,81,444	100.00

12. Shareholding of the Promoters, Directors and KMPs

- 12.1 For the aggregate shareholding of the Promoters and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part Alabove.
- megrant of Part Alabove. For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Part Alabove.
- Part A acove.

 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Permoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.
- specified in Paragraph 3 of Part B above.

 14. The aggregate shareholding of the Prinnelers as on date of the Prinnelers have being the Part of the Pa
- Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

- sgulations, 2011.

 anagement Discussion and Analysis on the likely spact of the Buyback on The Company the Company of the Buyback on the Company of the Company of the Company of the Company except to the extent of the Company except the Company except to the extent of the Company except the Company except
- investment recome.

 12. The Buyback is not expected to impact growth opportunities for the Company.

 3. The Buyback is generally expected to improve return on equity reduction in the equity base, thereby lasting to long them increase in members value. The Company believes that the Buyback wall contribute to the equity base, thereby lasting to long term increase in members' value. The Company believes that the Buyback wall contribute to the everall enhancement of staterholders value going forward. The amount required by the Company for the Buyback (including the cost of financing the Buyback wall the transaction costs) will be invested out of cash and clark bushcreas it deposits and if or short tarm researches and or internal accurated for Company.

- Promoters are not entitled to participate under the Buybock.

 15. The Buyback of Equity Shares with not result in a change in control or otherwise affect the existing management structure of the Company.

 16. Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the bitstill high gad up equity share capital of stall below 25% of the bitstill high gad up equity share capital of

- the Company.

 As required under Section 68(2)(d) of the Companies Act, 2013 the ratio of the aggregate of secured and unsecured debt owed by the Company half not be more than being the paid up equity share capital and the more than being the paid up equity share capital and free reserves post the Bulyass. Unless otherwise determined by the Board including a committee thereof, any constituted by the Board or persons normated by their Board to exercise the powers in relation to the Bulyassic, will be completed within a maximum period of 6 months from the date of popping of the Bulyassic. The Company shall not withdraw the Bulyassic after this Public Announcement has been made.
- the Buylack, after the Public Announcement has been made in accordance with Regulation 24 (1)(f) of the Buylack Regulation, the Company shall not raise further capital for a period of one year from the early of the Buylack Period, except in discharge of the period of
- an me expiny of the Buyback Period.

 Or and the service of Equipment o
- 13.12 The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

- 14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

- enshwhile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS holders with underlying Capity States consequent to the wife budies of cut-fill Equily States consequent to the wife budies of cut-fill Equily States of the States of the
- required in the event conficient or the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, schrowledge and perform all agalications to file regulatory reportings, if required, including form FC-TRS, if received, by the Company for such regulatory reportings, if required, including form FC-TRS, if required, including form FC-TRS, if required, by the Company for such regulatory reportings, if required, by the Company.
- for such regulatory reportings, if required, by the Company, 14 6 30 he that Investigated of the Company, as on the data hereof. 14 6 is not set at Investigation of the Company, as on the data hereof. In the Investigation of the eligible transfer of their Equipy Shares to the Company as set out under paragraphs 14.2 and 14.3 above, the Company shall obtain such statutory or regulatory approvals and set of the Investigation of Investigation of the Investigation of the Investigation of Investigation of the Investigation in relation to the Investigation of the Company's obligations in relation

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

16. Compliance Officer and Investor Service Centre

KARVYIII

KARV III.

KARY Flinch Private Limited (formerly Karry Computershare Private Limited) (Karry Steinbur Dowe B. Pitch Nos. 31.6.32. Financial District Naraskramguda, Serlingamegly Mandal, Pylgorabad - Sooro32, India Contact Person: M. Murali Kirsha Phone: =91.10.6716 2022

Fax: =91.40.2343.1551

Email: emerit Grigslardy com
SEBI Registration: INH0000002021

SEBI Registration: INH0000002021

16.2 In case of any query, the shareholders may contact the Registrar 8. Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Saturday, Sunday and Public holidays.

16.3 The Company has designated the following as the Compliance Officer for the Buyback.

Name: A. C. S. Manilamba
Designation: Company Secretary
Address: Triboys Limited
No. 44, Electronics City Hosur Road.
Bengature 950 100, India
Tel: -91 80 4118 7775
Fax: -91 80 2582 0754
Email Icl: sharebuybacklightdosys.com

17. Merchant Banker to the Buyback



Validity Period: Permanent Registration
Directors' Responsibility
As per Regulation 24(1)(a) of the Buylock Regulations, the Board
As per Regulation 24(1)(a) of the Buylock Regulations, the Board
As a responsibility of the Buylock Regulations, scored
full and final responsibility of all the information contained in all other adversaments, cerculars, brochurus, publicly materials and charles and the scored of the Buylock and confirm that this Public Amountement contains true, factual and material Public Amountement is issued under the authority of the dark in terms of the resolution passed by the Buylock committee in its meeting dated March 15, 2019.

For and on behalf of the Board of Directors of throsps: Limited

of Infosys Limited Chief Executive Chief Operating Officer and Officer and Whole-time Director Din: 01876159 DIN: 08782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru



PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSY'S LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

MARKET INNOCE

EXCHANGE BOARD OF INDIA (BUTDOC.)

This public announcement (the "Public Announcement") is being made in relation to the Byracke, pursuant to the provisions of Regulation and contains the discosures, as specified in Scheduler (Negulations). The same been subject to rounding of adjustments. The tends of the Public Announcement, including any permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitte and contains the disclosures, as specified in Schedule N thereunder. Certain figures contained in this Public Announcement, including Financial information, have been subject to rounding off adjustments. All decimals have been rounded of 10 bits decimal points. In certain instances, 0) the sam or percentage change of such numbers may not conform exactly to the bits fligure; given, and (0) the sum of the numbers in a column or row in certain stoles may not conform exactly to the lotal fugure given to that column or row Further certain auxiliary to the lotal fugure given for that column or row Further certain auxiliary information in this Public Announcement has been presented in core! One core represents 10 million, i. e. 100,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- yback Regulations
 DETAILS OF BUYBACK AND OFFER PRICE
 The board of directions of the Company (hereinable referred to as the "Board", which expression includes any committee duly constituted by the Board resolution), at its meeting held or junior 11, 2019. This subject to the approval of the members of the provision of the members of the provision of such satutory, regulatory or governmental authorities as may be required under applicable lives, approved the proposal to by back its own fully pask-up (buylly Shares of time value of \$5'-seathern") and subject to the approval of the Company (provision of the Company) (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies) (provision of the total padro) capital and determined the Companies Act), the Standard of the Companies Act), the Standard of the Companies Act) and the Buyback (Provision) (the Companies) (the C
- 15% prescribed in mylemented by the Company from its free reserves in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations by way of open market prochases through the abook exchanges, by the order matching yelectures as grounded under the Buyback Regulations. For market prochases through all or none or does matching system as grounded under the Buyback Regulations. For Company small or of buyback and and pugades Regulations. For Company small on the buyback and and pugades the Regulations for Company small on the buyback and and pugades the processing the state of the buyback or until the Equily Shares become standerable. There are no partly paid up Equily Shares with calls in arreas.
- in arreas.

 A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/shareholdes-reach-2019 sapps and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period The proposed simetable for the Buyback is set out under Paragraph 3 of Part B below.

- of the Company in the medium term.

 1. The Board decided to retain its policy of returning up to 70% of the feet cash flow of the corresponding Financial Year in such memors, as may be decided by the Board from time to time, subject to decide the properties of the

- paid 2-253 cited with a 20 in the legislate interities and to be designed in the control of the proportion of the propor
- collumning proposals:

 (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members.
- Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8.280 crore

Butybeck Size of us to 18,200 cores As the USSIMIR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in USS terms amounts to \$1.872 million (comprising of \$100 million lowards special dividend paid mentioned above and \$300 million* towards special dividend paid to shareholders in January 2019) 1758.116.8724 and Excessor 37.0181

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company efter taking into account the strategic and operational cash requirements of the Company in the medium term and for returning supplies funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following resource.

 a. The Buyback will help the Company to return surplus cash to its members.
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to self their Equity Shares and receive cash or not to self their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- I AU UP CAPTIAL AND PREE RESERVES
 The maximum amount of funds required for the Buyback will not exceed it 2.60 crore (Rupees Eight Thousand Two Handred and Say crore only). begin 1.54% of the aggregate of the statis paid-up capital and free reserves of the Company which is less than 15%, of the aggregate of the total paid-up capital and free reserves of the Company and and free reserves of the Company and a size of the spread of the statistical paid and free reserves of the Company as at December 31, 2016 on a standators basis.
- Company as at December 31, 2018 (on a standatione basis).

 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred in the Buyback, such as, brokerage, filling fees, advisors' fees, intermediaries' fees, public amountement publication expenses, printing and dispatch

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK
- COMPANY PROPOSES TO BLY- BACK
 At the Massimum Buylanck Price and the Massimum Buylanck
 Size, the indicative maximum number of Equity Shares bought
 buck would be 10,25,0000 Equity Shares (Massimum Buylanck
 Shares), compassing approximative 2,26% of the propil-op equity
 Shares (1,000) Compassing approximative 2,26% of the propil-op equity
 Fine Equity Shares are bought back at a price below the Madimum
 Duylanch Price and Shares are bought back at a price below the Madimum
 Duylanch Price and Shares are bought back at a price below the Madimum
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 Duylanch Price Address and the Shares are bought back and the Shares are bought back at a price below the Madimum
 Duylanch Price Address and the Shares are bought back and the Shares are bough
- exbject to the Maximum Beyback Size

 The Company shall ultips or least 50% of the amount earmanked as the Maximum Buyback Size for the Buyback, i.e. *X 130 core as the Maximum Buyback Size of the Maximum Buyback Size). Based on the Manimum Buyback Size and Maximum Buyback Size, the Company would purchase a minimum of 5:16;25:000 Equity Shares.
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of internation (January 8.2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- the board Meeting to consider the priposal or the Buylask.

 Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of \$8000, per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS
- TO THE OTHER PROPERTY OF THE STATE OF THE ST

S. No.	Particulars	Amount (₹ crore)
1.	Total paid-up equity capital	2.184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	58,820
4.	15% of the aggregate of the total paid-up equity capital and free reserves	8.523

Based on the above, the Maximum Buyback Size, i.e. ₹8,280 crore, is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company.

As per the latest audited Consolidated balance sheet of the Group as at Docember 31, 2018, aggregate total paid-up equity capital and free reserves is ₹61,103 crore.

- METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND REGULATION 16 OF THE BUYBACK REGULATIONS
 - REGULATION 16 OF THE BUYBACK REGULATION.

 The Buyback is open to 10 and an immediate holding fourly Shares or 10 and 10 a
- from time to time.

 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the brokes, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- the Stoker, appointed by the Company, in accordants with me the Company and in a company and a company and a company in the Buyland by members he had Physical Sheers. In this region to the Buyland by members with ord Physical Sheers. In this region to permission to use a separate window for the Buylands of physical sheers in them of Regulation for on the Buylands of physical sheers in them of Regulation for the Buylands of physical sheers in the Regulation of the Buylands of any rule, circular or notification issued by the Indian Stock Exchanges or SEBI with respect to participation by members holding Physical Shares. Upon compassion of formalises with the Carbangson SEBI with respect to Physical Shares in the Microbio that Company and Buylands for Physical Shares in the Microbio that Company and Buylands for Physical Shares in the Physical Share Buylands Window shall be subject to the Buylands. Regulations, requirements provided by the Indian Stock Exchanges of SEBI with respect to Physical Shares in the Contact or confidences asset of by the Indian Stock Exchanges of SEBI with respect to participation by members holding Physical Shares in the Contact or confidences asset of by the Indian Stock Exchanges SEBI with respect to participation by members holding Physical Shares in the Indian Stock Exchanges SEBI with respect to participation by members holding Physical Shares in the Indian Shares In the Indian Stock Exchanges of SEBI with respect to participation by members holding Physical Shares in the Indian Shares I
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

Plealis of the aggregate shareholding of the Promoters an Promoter Group, the directors of the Promoter where Promote is a Company and of Directors and Key Managerial Personn of the Company as on the date of the Public Announcement (i.e. March 15, 2019) is as below.

8.1 The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019)

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)			
A. Pron	A. Promoters					
1	Sudha Gopalakrishnan	9,53,57,000	2.18			
2	Rohan Murty	6,08,12,892	1.39			
3	S. Gopalakrishnan	4,18,53,808	0.96			
4	Nandan M. Nilekani	4,07,83,162	0.93			
5	Akshata Murty	3,89,57,096	0.89			
6	Asha Dinesh	3,85,79,304	0.88			

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2.80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17.65.768	0.04
B. Pror	noter Group		
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulat Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

- 8.2 The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the permitter is a Company.
 The Company toes not have any corporate promoter.
 8.3 The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019).

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	tors			
1	Nandan M. Nilekani Non-Executive Chairman		4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	-
5	Kiran Mazumdar-Shaw	Independent Director	-	_
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	-	-
8	Michael Gibbs	Independent Director	-	-
9	D. Sundaram	Independent Director	-	-
B. Key I	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	-
13	Ravi Kumar S.	Deputy Chief Operating Officer	-	-
14	Mohit Joshi	President	-	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	-
Total A	-8		4,41,29,028	1.01

effect from March 1, 2019. Milanjen Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sanghrajka has resulted in the postal batter notice. I.e. January 11, 2019. Jayesh Sanghrajka their more constitution of the date of the postal batter notice. I.e. January 11, 2019. Jayesh Sanghrajka their Chef Financial Officer.

8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

	S. No.	Name	Designation	No. of ADRs
ſ	1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
	2.	Mohit Joshi	President	30,050

8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the date of Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3.82.574	Nil
2 U.B. Pravin Rao	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09.126	Nil
		Whole-time Director	Equity Option	64,500	21,500
3 Ravi Kumar S.	Ravi Kumar S.	evi Kumar S. Deputy Chief Operating Officer		2,94.126	Nil
			ADR Options	1,12,750	Nil
4 M	Mohit Joshi	President	ADR RSU	2,88,276	Nil
			ADR Options	1,12.750	1.12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03.736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2018), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum price (₹)	Date of maximum price	Minimum price (₹)	Date of minimum price
Promo	ters						
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2,09,26.904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
5	Akshata Murty	1,94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92.89.652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67.546	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22.819	Bonus	Nit	06-Sep-18	Nil	06-Sep-18
12	Nihar Nilekani	63,38.876	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
13	Janhavi Nilekani	63,32,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
14	Kumari Shibutat	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
15	Deeksha Dinesh	38,23.342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
16	Divya Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
18	Shruti Shibulal	13.68.769	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Promo	ter Group ⁽¹⁾						
20	Gauray Manchanda	8,05,860	Sale	1,382,48	09-Aug-18	1,362,38	08-Aug-18
		77,88.113	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
21	Milan Shibulal Manchanda	77.17.934	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
22	Bhairavi Madhusudhan	8,05,860	Sale	1.382.47	09-Aug-18	1.362.40	08-Aug-18
		31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Directo	irs						
23	D.N. Prahlad	10.96.095	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
24	Salil Parekh	1.03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-19
		37,834	Sale	737.11	01-Mar-19	737.11	01-Mar-19
25	U.B. Pravin Rao	6.812	Exercise of RSUs	5	02-May-18	5	02-May-18
		5,36.848	Bonus		06-Sep-18	NII	06-Sep-18
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
		1,600	Sale	722.70	28-Feb-19	722.70	28-Feb-19
Key Ma	magerial Personnel						
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	12.226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-18
		6,200		737.11	01-Mar-19	737.11	01-Mar-19
28	A.G.S. Manikantha		Bonus		06-Sep-18	Nil	06-Sep-18
	1		Exercise of RSU		12-Nov-18	Nil	12-Nov-18

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Angungement (i.e. March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nav-18
2	Ravi Kumar S.	1.15,976	Exercise of RSU and options	15.26	01-Nav-18	Nil	01-Nov-18
		1.15,978	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	*20.21	01-Aug-18	*20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
1	Salil Parekh	2.21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1.03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	NI	06-Sep-18	NII	08-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S.	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	NI	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	05-Sep-18	Nil	05-Sep-18
	Approved 2	59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	No	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0,10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nit	06-Sep-18	NE	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	No	06-Sep-18	Nil	05-Sep-18
		12,226	Exercise of RSU	₹5	13-Nov-18	Nil	13-Nov-18
8.	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	II i	1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- Promotes, Promoter Group and Persons in Control of the Company. The Company, confirms that there are no defaults subsisting in the respirant of deposits, interest payment thereon or redemption of debanture. Or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest playable thereon to any financial institution or banking company.
- regulyment or any entroduct or interest payabes experient to any entroduction of bening company.

 12. The Sound has confirmed that this made a full enquiry into the affairs and prospects of the Company and has formed the opinion that it is immediately following the date of the Sound meeting held on January 11, 2019 and the date of passing of the members which the Company can be found unable to pay its debts, and b. as registed the Company spospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback. Analysis greates to the Board intertion with respect to the management of the Company's business during that year and to the Board of the financial resources, which that year. The Company will be able to meet its liabilities as an an when they fall due and will not be respected insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Possal Balot Resolution.

 In forming its opinion for the above purposes, the Board hais
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptoy Code, 2018 (to the extent notified).

and Bankingtoy Code, 2016 (to the extent notified). Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors, regarding insolvency.

The text of the Report dated January 11, 2019 received from belotice Haskins & Selfs LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

To.
The Board of Directors.
Infosys Limited
No. 44, Infosys Avenue,
Hosur Road, Electronics City,
Bengaluru,
Karnataka – 500100

Dear Sir / Madam,

Data Sir a maum.

Re: Statutory Auditor's Report in respect of proposed buyback of Equity Shares by infosys Limited (the "Company") in terms of Clause (xi) of Schedule of the Securities and Exchange Beard of India (Buyback Regulations, 2016, as amended ("Buyback Regulations")

redule I of the Securities and Exchange Board of India (Buy-Back securities) Regulation, 2018, as armedred (Buyback Regulation). This Report is issued in accordance with the terms of our engagement letter dead June 26, 2019.

The Board of Direction of the Company have approved a proposal for buyback of Egylish Shreet by the Company at its Meeting held on January 11, 2019, in pursuance of the provision of Sections 6, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

We have been requested by the Management of the Company to the Variety of the Companies Act, 2013, as an employed to the Companies Act, 2013, as an employed and the Buyback Regulations.

Section 19 Payment (including premium) ("Annexus A1) as at December 31, 2016 Revenabler referred to a the "Statement Phase been prepared by the Management, which we have intalled for the purposes of identification only nagements Responsibility".

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the provision to Regulation 4 (vi) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and different relevant supporting records and documents. This responsibility in includes the design, implementation and maintenance of all accounting and different relevant supporting records and documents. This responsibility is a supporting the responsibility of the management of the Company, includes the design implement and and maintenance of all accounting and definitions that the second-beller in the commissions.

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:
- we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;
- statements as at December 51, 2018.

 The amount of permissible capital payment is assible in invenior to the same of permissible capital payment is assible in invenior condemned standards from condemned standards from condemned standards instruments as at December 11, 2018 in accordance with Section-68(2) of the Art and the proviso to Regulation (4) of the Buyback Regulations; and the proviso to Regulation (4) of the Buyback Regulation (4) or 10 have formed the opinion as specified in Clause (b) of Schedule 1 to the Buyback Regulations, and reasonable grounds and that the Company will not, having period of one year from the aforeasid date and from the date on which the results of the shareholders repollution with regard to the proposed buyback are declared.
- the proposed buyback are declared. The interim condessed standations financial statements referred to in paragraph 3 above, have been audited by us, on which we have saused an unmodified audit opinion in our report dated January 11, 2018. We conducted our audit of the interim the Standards on Auditing and other applicable submotative procouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are fire of material misstatement.
- susmerrorits are tree or material insistatement. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Charlered Accountants of India (the 'Guidance Note). The Guidance Note requires that we comply with the efficial requirements of the Code of Ethics issued by the Institute of Charlered Accountants of India.
- We have compiled with the relevant applicable requirements of the Standard on Quality Control (SOC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

- We have inquired into the state of affairs of the Company in relation to its audited interim condensed standations financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- of the Company on January 11, 2019.

 The amount of permissible capital payment (including premium) towards the proposed Bluyback of Equity Shares as computed in the Statement attacked interventing, as Amesium A. Section 86 (2)(c) of the Act. The amounts of share capital and the free reserves have been extracted from the audited interim condensed standardore forancial statements of the Company as at and for nine methics period decided interim.
- condenses standardore francial statements of the Company sat and for mine morths period ended December 31, 2018.

 In The Board of Directors of the Company, at their meeting helid on January 11, 2019 have fromed their opinion as specified in disuate (c) of Schedule 1 to the Buyback Regulations, on disuate (c) of Schedule 1 to the Buyback Regulations, on state of dartar, with not the middened inschedule 1 to the Supplications, on state of dartar, with not the middened inschedule that a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the Santenbodien' resolution with negard to the proposed Suprack. John 1 of the Company (c) in connection with the proposed Suprack. Of Equity States of the Company in pursuance to the provisions of Sections 68 and other agplicable provisions of the Act and the Suprack Regulators, (i) to tendine the Board of December 4 to the Suprack Regulators, (ii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to Company or Results of the Company or Results of the Company or Results of the Company of Results of Suprack Regulators, and many not be subside to any other purpose.

 For Decime Health and Sales LLD Plantered Accountants (rim Regulators No. 11756WWW-100018)

 P. R. Ramesh Partner

Annexure A.-Statement of Permissible Capital Payment Computation of amount of permissible capital payment towards buptack of equily stanses via accordance with Section Sel2(pc) of the Companies Act. 2013 ("the ACT), based on audited interim condensed standardone financial statements as at and for the nine months period ended December 31, 2018.

rancuss	(7 in crore)
Paid up equity capital as at December 31, 2018 (A).	2,184
Free Reserves as at December 31, 2018:	1777
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the provisio to Regulation 4(iv) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves.	8 523

For Infosys Limited Sd/-

- January 11, 2019

 14. GENERAL OBLIGATIONS OF THE GOMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

 14. In accordance with Regulation 24(9)(b) of the Buyback Regulations. The Company shall not issue any shares or other specified securities. According by way of borns, lift the script of the Company share of the specified securities.
- the Buyback Period.

 12- The Company shall not make any further issue of the same kind of shares or other sociaties including allotiment of new shares under Section (31)(ji)) of other specified issuenties within service of social soc
- or debentures into Equity Shares.

 14.3 In accordance with Regulation 24(0)(ii) of the Buytack Regulations. The Company shall not trais e through capital for a period of one year subsiding obligations.

 14.3 The special resolution approach to discharge of its subsiding obligations.

 14.4 The special resolution approach the Buytack will be waite for a maximum period of one year from the date of passing of the said special resolution of such extended period as may be permitted under the Companies Act or the Buytack Regulations or by the appropriate subcrities; The result intended for the Buyback shall be appropriated subcrities; The result intended for the Buyback shall the above time limit.

be decided by the land; or this day constituted committee) within the above time land.

14.5 The Equity. Shares bought back by the Company will be computerly canceled and will not be held for re-insulance.

14.6 The Company shall not withdraw the Buyback after the Public Amountment for the Buyback as made, and

14.7 The Company shall not buyback the locked in Equity Shares and until the Equity Shares become teamfacially.

All the material documents referred to in the Public Amountment as the shares and an experiment of the buyback that the Company, relevant Board resolution for the Buyback, the Austrian such as the Memorandium and Articles of Association of the Company, relevant Board resolution for the Buyback, the Austrian's Report dated April 13, 2018 and the austrial accounts for the period from April 1, 2017 to March 31, 2018 the Austrian's Report dated from the Company at the Shares and 16.00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notes. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts of a second to the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal be was seconed on March 12, 2019, the results of which were announced on March 14, 2019.

- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.3.25.0.000 Equity Shares, comprising approximately 2.38% of the past-up equity share capital of the Company as of December 31, 2018 and as not the date of the Public Announcement (on a standation basis) if the Equity Shares are bought back at a price below Maximum

Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size

- 2.2 Further, the Company shall ublize at least 50% of the amount earmanked as the Maximum Buyback Size for the Buyback i.e. **C4.130 crore (Rupees Four Thousean One Hundred and Thirty Crore civil) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of \$1,02.500 Equily Shares.
- 2.3 The funds for the implementation of the Blugback will be sourced up of the fire reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.

 2.4 Borrowed funds from barns and firencial installations, will not be upset for the Buyback.
- 2.5 As mentioned in Paragraph 3.1 of Part Alabove, in continuation of the Company's efforts to effectively utilize the surplus cash, it is prop to Buyback 14.54% of the aggregate of the total paragraph can provide and free reserves of the Company based on the latest autodet astatements of the Company based on the latest autodet has statements of the Company as at December 3.7 of 6 on a standation basis from the open market through the inflant Stock Exchange.

PROPOSED TIMETABLE FOR THE BUYBACK

On March 20, 2019 ement of the Verification / Acceptance of Equity Shares accepted in the physical mode

Upon the relevant pay-out by the Indian Stock Exchanges

Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018, as wherebody, and the bysishest trained fleetangle file in Early Siness bought both we in physical month, on or before the 19th object of the physical month, on or before the 19th object of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are resignished within 2 (seven) days of the expriny of the Buydack Percol California (a) on September 19, 2019 (that is 6 months from the date of the opening of the Buydack), or (b) when the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California California Committee thereof constituted to

Buyback Size: or all such earlier data as may be determined by the Board (including a committee thereof, constitute the Board or persons normisated by the Board or committee to exercise its powers, and or of the po-conferred by the Board resolution in resident in the Bupback, after giving notion of such search cost subject to the Company having desloyed an amount equivalent to the Minimum Buyback Size (or if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not bought back), however, that all payment obligations relating to the Buyback shall be completed be the sast date for the Buyback.

- bought back), however, that all build be the Bullyack.

 PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK.

 The Buyback is one to all members holding Equity Shares for the Buyback is one to all the promisers and the promisers and the promisers of any rule, circular or netification issued by the Indian Stock Exchanges of SEBIL and (ii) beneficial owners holding Equity Shares in demanterational form; Demat Shares). The promoter Group and Persons in Control of the Company what becomes the promoter of the

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbia-400051 Arikush Singh Phone: +91 22 4285 8455 Email: ankushr singh@kotak.com

- tiese stell Hegieration No. "McCouncounts" in the Season Hegieration No. "McCouncounts" in the Early Shares are traded in complisory demandralated mode under the trading code(s) 50000 at 85E and NRY at NSC. The Season Hegieration of the Season Hegieration of the Season Hegieration of the Physical Indiana States In the separate workow create for the physical basing segment by the Indian endown control of the Physical Indiana States (Exchanges or SERI strong Control of the Season Hegieration (1) and the Season Hegieration of the Season Hegieration (1) and the Season Hegieration (1) and the Season Hegieration of the Season Hegieration (1) and the Season (1) and the Season (1) and the Season (1) and the Seas
- Indian Stock Exchanges furing the Buylance period.

 The Concepts, seal, in accordance with the applicable leavs commencing on March 20, 2019 (e. e. the date of commencement of the Buylanch, place four, order to Bell and / or NSE on the normal stading agained to buy back the Equity Shares through the Congraph shoel in such quantity and at such post of the conference of the succession of the such control of the such control of the such control of the such stading and such post of the such stading upon the preceding marked price of the Equity Shares on the Indian Stock Exchanges. When the Congraph has placed an order for Buylanch stading Shares are such stading to the such stading that the such stading the such stading that the such stading the such stading that the such stading tha
- purchaser would be available to the market participants of the infolial Soutie Exchanges. Be Demail Shares: Beneficial covers in the Buyback of Demail Shares: Beneficial covers in the Buyback would have to do so through their Soutic Work who have to do so through their Soutic Work who have to do so through their Soutic work who have to do so through their Soutic Work who have to do so through their Soutic Work who have to do self-whenever the Company has placed a buy order for Buyback of the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Company has been the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Demail Shares in the Company has been the Equity Shares in their so to by the price at which the order matches the price sendered by the beneficial covers and that price would be the Buyback price for that Demerical covers and that price would be the Buyback price for that Demerical works and that price would be the Buyback price for that Demerical the Company has been and the price would be the Buyback on the through days of the Indian Stock Exchanges.

 It may be noted that a uniform price will not be placed on the through depend on the process at which the same would depend on the process at which the trade with that shareholder was executed.
- depend on the price at which the trade with that shareholder was executed.

 Procedure for Buyback of Physical Shares: The Company was approach the Indian Book Exchanges for permission to use of Regulation the Indian Book Exchanges for permission to use of Regulation 19 of the Buyback Mindow. Shareholders holding Physical Shares Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares Buyback Window. Backet to the provision of day in the ordinary end for the Shares Buyback Window. Shares Buyback Window. Backet the Shares and Exchange provise to Regulation. 4017 of the Securities and Exchange Power to Regulation. 4017 of the Securities and Exchanges Board India Chaling Obligations and Exchanges and Exchanges Board India Chaling Obligations and Exchanges and
- Share Buyback Window shall stand closed effective April 1, 2018. Upon receipt of the permission from the Indian Sock Exchanges to use their Physical Share Buyback Window, the Company shall boy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by Indian Stock Extranges and any directions in this regard. As per indian Stock Extranges and any directions in this regard. As per

- Regulation 19 of the Bulyabac Regulations.

 (The Physical Share bulyaback Windows shall remain open during the Bulyaback Period, for the bulyaback of Physical Shares. However, SEBI has, through its press release dated December 3, 2016, directed that from April 1, 2019 no transfer of sourcines with sep processed unless securities with sep increased unless securities with septiment to supply the service share shall be builty to the service shall be served to the company and on completion of the successful verification, the sale transaction may be severated by the brower appointed by the eligible shareholder or Company's broker.

 (In The price at which the Physical Shares are bodglit back shall
- way on executed by the broker appointed by the eligible shareholder of company's broker.

 The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the catendar week in which can't Physical Shares are received by the broker. In case no the catendar week, the preceding week when the company as the catendar week, the proceeding week when the Company as the catendar week, the proceeding week when the Company as the catendar week, the proceeding week when the Company as the catendar week, the proceeding week when the Company as the catendar week to the Supuls Shares is identified average for the catendar week.

 The Company's brokers wit charge a brokerage of Share to the order to company as the proceeding clearly week.

 The Company's brokers wit charge a brokerage of Shares of the volume weighted average market price of the Equity Shares of the volume weighted average market price of the Equity Shares and the volume weighted average market proceeding the proceeding clearly week.
- Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out including the
 - (i) original physical share certifical
- orginal physical share certificate(s). which samped, signed by the strateform (by 4th files stamped, signed by the stransferon (by 4th five eligible shareholders in case the Equity Shares are in join rames in the same order in which they hold Equity Shares in the Company) as per the specimen the appropriate dispose submicring the transfer of the Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares certificates accompanied by valid share transfer from as received from the market, wherein the name of the Equiteree has not been filed in and (b) Organia Doubs exchange in relation to the purchase of the Equity Shares being tendered in this case:
- peng rendered in this case;

 (v) XYC Form (be be filled and signed only by the first holder),
 Acceptance Form and Declaration Form to be signed by
 all sharhelshering; including jain holders of shares). The
 XYC Form, Acceptance Form and Declaration Form can be
 obtained by contacting the Company. Share Transfer Apent
 at the details mentioned in Paragraph 16 1 below;
 (v) Back account tetails of the first names shareholder along
 with the copy of a self-attested cancelled cheque;
- (vi) a self-attested copy of the shareholder's (including joint holders) PAN card or other document confirming the shareholder's identity.
- a self-attested copy of a document confirming the shareholder's current address:
- (viii) telephone number and email address of all the shareholders (including joint shareholders);
- (x) copies of regulatory approvals required, if any, by the shareholder for the transfer of Equity Shares to the Company.
- shareholder for the transfer of Equity Shares to the Compar-ary other relevant documents such as power of an entry other relevant documents such as power of singularities), notification of specimic capporate authorization (such as board resolution) is specim signatures), notificated copy of death certificate. Reser-Bank of India approval (in case of non-resident shareholder and succession certificate or proclated will, if the origin shareholder is doceased, as applicable, either by register post or counter of hand delivery to the following address.



- Kotak Securities Limited
 278KC, Plot No. C-27, "O" Block.
 Bandra Krufz Complex, Bandra (East),
 Bother Ferona, "Annual Singh
 Phone: #1 22 4245 8455
 Email: ankushr simph (Brokat-com
 Website: www. Moduseccurities com:
 SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ION: 19999984#1904PLC134951
 The following Set of documents are admissible as Proof of Identity; "O) Unique Identification Number (UIID) (Admina) (PA)
 Paspoor! Volve Health; Card V Diving License, (i) PAN
 sport (Institute of Institute Complex (Institute Complex (Institute

- 4.13 Shareholders are fire to sell or hold their physical Equipshare Shares entirely at their discretion and that process is designed in accordance with Bulyback Regulations only to assist those shareholders holding Equip Shares in the physical form, who are destinus of selling their Equip Shares and who would like to here a broken to enable them to do so and with abetiged to here a broken to enable them to do so and with abetiged so here a broken to enable them to do so and with abetiged so have a broken to enable them to do so and so that Enysical Shares will not be accepted for bypack unless a complete set of documents as mentioned in Paragraph 4.12 of Part 8 above is submitted to Company's Broken Aposptism of the Physical Shares for Bulyback shall be subject to verification of the documents sometimed by the shareholders as per the Bulyback shares for Bulyback shall be subject to verification of the documents southed by the shareholders as per the Bulyback shares in the week is subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares he per populated here exceeded by the Dividence with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the boyoglach of such Physical Shares has been completed in all respects.
 4.15 Shaeholders are requested to get in boot with the McChart.
 4.15 Shaeholders are requested to get in boot with the McChart.
- of the buyback of such Physical Shares has been completed in respects.

 Shareholder in Frauentiefs or get in boods with he Menchant of the Physical Shares of the Shares of the Regulator and the Company's Broken or the Regulator and Share Transfer Apent of the Company's Broken or the Regulator and Share Transfer Apent of the Company to claimly any doubter in the process.

 Subject to the Ompany purchaining Equity Shares for an amount equivalent to the Minimum Buyback Size. nothing contained even shall create any obligation on the part of the Company of the company of the part of any absorbtiother to have any Equity Shares bought book, even if the Shares Mought book, even if the Shares Mought and I or impair any power of the Company or the Board to terminate any process in relation to the Buyback. On the Shares Mought and I or impair any power of the Company or the Board to terminate any process in relation to the Buyback. Determinate any power of the Company or the Board to terminate any power of the Company or the Board to terminate any power of the Company or the Board to the Marinum Buyback Size. Shall be liable to be fortified and stoppedied in the Invested Protection and Education free precent of the Marinum Buyback Size. Shall be liable to be fortified and stoppedied in the Invested Protection and Education Regulations.
- Buyback Regulations.

 The Company shall submit the information regarding the Equity Shares bought back by R, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosyoria.neboordshareholder-services/Pages/Buyback-2019.aspc on a daily basis.

 ADS holders are permitted to convert their ADS into Equity Shares book shareholder-services such Equity Shares on the indian Stock Exchanges during the Buyback period.

 METHOD OR STITT LIMENT

- Shares, and, subsequently, opt to sell such Equity Shares on the inlans Shote Exchanges during the Buyback perior.

 METHOD OF SETTLEMENT

 Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for reads residented, as applicable to before every pay-in date for reads residented, as applicable to determine the self-shares collection and the self-shares collection and the company will be undertained in the formation of the self-shares collection and the company will be undertained in the Buyback. Demat Account). Demat Shares bought back by the Company will be undertained in the Buyback Demat Account by will be undertained to the Buyback. Demat Shares bought back by the company will be undertained in the Buyback. Demat Shares sould be required to transfer the number of such Demat Shares sould be required to transfer the number of such Demat Shares sould be too the company pursuant to the Buyback. Demat Shares sould be the Company and the self-shares and the Company and the self-shares sould be required to provide the buyback that the self-shares sould to the Company are self-shared to the stock because through whom the trade was succured, by tendening the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the Company as referred to in Paragraph 14 of Part BL. Settlement of by Physical Shares: Shares to such a Company is token within such time as may be prescribed. Standards and the Source of the Scurilles and Exchanges Board of India standards. Part of the Scurilles and Exchanges Board of India to the Supplace Scurilles and Exchanges Board of India market provided to the Scurilles and Exchanges Board of India the Company of Participants in Sequelations, 1908 as amended and its by-laws, in the manner specified in the Buyback. The Company for a

- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited (Merchant Banker). Kany Fintech Private Limited (Registrars) and the Statutory Auditor of

the Company by the 15th (fifteenth) day of the succeeding month-provided that the Company undertakes to ensure that all Physical Shares bought back are exdinguelsed within 7 (several days from the last date of competion of the Bulyback, in compliance with the Bulyback Regulation. Consideration for the Equity Shares bought back by the Company shall be paid only law yar of cash.

Completerior for the Equity Gaines bought back by the Company self-completerior for the Equity Gaines bought back by the Company Hatory and Overview of the Company
Hatory and Overview of the Company
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Hatory and Overview of the Company
Hatory and Overview of the Company
India, as in those Consultants Finale Limited, as provide immed can be a history to consultants Finale Limited as provide immed can was changed to Indiaya Technologues Limited in June 1992. When It became a public Intelled Company In June 2011, the Company changed its name from Indiaya Technologies Limited in April 1992 and to Infelya Technologues Limited in June 1992. The Company changed its name from Indiaya Technologies Limited on Social Rechanges in India in June 1992. The Company changed its name from Indiaya Technologies Limited as insidal public ordering of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company completed signored secondary completery of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Mathematical Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was not commensurate with the Index of the Mathematical Company was continue

Overview of the Company

Overheev of the Company () infogre so applied leader in next-generation digital services and consulting. The Company enable clients in 46 countries to nexigate their digital transformation. With over three decades of experience in managing the systems and workings of policial enterprises, at experts share its clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise and experts share the clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise proposes the business with Agilie digital reader to device unsprecedented levels of performance and customer desight its always—in learning apends drives their continuous improvement through building and transforming digital skills, expertise, and dates from its invanction ecosystem.

(ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

Digital Services ocerpties service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience. It was to be a service of the company of t

Experience Insight Innovate
 Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and industrialized over the years. These primarily include application management services, propretary application development services, independent validation solutions, product engineering and management, indirestructure management services, traditional enterprise application implementation, support and infegration services.

Products and Platforms include:

Finacle³
 Redge Suite
 Infosys Nica
 Panaya³
 Skava³
 Skava³

(iii) The Company's corporate headquarters, is located at No. 44. Electronics City. Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 02617 extn 67775.

number of this otice is +91-80-2882 (281 / exh 6777). Financial Information about the Company. The brief audited financial information of the Company, as extracted from the audited financial statements as at and for the task three financial years ended. Method 31: 2015, Method 31, 2017 and March 51, 2018, and of the time months ended December 31, 2018 is provided below.

Based on the audited standatione financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2017 and March 31, 2016.

(Ricrore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3.062	3.006
Total Income	56,386	65,960	62.351	56,989
Total expenses excluding interest, depreciation and tax 17	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax)*:	4,092	3,753	5,120	4,907
Profit after tax 17	10,882	16,155	13.818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10,948	16,176	13,800	12,691

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2.184	1.092	1,148	1,148
Reserves and surplus ^{(c)(7)(8)}	60,749	62,410	66,869	59,934
Net worth / Shareholders equity**	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (*) (Basic)(2<7,62)	24.91	#35.64	#30.08	#27.63
Book value per share (₹):31	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁴	NA NA	NA.	NA.	NA
Return on net worth (%) ⁽¹⁾	22 31	25.44	20 32	20.78

- Order: Anglasted for September 2018 bonus about (1.10) and Collapsing
 Anglasted for September 2018 bonus about (1.10) and Collapsing
 Anglasted for September 2018 bonus about (1.10) and Collapsing
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 Anglasted for September 2018 bonus about (1.10) and Collapsing
 Anglasted for September 2018 bonus about (1.10) and Collapsing
 Anglasted for September 2018 bonus
 Anglasted for September 2018 oer 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US Internal Revenue Service (IRS), the Company had, in acco PA, reversed income tax expense provision of ₹1,432 crore, which perfained to previous periods which are no longer required.
- (i) Based on audited consolidated fisancial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2019, March 31, 2017 and March 31, 2016.

 Excerpts from the Statement of Pr

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax 171	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,459
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19.981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ⁶ :	4,426	4,241	5,598	5,251
Profit after tax ©	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling intersets	2			

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2.176	1,088	1,144	1,144
Reserves and surplus ^{(C7)(8)}	62,807	63,635	67,838	60,600
Net worth / shareholder's equity**	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)-2x7x81	26.06	#35.53	#31.40	#29.51
Book value per share (₹) th	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ^a	NA NA	NA NA	NA.	NA.
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

March 8, 2019 Interns of the Esrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Esrow Account" bearing the account number 2513294427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 220 for the blad consideration payable to the Buyback and the Esrow Account and sumple for a barring serior large state of the S

- 8.2 If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- 8.3 The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations.

Firm Financing Arrangements

- The Company of white the Buyback Committee, has identified and earmaned funds for the purpose of fulfillment of the obligations of the Company under the Buyback Such earmaned funds, together with funds provided for escrew arrangements, are in excess of the Buyback Size.
- 9.2 Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Deloitte Haskins & Selts LLP Statutory auditors of the Company (Firm Registration number 117358VWW-10018. Character Accountable, Nave certified, wite their dated March 15, 2019 than the Company has made from financing arrangements for fulfilling the obligations under the Buyback.
- The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are to place.

10. Listing Details and Stock Market Data

10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE

10.2 The high, low and average market prices of the Equity Shares for the proceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low*(?)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to								
12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to								
31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1.278.00	03-Jun-16	63.514	900.30	9-Nov-16	4.08.320	1,084.79	6,67.61,210
31-Mar-18	1.220.00	24-Jan-18	5.31.006	861.50	22-Aug-17	19.67.963	996.52	9,03.30,126
Last six months	High (č)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1.467.00	03-Sep-18	6.28.171	1,430.00	03-Sep-18	6,28,171	1,433.45	8.28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	892.00	21-Sep-18	7.73.924	728.86	76.17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.00	26-Oc1-18	3,97.563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	800.65	26-Nov-18	6,28.314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
Jan-19	751.00	31-Jan-19	11.28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3,12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

NSE								
Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to								
12-Jun-15	2,245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2.045.68	11,28,46,711
15-Jun-15 to 31-Mar-16	1.237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37,05,761	1.096.13	70.95,58,962
31-Mar-17	1.279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63,82,079	1.064.76	89.92,35,121
31-Mar-18	1.221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2.46,21.299	996.67	1,24.85.66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1,50,75,209	653.75	18.97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.45	15.47,14,992
Jan-19	751.30	31-Jan-19	1.38,25,233	651.00	04-Jan-19	78,89,310	708.29	21.25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1.1 in FY 2016 with the record date on June 17, 2015.

Source: www.mementa.com

"Happe in the higher plan encoded for the Equity Share of the Company during the said period

I coul in the lowest price recorded for the Equity Share of the Company during the said period

I coul in the lowest price recorded in the Equity Share of the Company during the said period

I could be supported to the entire the entire that the e 10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows:

Low (₹) High (₹) Low (₹) High (₹) Day prior to Notice of Board meeting to consider Buyback proposal was given to NSE and BSE Board Meeting Date*
First Trading Day post Board Meeting Date 673.60 685.50 710.20

The Board, at its meeting held on January 11, 2019, approved the proposal for the Buyback at a price not ex-equity share

11. Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be, as follows:

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised :		
.80,00.00,000 Equity Shares of ₹5/- each	24.00,00,00,000	24.00.00.00,000
ssued:		
,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32,84,07,220

- Assuming the Containy buys back the Maximum Buydack Shares. The capital structure post completion of the Buydack may Equity Shares bought back under the Buydack.
 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears
- 11.3 As on the date of Public Announcement there are no outstanding instruments convenible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the document of 42.3312 outstanding and vested and unvested employee stock options. As of December 31, 2016, the Company had containing and

O 0

#BBMP will continue such raids not only against malls but hotels, restaurants, choultries, Kalyanamantapas, shops in future. Violates beware. Switch to cloth alternatives and Reusables (Tweet after BBMP raids against plastic use in malls)



Try This | French Culture Discover the French culture with La semaine de la franco-phonie, or 'The Francophone (French-speaker) Week', which will feature a film screening, talks, music concerts and a contest over four days. At Alliance Francaise, Thimmiah Road, Vas-

SHORT TAKES_

BBMP Plastic Drive Yields



The health wing of the BBMP carried out a raid at six shopping malls and seized 1,010 kg of shops and food courts in Orion, Garuda, Fo-rum, Phoenix, RMZ Gal-leria and Meenakshi malls collected a penalty of #13 15 lakh

KSRTC Chips in for Voter Awareness

With Lok Sabha polls just a month away, KSRTC has pitched in to spread voter awareness. Tickets issued in ness. Tickets issued in its buses plying from 83 depots across the state carry a message asking people if they have checked their names in the electoral rolls. Dis-play boards at all bus stations, too, carry the same message.

WHITEFIELD PHASE BMRCL gets over 44 acres from central ministry

Metro Progress Gets a Forest Land Boost

Naveen Menezes Stimes group com

Bengaluru: The Bangalore Metro
Rall Corporation (BMRCL) can finally goahead with the construction
of three stations and a depot on the
east-west corridor between Edyappport utility has got possession of
44.45 acres (18.11 hectares) of forest
land. The ministry of environment,
forests and climate change list week
for standed for a period of 20 years,
subject to the fulfilment of 13 conditions. In exchange, the ministry will
receive 11.87 hectares (about 30
receive 11.87 hectares (about

BMRCL has now taken possession of about 98.3% of land required for 19-km Metro corridor and 13 stations on eastern extension of the east-west corridor of phase II (Reach 1)



The ministry of environment and forests has approved in principle the diversion of forest land for a period of 20 years, subject to fulfilment of 13 conditions

of the land it requires for the 18-km Metrocorridor and 18-stations on the seastern extension of the east-west corridor of phase II (Reach 1). It syst to acquire some portion of Railway land along Old Madras Road near Beisyappanahall Metro station.

"We had requested the forest the seastern extension of the seastern extension extension of the seastern extension extension of the seastern extension extensio

we acquire belongs to them."
While the depot will come up on mostly forest land, the three stations
— Kadugodi, Ujwala Vdyalaya and
Mhitefield—will come up on ano
portions of the land. Recently the
BMRCL/floated tenders for the construction of Metro rail depot at
Kadugodi, which is expected to be
complete in 2-3 years.

The BMRCL had awarded the cor-tree BMRCL had awarded the cor-tree BMRCL had awarded the cor-bid transport of the season of the land Metro-corridor and 13-stations on the Balyappanahalli-Whitefield stretch in Agril 2017. While most of the land for the project had been acquired, come a hurdle for the construction owner. Of the 30 acres identified for acquisition on the 14-km stretch, al-most half of it was forest land-nost half of it was forest land-nost had only the stretch of the control of the stretch of the cor-tration has been tasked with the con-traction has been tasked with the con-struction of the 17 corridor. The Bengaluru to the 17 corridor. The Bengaluru to the 17 corridor. The Sengalurus to the 17 corridor. The Sengalurus to the 17 corridor the copecied to be completed in 23 years. They are, however, not happy with

expected to be completed in 2-3 years. They are, however, not happy with the progress, which has slowed down after a good start.

A Year more for Key Underpass



The work on the underpass at Kundalahalli junction, conceived a decade ago as a part of a signal-free corridor and expected to reduce traffic congestion towards Hope Farm Junction, has picked up pace. BUR BBMP officials say the project will take at least a year to complete. — NAMASIMHAMURTHY

A Doctor Drives Kuvempu's Car

Aporova-Puramiketimesyou.com
Bengahrur. Kwomyu. reparded the
erentest Kamunda poet of the soft is
erentest in Bengaliuvi s biggest vintage
are collector. Dr Ravi Prakash, is one
of them and he has salvaged a rare
piece from the poet's life — his car, a
line the late nineties, Prakash got a
call from a friend telling him of a
vintage car being towed away to a
junkyard. Hed innot want a fine-vegrather handsome sum then,
raken handsome sum then,
raken handsome sum then,
raken handsome sum then
the raken salve is registration papers,
he realised the car belonged to
be realised the car belonged to
so save whis great man't car. I had a
so save whis great man't car. I had a
ranged the money in 10 minutes
without even knowing whose car it



Dr Ravi Prakash with Kuvem-pu's Studebaker President

was. But it was all worth it as it's such an important part of Karnataka's history' he says. The doctor turned-are collectoralso heads the Federation of Historic Whickes of India, which, over the contract of the contract o

national rally and racing champion between 1981 and 1984. But he hung up his glowes to concentrate on his medical education. However, his love for wheels continued and it becames eshwari Nagar has over 200 vintage cars and 70 odd restored classic morreycles—all albour of 40 years. Ask him about his favourite among your kits. But prod him further and the state of the

ested and unvested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of harses or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to issue a extramel of 22.44 The Equip Shares to the employees of the Company is accordance with Regulation 24(b)(b) of the Buydack Regulations, the Company shall not issue any shares or other specified securities, cluding by way of brouns, 8th the estips of the Buydack Percol.

- In accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations. 11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below

% of Shares No. of Equity Shares 12.82 56,01,82,338 No. of Equity Shares 56,01,82,338 % of Shares 58,46,44,08 95,54,85,1 1,49,15,64,4 2,58,96,90

100.00 4.26.56.81,444 100.00

12. Shareholding of the Promoters, Directors and KMPs

- 12.1 For the aggregate shareholding of the Promoters and directors of the promoter emittes as on March 15, 2019, please refer to Paragraph 8 of Part A above.
- 12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Part Alabove.
- Part A acove.

 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Permoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.
- specified in Paragraph 3 of Part B above.

 14. The aggregate shareholding of the Prinnelers as on date of the Prinnelers have being the Part of the Pa
- Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Talwovers) Regulations, 2011.

- Regulations, 2011.

 3. Management Discussion and Analysis on the likely impact of the Buyback on The Company.

 3.1 The Buyback is not likely to cause any material impact on the profitability cleamings of the Company, except to the extent of reduction in the amount available for investment, which the Company could have obtained deployed Swards generating consensing.
- investment recome

 13.2 The Buyada is not expected to impact growth opportunities for
 the Company.

 13.3 The Buyada is generally expected to improve return on equity
 reclution in the equity base, theory leading to long them increase
 in members value. The Company believes that the Buyadax will
 contribute to the evalual hashes returned of shareholders value going
 forward. The amount required by the Company for the Buyadax
 (including the cost of financing the Buyadax will
 cost to be overell enhancing the Buyadax and the transaction
 costs) will be invested out of cash and bare business or depotal and or
 or short term reversements and or internal accurated or the Company.

- Promoters are not better to participate under the Buyback.

 15. The Buyback of Equity Shares with on treault in a change in control or mensus affect the existing management structure of the Company.

 13.6 Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shaft not fall below 25% of the botal high gad to getuly share capital of the Debug 25% of the botal high gad to getuly share capital of

- the Company.

 37. As required under Section 68(2)(d) of the Companies Act, 2013 for ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and five reserves post the Bulyack.

 13. Unless otherwise determined by the Board (orperson normated by the Board to preson normated by the Board to the Bulyack the Bulyack will be completed within a maximum period of 6 morths from the date of opening of the Bulyack. The Company shall not withdraw the Bulyack, after this Public Announcement has been made.
- the Buylack, after the Public Announcement has been made in accordance with Regulation 24 (1)(f) of the Buylack Regulation, the Company shall not raise further capital for a period of one year from the early of the Buylack Period, except in discharge of the period of
- an me empiry of the Buyback Period.

 Order of the suppose of the suppose of the number of Equity Company of the Buyback and about on the number of Equity Company of the Suppose of Supp
- 2The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transferig oi Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

- 14. DIATUTORY APPROVALS
 14.1 Pursuant to Section 86, 09, 70 and 110, and all other applicable previsions, of the Companies Act, 2013 and the rules made approved the proposal for the Bytack and shareholders approved for the Buyback, by way of postal ballot concluded on March 12, 2019.
- March 12, 2019.

 14.2 The Buysack from each eligible shareholder is subject to all approvals if any required, under the provision of the Companies of the March Republics (FEMA and or such other acts in force for the time being. The eligible shareholders shall be solely responsible for determining the requirements for and obtaining, all such slatutory approvids and consents as may be required by them in order to self their Equity Shares to the Company pursuant to the Buyback.
- 14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

- erishnile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS hodders with undelying dark and the property of the property o
- required in the event copies of such approvals are not submitted. By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including form FC-TRS, if necessary and undertake to provide assistance to the Company for such regulatory reportings, if required, by the Company.
- for such regulatory reporting, if required, by the Company, for such regulatory reporting, if required, by the Company.

 To the best knowledge of the Company, as on the date hereot, where is no other statutory or regulatory approval required to implement the Buyasck, other than that indicated above. If any statutory or regulatory approval becomes applicable subsequently, the Buyasck ofter will be subject to such statutory or regulatory approval to any subject to the company as explicable subsequently, the Buyasck ofter will be subject to the company as explications of the regulatory approval to the company as set out under paragraphs 1.4 a 2 and 1.6 a above, the Company shall obtain such statutory or regulatory approvals, as may be required from time to true, if any, for completion of the Company's obligations in relation to the Buyback.

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

Compliance Officer and Investor Service Centre

KARVYIII

KARV | ILLEGATE

KARV Flinch Privite Limited (formerly Karvy Computershare Private Limited) (formerly Karvy Computershare Private Limited) Karvy Stelenium Evoet R. Piot Nos. 3 1 8 32. Financial District Naraskirmguist. Serlingsmapily Mandall, Phylorabad - 500032. India Contact Person: M. Murall Kirshna Phone: 914 06 9716 2022 Fax: 914 02 343 1551 |
Email: emward registration: INNE00000021 |
SEBI Registration: INNE00000021 |
Validity Period: Permanent Registration

- 16.2 In case of any query, the shareholders may contact the Registrar 8. Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Saturday, Sunday and Public holidays.

13. The Company has designated the following as the Complian Officer for the Buyback.

Name: A. G. Manikannha
Designation: Company Secretary
Address: Intigray Limited
No. 44. Electronics City Hosur Road,
Bengaturu 550 100, India
Tel: +91 80 4116 7775
Fax: +91 80 2852 0754
Email Id: sharebuyback@infosys.com

16.4 In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. and 5:00 pm. Indian Standard Time on all working days, at the above mentioned address.

17. Merchant Banker to the Buyback

The Company has appointed the following as Manager to the Buyback:



Validity Period: Permanent Registration

Directors' Responsibility
As per Regulation 24(1)(s) of the Buylacd Regulations, the Basel As per Regulation 24(1)(s) of the Buylacd Regulations, the Basel As per Regulation 24(1)(s) of the Buylacd Regulations, society full and final responsibility for all the information contained in the Public Announcement and for the information contained in all other advertisements, circulars, brochuruss, publicity materials exhibit may be issued in relation to the Buylack and confirm that this Public Announcement contains true, factual and restrict the submitted of the Basel Internation of the resolution passed by the Buylack committee in its meeting dated March 15, 2019.

For and on behalf of the Board of Directors of Infogs Limiter

of Infosys Limited Chief Executive Officer and Officer and Officer and Whole-time Director Director Div. 01876159 DIN: 08782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru



PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSY'S LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

MARKET I FIND COLOR INDIA (BUT DOC).

This public amountement (the "Public Amountement") is being made in relation to the Byrabes pursuant to the provisions of Regulation Contains the discosures, as specified in Scheduler V Internation. 2018, as a method of TByraback Regulations 13 and contains the discosures, as specified in Scheduler V Internation. Certain figures contained in this Public Amountement, including and public Amountement of the Byraback (and the Byraback V International Contains and contains the disclosures, as specified in Schedule N thereunder. Certain figures contained in this Public Announcement, including Financial information, have been subject to rounding off adjustments. All decimals have been rounded of 10 bits decimal points. In certain instances, 0) the sam or percentage change of such numbers may not conform exactly to the bits fligure; given, and (0) the sum of the numbers in a column or row in certain stoles may not conform exactly to the lotal fugure given to that column or row Further certain auxiliary to the lotal fugure given for that column or row Further certain auxiliary information in this Public Announcement has been presented in core! One core represents 10 million, i. e. 100,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- yback Regulations
 DETAILS OF BUYBACK AND OFFER PRICE
 The board of directions of the Company (hereinable referred to as the "Board", which expression includes any committee duly constituted by the Board resolution), at its meeting held or junior 11, 2019. This subject to the approval of the members of the provision of the members of the provision of such satutory, regulatory or governmental authorities as may be required under applicable lives, approved the proposal to by back its own fully pask-up (buylly Shares of time value of \$5'-seathern") and subject to the approval of the Company (provision of the Company) (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies) (provision of the total padro) capital and determined the Companies Act), the Standard of the Companies Act), the Standard of the Companies Act) and the Buyback (Provision) (the Companies) (the C
- 15% prescribed in mylemented by the Company from its free reserves in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations by way of open market prochases through the abook exchanges, by the order matching whech are sprowded under the Buyback Regulations. For market prochases through all or none or does matching system as grounded under the Buyback Regulations. For Company small on the Obstack and Duyback Regulations. For Company small on the buyback and and Duyback and an open standard and the standard and t
- in arreas.

 A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/shareholdes-reach-2019 sapps and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period The proposed simetable for the Buyback is set out under Paragraph 3 of Part B below.

- of the Company in the medium term.

 1. The Board decided to retain its policy of returning up to 70% of the feet cash flow of the corresponding Financial Year in such memors, as may be decided by the Board from time to time, subject to decide the properties of the
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Company paid ₹2,633 crore in June 2018, to the eligible members and
- paid 2-253 cited with a 20 in the legislate interities and to be designed in the control of the proportion of the propor
- collumning proposals:

 (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members.
- Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8.280 crore

Butybeck Size of us to 18,200 cores As the USSIMIR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in USS terms amounts to \$1.872 million (comprising of \$100 million lowards special dividend paid mentioned above and \$300 million* towards special dividend paid to shareholders in January 2019) 1758.116.8724 and Excessor 37.0181

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company efter taking into account the strategic and operational cash requirements of the Company in the medium term and for returning supplies funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following resource.

 a. The Buyback will help the Company to return surplus cash to its members.
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to self their Equity Shares and receive cash or not to self their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- I AU UP CAPTIAL AND PREE RESERVES
 The maximum amount of funds required for the Buyback will not exceed it 2.60 crore (Rupees Eight Thousand Two Handred and Say crore only). begin 1.54% of the aggregate of the statis paid-up capital and free reserves of the Company which is less than 15%, of the aggregate of the total paid-up capital and free reserves of the Company and and free reserves of the Company and a size of the spread of the statistical paid and free reserves of the Company as at December 31, 2016 on a standators basis.
- Company as at December 31, 2018 (on a standatione basis).

 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred in the Buyback, such as, brokerage, filling fees, advisors' fees, intermediaries' fees, public amountement publication expenses, printing and dispatch

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY-BACK
- COMPANY PROPOSES TO BLY-BACK
 At the Maximum Byptack Price and the Maximum Byptack
 Size, the indicative manning manning the proposed size of Equity States bought
 back would be 10.22.50.000 Equity States (Maximum Byptack
 States S), companing approximately 2.26% of the proping size size
 States S), companing approximately 2.26% of the proping size
 States S) the size of the size o
- exbject to the Maximum Beyback Size

 The Company shall ultips or least 50% of the amount earmanked as the Maximum Buyback Size for the Buyback, i.e. *X 130 core as the Maximum Buyback Size of the Maximum Buyback Size). Based on the Manimum Buyback Size and Maximum Buyback Size, the Company would purchase a minimum of 5:16;25:000 Equity Shares.
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of internation (January 8.2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- the board Meeting to consider the priposal or the Buylask.

 Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of \$8000, per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS
- TO THE OTHER PROPERTY OF THE STATE OF THE ST

S. No.	Particulars	Amount (₹ crore)
1.	Total paid-up equity capital	2.184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	58,820
4,	15% of the aggregate of the total paid-up equity	8 523

Based on the above, the Maximum Buyback Size, I.e. ₹8,260 crore, a less than 15% of the aggregate of the total paid-up capital and free researces of the Company.

As per the latest audited Consolidated balance sheet of the Group as at December 31, 2018, aggregate total paid-up equity capital and free reserves is ₹61,103 crore.

- METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND REGULATION 16 OF THE BUYBACK REGULATIONS
 - REGULATION 16 OF THE BUYBACK REGULATION.

 The Buyback is open to 10 and an immediate holding fourly Shares or 10 and 10 a
- from time to time.

 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the brokes, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- the Stoker, appointed by the Company, in accordants with me the Company and in a company and a company and a company in the Buyland by members he had Physical Shares. In this region the Buyland by members with hold Physical Shares, in this region the Company shall approach the Indian Stoke Exchanges for permission to use a separate window for the Buylands of physical characters in them of Regulation for of the Buylands of physical areas in thems of Regulation for on the Buylands (Regulation areas in the Buylands of Regulation of the Buylands of any rule, circular or notification issued by the Indian Stock Exchanges or SESH with respect to participation by members holding Physical Shares. Upon compasion of formalises with the Articoly that Company and Buylands for Physical Shares in the Microbio that Company and Buylands for Physical Shares in the Physical Share Buylands. Window shall be subject to the Buylands. Regulations, requirements provided by the Indian Stoke Exchanges of Contact or confidences asset only the Indian Stoke Exchanges of Contact or confidences asset of by the Indian Stoke Exchanges of State with the Company of the Indian Stoke Exchanges of State of the Indian State of the Indian Stoke Exchanges of State of the Indian State of Williams of the Indian State of Indian State o
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

Details of the aggregate shareholding of the Promoters an Promoter Group, the directors of the Promoter where Promote is a Company and of Directors and Key Managerial Personn of the Company as on the date of the Public Announcement (i.e. March 15, 2019) is as below.

8.1 The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019)

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	noters		
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53,808	0.96
4	Nandan M. Nilekani	4,07,83,162	0.93
5	Akshata Murty	3,89,57,096	0.89
6	Asha Dinesh	3,85,79,304	0.88

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2.80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17.65.768	0.04
B. Pror	noter Group		
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulat Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

- 8.2 The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the perimeter is a Company.
 The Company does not have any corporate promoter.
 8.3 The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (ii.e., March 15, 2019);

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	tors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	-
5	Kiran Mazumdar-Shaw	Independent Director	-	
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	-	-
8	Michael Gibbs	Independent Director	-	-
9	D. Sundaram	Independent Director	-	-
B. Key I	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	-
13	Ravi Kumar S.	Deputy Chief Operating Officer	-	-
14	Mohit Joshi	President	-	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	-
Total A+	В	·	4,41,29,028	1.01

effect from March 1, 2019. Milanjen Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sanghrajka has resulted in the postal batter notice. I.e. January 11, 2019. Jayesh Sanghrajka their more constitution of the date of the postal batter notice. I.e. January 11, 2019. Jayesh Sanghrajka their Chef Financial Officer.

8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

Inderpreet Sawhney General Counsel and Chief Compliance Officer Mobil: Inshi President	S. No.	Name	Designation	No. of ADRs
2 Mobil Joshi President	1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
	2.	Mohit Joshi	President	30,050

8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nil
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09.126	Nil
		Whole-time Director	Equity Option	64,500	21,500
3	Ravi Kumar S.	Deputy Chief Operating Officer	ADR RSU	2,94,126	Nil
	ADR Options	1,12,750	Nil		
4	Mohit Joshi	President	ADR RSU	2,88,276	NII
			ADR Options	1,12.750	1.12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03.736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum price (₹)	Date of maximum price	Minimum price (₹)	Date or minimum price
Promo	ters						
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3.04.06.446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2.09.26.904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2.03.91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
5	Akshata Murty	1,94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92,89,652	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
7	Sudha N. Murty	1,72,75.313	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
8	Rohini Nilekani	1,71,67.546	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
9	Dinesh Krishnaswamy	1.62.39.795	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
10	Shrevas Shibulal	1.40.24.675	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
11	N. R. Narayana Murthy	83.22.819	Bonus	Nit	06-Sep-18	Nil	06-Sep-1
12	Nihar Nilekani	63.38.876	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
13	Janhavi Nilekani	63,32,581		Nil	06-Sep-18	Nil	06-Sep-1
14	Kumari Shibutal	52,48,965			06-Sep-18	Nil	06-Sep-1
15	Deeksha Dinesh	38,23,342		Nil	06-Sep-18	Nil	06-Sep-1
16	Divva Dinesh	38.23.342		Nil	06-Sep-18	Nil	06-Sep-1
17	Meghana Gopalakrishnan	24.17.464	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
18	Shruti Shibulal	13.68.769	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
19	S. D. Shibulal	8,82,884			06-Sep-18	Nil	06-Sep-1
Promo	ter Group ⁽¹⁾	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,					
20	Gauray Manchanda	8,05,860	Sale	1,382,48	09-Aug-18	1,362,38	08-Aug-1
		77,88,113	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
21	Milan Shibulal Manchanda	77.17.934	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-1
		31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
Directo	irs						
23	D.N. Prahlad	10.96.095	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
24	Satil Parekh	1.03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-1
		37,834	Sale	737.11	01-Mar-19	737.11	01-Mar-1
25	U.B. Pravin Rao	6,812	Exercise of RSUs	5	02-May-18	5	02-May-1
		5,36.848	Bonus	Nil	06-Sep-18	NII	06-Sep-1
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
		1.600	Sale	722.70	28-Feb-19	722.70	28-Feb-1
Key Ma	magerial Personnel						
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	1	12.226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-1
		6.200	Sale	737.11	01-Mar-19	737.11	01-Mar-1
28	A.G.S. Manikantha	330	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	1	1 500	Exercise of RSU	5	12-Nov-18	Nil	12-Nov-1

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nav-18
2	Ravi Kumar S.	1.15,976	Exercise of RSU and options	15.26	01-Nav-18	Nil	01-Nov-18
		1.15,978	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	*20.21	01-Aug-18	*20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
1	Salil Parekh	2.21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1.03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	NI	06-Sep-18	NII	08-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S.	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	NI	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	05-Sep-18	Nil	05-Sep-18
	s beaute	59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	No	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0,10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nit	06-Sep-18	NE	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	No	06-Sep-18	Nil	05-Sep-18
		12,226	Exercise of RSU	₹5	13-Nov-18	Nil	13-Nov-18
8.	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	II i	1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- Promotes, Promoter Group and Persons in Control of the Company. The Company, confirms that there are no defaults subsisting in the respirant of deposits, interest payment thereon or redemption of debanture. Or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest playable thereon to any financial institution or banking company.
- regulyment or any entroduct or interest payabes experient to any entroduction of bening company.

 12. The Sound has confirmed that this made a full enquiry into the affairs and prospects of the Company and has formed the opinion that it is immediately following the date of the Sound meeting held on January 11, 2019 and the date of passing of the members which the Company can be found unable to pay its debts, and b. as registed the Company spospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback. Analysis greates to the Board intertion with respect to the management of the Company's business during that year and to the Board of the financial resources, which that year. The Company will be able to meet its liabilities as an an when they fall due and will not be respected insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Possal Balot Resolution.

 In forming its opinion for the above purposes, the Board hais
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptoy Code, 2018 (to the extent notified).

and Bankingtoy Code, 2016 (to the extent notified). Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors, regarding insolvency.

The text of the Report dated January 11, 2019 received from belotice Haskins & Selfs LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

To.
The Board of Directors.
Infosys Limited
No. 44, Infosys Avenue,
Hosur Road, Electronics City,
Bengaluru,
Karnataka – 500100

Dear Sir / Madam,

Data Sir a maum.

Re: Statutory Audior's Report in respect of proposed buyback of Equity Shares by infosys Limited (the "Company") in terms of Clause (xi) of Schedule of the Securities and Exchange Beard of India (Buyback Regulations, 2016, as amended ("Buyback Regulations")

redule I of the Securities and Exchange Board of India (Buy-Back securities) Regulation, 2018, as armedred (Buyback Regulation). This Report is issued in accordance with the terms of our engagement letter dead June 26, 2019.

The Board of Direction of the Company have approved a proposal for buyback of Egylish Shreet by the Company at its Meeting held on January 11, 2019, in pursuance of the provision of Sections 6, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

We have been requested by the Management of the Company to the Variety of the Companies Act, 2013, as an employed to the Companies Act, 2013, as an employed and the Buyback Regulations.

Section 19 Payment (including premium) ("Annexus A1) as at December 31, 2016 Revenabler referred to a the "Statement Phase been prepared by the Management, which we have intalled for the purposes of identification only nagements Responsibility".

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the provision to Regulation 4 (vi) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and different relevant supporting records and documents. This responsibility in includes the design, implementation and maintenance of all accounting and different relevant supporting records and documents. This responsibility is a supporting the responsibility of the management of the Company, includes the design implement and and maintenance of all accounting and definitions that the second-beller in the commissions.

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:
- we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;
- statements as at December 51, 2018. It is associated to the service of permissible capital payment is a stated in American Conference of permissible capital payment is a stated in American Conference standards from the statements as at December 11, 2018 in accordance with Section-68(2) of the Act and the proviso to Regulation (4) of the Buyback Regulations; and it the Board of Directions of the Company, in their Meeting held in Jianusy 11, 2019 have formed the opinion as specified in Clause (b) of Schedule 1 to the Buyback Regulations, and reasonable grounds and that the Company will not, having period of one year from the accessible state and from the date on which the results of the shareholders recolution with regard to the proposed buyback are declared.
- the proposed buyback are declared. The interim condessed standations financial statements referred to in paragraph 3 above, have been audited by us, on which we have saused an unmodified audit opinion in our report dated January 11, 2018. We conducted our audit of the interim the Standards on Auditing and other applicable submotative procouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are fire of material misstatement.
- susmerrorits are tree or material insistatement. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Charlered Accountants of India (the 'Guidance Note). The Guidance Note requires that we comply with the efficial requirements of the Code of Ethics issued by the Institute of Charlered Accountants of India.
- We have compiled with the relevant applicable requirements of the Standard on Quality Control (SOC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

- We have inquired into the state of affairs of the Company in relation to its audited interim condensed standations financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- of the Company on January 11, 2019.

 The amount of permissible capital payment (including premium) towards the proposed Bluyback of Equity Shares as computed in the Statement attacked interventing, as Amesium A. Section 86 (2)(c) of the Act. The amounts of share capital and the free reserves have been extracted from the audited interim condensed standardore forancial statements of the Company as at and for nine methics period decided interim.
- condenses standardore francial statements of the Company sat and for mine morths period ended December 31, 2018.

 In The Board of Directors of the Company, at their meeting helid on January 11, 2019 have fromed their opinion as specified in disuate (c) of Schedule 1 to the Buyback Regulations, on disuate (c) of Schedule 1 to the Buyback Regulations, on state of dartar, with not the middened inschedule 1 to the Supplications, on state of dartar, with not the middened inschedule that a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the Santenbodien' resolution with negard to the proposed Suprack. John 1 of the Company (c) in connection with the proposed Suprack. Of Equity States of the Company in pursuance to the provisions of Sections 68 and other agplicable provisions of the Act and the Suprack Regulators, (i) to tendine the Board of December 4 to the Suprack Regulators, (ii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to Company or Results of the Company or Results of the Company or Results of the Company of Results of Suprack Regulators, and many not be subside to any other purpose.

 For Decime Health and Sales LLD Plantered Accountants (rim Regulators No. 11756WWW-100018)

 P. R. Ramesh Partner

Annexure A.-Statement of Permissible Capital Payment Computation of amount of permissible capital payment towards buptack of equily stanses via accordance with Section Sel2(pc) of the Companies Act. 2013 ("the ACT), based on audited interim condensed standardone financial statements as at and for the nine months period ended December 31, 2018.

rancus	(7 in crore)
Paid up equity capital as at December 31, 2018 (A)	2,184
Free Reserves as at December 31, 2018:	
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the proviso to Regulation 4(v) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves.	8 523

For Infosys Limited Sd/-

- January 11, 2019

 14. GENERAL OBLIGATIONS OF THE GOMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

 14. In accordance with Regulation 24(9)(b) of the Buyback Regulations. The Company shall not issue any shares or other specified securities. According by way of borns, lift the script of the Company share of the specified securities.
- the Buyback Period.

 12- The Company shall not make any further issue of the same kind of shares or other sociaties including allotiment of new shares under Section (31)(ji)) of other specified issuenties within service of social soc
- or debentures into Equity Shares.

 14.3 In accordance with Regulation 24(0)(ii) of the Buytack Regulations. The Company shall not trais e through capital for a period of one year subsiding obligations.

 14.3 The special resolution approach to discharge of its subsiding obligations.

 14.4 The special resolution approach the Buytack will be waite for a maximum period of one year from the date of passing of the said special resolution of such extended period as may be permitted under the Companies Act or the Buytack Regulations or by the appropriate subcrities; The result intended for the Buyback shall be appropriated subcrities; The result intended for the Buyback shall the above time limit.

be decided by the land; or this day constituted committee) within the above time land.

14.5 The Equity. Shares bought back by the Company will be computerly canceled and will not be held for re-insulance.

14.6 The Company shall not withdraw the Buyback after the Public Amountment for the Buyback as made, and

14.7 The Company shall not buyback the locked in Equity Shares and until the Equity Shares become teamfacially.

All the material documents referred to in the Public Amountment as the shares and an experiment of the buyback that the Company, relevant Board resolution for the Buyback, the Austrian such as the Memorandium and Articles of Association of the Company, relevant Board resolution for the Buyback, the Austrian's Report dated April 13, 2018 and the austrial accounts for the period from April 1, 2017 to March 31, 2018 the Austrian's Report dated from the Company at the Shares and 16.00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notes. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts of a second to the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal be was seconed on March 12, 2019, the results of which were announced on March 14, 2019.

- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.3.25.0.000 Equity Shares, comprising approximately 2.38% of the past-up equity share capital of the Company as of December 31, 2018 and as not the date of the Public Announcement (on a standation basis) if the Equity Shares are bought back at a price below Maximum

Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size

- 2.2 Further, the Company shall ublize at least 50% of the amount earmanked as the Maximum Buyback Size for the Buyback i.e. **C4.130 crore (Rupees Four Thousean One Hundred and Thirty Crore civil) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of \$1,02.500 Equily Shares.
- 2.3 The funds for the implementation of the Blugback will be sourced up of the fire reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.

 2.4 Borrowed funds from barns and firencial installations, will not be upset for the Buyback.
- 2.5 As mentioned in Paragraph 3.1 of Part Alabove, in continuation of the Company's efforts to effectively utilize the surplus cash, it is prop to Buyback 14.54% of the aggregate of the total paragraph can provide and free reserves of the Company based on the latest autodet astatements of the Company based on the latest autodet has statements of the Company as at December 3.7 of 6 on a standation basis from the open market through the inflant Stock Exchange.

PROPOSED TIMETABLE FOR THE BUYBACK

On March 20, 2019 ement of the Verification / Acceptance of Equity Shares accepted in the physical mode

Upon the relevant pay-out by the Indian Stock Exchanges

Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018, as wherebody, and the bysishest trained fleetangle file in Early Siness bought both we in physical month, on or before the 19th object of the physical month, on or before the 19th object of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are resignished within 2 (seven) days of the expriny of the Buydack Percol California (a) on September 19, 2019 (that is 6 months from the date of the opening of the Buydack), or (b) when the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California California Committee thereof constituted to

Buyback Size: or strong or suppose, by deproying the amount equivalent to the Maxis at such actifier data as may be determined by the Board (including a committee thereof, constitute the Board or persons normaled by the Board or committee to evercise its powers, and or the pocondinend by the Board committee to evercise its powers, and or the pocondinend by the Board resolution in relation to the Buyback, after giving notice of such asterie close subject to the Committee that the subject to the Committee that the Maximum Buyback Size has not been reached or the Maximum B

- bought back), however, that all build be the Bullyack.

 PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK.

 The Buyback is one to all members holding Equity Shares for the Buyback is one to all the promisers and the promisers and the promisers of any rule, circular or netification issued by the Indian Stock Exchanges of SEBIL and (ii) beneficial owners holding Equity Shares in demanterational form; Demat Shares). The promoter Group and Persons in Control of the Company what becomes the promoter of the

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbia-400051 Arikush Singh Phone: +91 22 4285 8455 Email: ankushr singh@kotak.com

- tiese stell Hegieration No. "McCouncounts" in the Season Hegieration No. "McCouncounts" in the Early Shares are based on complisory demandralated mode under the studies goodels 50000 at 85E and NRY at NSC. The Season Hegieration of the Season Hegieration Shares can sell their Equity Shares in the separate workow create for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created the Participation Season Segment Season of SERS strong present the Participation Season Season of SERS strong present the Season Seas
- Indian Stock Exchanges furing the Buylance period.

 The Concepts, seal, in accordance with the applicable leavs commencing on March 20, 2019 (e. e. the date of commencement of the Buylanch, place four, order to Bell and / or NSE on the normal stading agained to buy back the Equity Shares through the Congraph shoel in such quantity and at such post of the conference of the succession of the such control of the such control of the such control of the such stading and such post of the such stading upon the preceding marked price of the Equity Shares on the Indian Stock Exchanges. When the Congraph has placed an order for Buylanch stading Shares are such stading to the such stading that the such stading the such stading that the such stading the such stading that the such stading tha
- purchaser would be available to the market participants of the infolial Soutie Exchanges. Be Demail Shares: Beneficial covers in the Buyback of Demail Shares: Beneficial covers in the Buyback would have to do so through their Soutic Work who have to do so through their Soutic Work who have to do so through their Soutic work who have to do so through their Soutic Work who have to do so through their Soutic Work who have to do self-whenever the Company has placed a buy order for Buyback of the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Company has been the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Demail Shares in the Company has been the Equity Shares in their so to by the price at which the order matches the price sendered by the beneficial covers and that price would be the Buyback price for that Demerical covers and that price would be the Buyback price for that Demerical works and that price would be the Buyback price for that Demerical the Company has been and the price would be the Buyback on the through days of the Indian Stock Exchanges.

 It may be noted that a uniform price will not be placed on the through depend on the process at which the same would depend on the process at which the trade with that shareholder was executed.
- depend on the price at which the trade with that shareholder was executed.

 Procedure for Buyback of Physical Shares: The Company was approach the Indian Book Exchanges for permission to use of Regulation the Indian Book Exchanges for permission to use of Regulation 19 of the Buyback Mindow. Shareholders holding Physical Shares Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares Buyback Window. Backet to the provision of day in the ordinary end for the Shares Buyback Window. Shares Buyback Window. Backet the Shares and Exchange provise to Regulation. 4017 of the Securities and Exchange Power to Regulation. 4017 of the Securities and Exchanges Board India Chaling Obligations and Exchanges and Exchanges Board India Chaling Obligations and Exchanges and
- Share Buyback Window shall stand closed effective April 1, 2018. Upon receipt of the permission from the Indian Sock Exchanges to use their Physical Share Buyback Window, the Company shall boy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by Indian Stock Extranges and any directions in this regard. As per indian Stock Extranges and any directions in this regard. As per

- Regulation 19 of the Bulyabac Regulations.

 (The Physical Share bulyaback Windows shall remain open during the Bulyaback Period, for the bulyaback of Physical Shares. However, SEBI has, through its press release dated December 3, 2016, directed that from April 1, 2019 no transfer of sourcines with sep processed unless securities with sep increased unless securities with septiment to supply the service share shall be builty to the service shall be served to the company and on completion of the successful verification, the sale transaction may be severated by the brower appointed by the eligible shareholder or Company's broker.

 (In The price at which the Physical Shares are bodglit back shall
- way on executed by the broker appointed by the eligible shareholder of company's broker.

 The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the catendar week in which can't Physical Shares are received by the broker. In case no the catendar week, the preceding week when the company as the catendar week, the proceeding week when the Company as the catendar week, the proceeding week when the Company as the catendar week, the proceeding week when the Company as the catendar week, the proceeding week when the Company as the catendar week to the Supuls Shares is identified average for the catendar week.

 The Company's brokers wit charge a brokerage of Share to the order to company as the proceeding clearly week.

 The Company's brokers wit charge a brokerage of Shares of the volume weighted average market price of the Equity Shares of the volume weighted average market price of the Equity Shares and the volume weighted average market proceeding the proceeding clearly week.
- Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out including the
 - (i) original physical share certifical
- orginal physical share certificate(s). which samped, signed by the strateform (by 4th files stamped, signed by the stransferon (by 4th five eligible shareholders in case the Equity Shares are in join rames in the same order in which they hold Equity Shares in the Company) as per the specimen the appropriate dispose submicring the transfer of the Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares certificates accompanied by valid share transfer from as received from the market, wherein the name of the Equiteree has not been filed in and (b) Organia Doubs exchange in relation to the purchase of the Equity Shares being tendered in this case:
- peng rendered in this case;

 (v) XYC Form (be be filled and signed only by the first holder),
 Acceptance Form and Declaration Form to be signed by
 all sharhelshering; including jain holders of shares). The
 XYC Form, Acceptance Form and Declaration Form can be
 obtained by contacting the Company. Share Transfer Apent
 at the details mentioned in Paragraph 16 1 below;
 (v) Back account tetails of the first names shareholder along
 with the copy of a self-attested cancelled cheque;
- (vi) a self-attested copy of the shareholder's (including joint holders) PAN card or other document confirming the shareholder's identity.
- a self-attested copy of a document confirming the shareholder's current address:
- (viii) telephone number and email address of all the shareholders (including joint shareholders); (x) copies of regulatory approvals required, if any, by the shareholder for the transfer of Equity Shares to the Company.
- shareholder for the transfer of Equity Shares to the Compar-ary other relevant documents such as power of an entry other relevant documents such as power of singularities), notification of specimic capporate authorization (such as board resolution) is specim signatures), notificated copy of death certificate. Reser-Bank of India approval (in case of non-resident shareholder and succession certificate or proclated will, if the origin shareholder is doceased, as applicable, either by register post or counter of hand delivery to the following address.



- Kotak Securities Limited
 278KC, Plot No. C-27, "O" Block.
 Bandra Krufz Complex, Bandra (East),
 Bother Ferona, "Annual Singh
 Phone: #1 22 4245 8455
 Email: ankushr simph (Brokat-com
 Website: www. Moduseccurities com:
 SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ION: 19999984#1904PLC134951
 The following Set of documents are admissible as Proof of Identity; "O) Unique Identification Number (UIID) (Admina) (PA)
 Paspoor! Volve Health; Card V Diving License, (i) PAN
 sport (Institute of Institute Complex (Institute Complex (Institute

- 4.13 Shareholders are fire to sell or hold their physical Equipshare Shares entirely at their discretion and that process is designed in accordance with Bulyback Regulations only to assist those shareholders holding Equip Shares in the physical form, who are destinus of selling their Equip Shares and who would like to here a broken to enable them to do so and with abetiged to here a broken to enable them to do so and with abetiged so here a broken to enable them to do so and with abetiged so have a broken to enable them to do so and so that Enysical Shares will not be accepted for bypack unless a complete set of documents as mentioned in Paragraph 4.12 of Part 8 above is submitted to Company's Broken Aposptism of the Physical Shares for Bulyback shall be subject to verification of the documents sometimed by the shareholders as per the Bulyback shares for Bulyback shall be subject to verification of the documents southed by the shareholders as per the Bulyback shares in the week is subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares he per populated here exceeded by the Dividence with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the boyoglach of such Physical Shares has been completed in all respects.
 4.15 Shaeholders are requested to get in boot with the McChart.
 4.15 Shaeholders are requested to get in boot with the McChart.
- of the buyback of such Physical Shares has been completed in all respects.

 Shareholders are requested to get in touch with the Mechant and assault of the Buyback of the Company's Booker of the Register and the Buyback of the Company's booker's properties. The process Superior of the Company's booker's properties of the process Superior to the Minimum Buyback Size, nothing contained even entire create any obligation on the part of the Company of the part of the Company of the part of any shareholder to have any Equity Shares to company of the part of any shareholder to have any Equity Shares to push book, even if the Samurum Buyback Size not share to expend and / or impair any power of the Company or the Board to externate any process in relation to the Buyback, to the defend and of a limit of the Buyback, the samount of the Buyback of the defend and of the Buyback of the defend and the Buyback of the defendance of the Buyback of the Buyback of the defendance of the Buyback of t
- Buyback Regulations.

 The Company shall submit the information regarding the Equity Shares bought back by R, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosyoria.neboordshareholder-services/Pages/Buyback-2019.aspc on a daily basis.

 ADS holders are permitted to convert their ADS into Equity Shares book shareholder-services such Equity Shares on the indian Stock Exchanges during the Buyback period.

 METHOD OR STITT LIMENT

- 19 ADS holders are permitted to convert their ADS into Equity Shares and subsequently of the site such Equity Phanes on the ministry of the control of the permitted of the control of the

- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited (Merchant Banker). Kany Fintech Private Limited (Registrars) and the Statutory Auditor of

the Company by the 15th (iffeerth) day of the succeeding month-provided that the Company undertakes to ensure that all Physical Shares bought back are exdinguished within 7 (several days from the last date of completion of the Bulyback. In compliance with the Bulyback Regulation. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash.

Completerior for the Equity Gaines bought back by the Company self-completerior for the Equity Gaines bought back by the Company Hatory and Overview of the Company
Hatory and Overview of the Company
Hatory and Overview of the Company
Hatory and Overview of the Company
Hatory and Overview of the Company
India, as in those Consultants Finale Limited, as provide immed can be a history to consultants Finale Limited as provide immed can was changed to Indiaya Technologues Limited in June 1992. When It became a public Intelled Company In June 2011, the Company changed its name from Indiaya Technologies Limited in April 1992 and to Infelya Technologues Limited in June 1992. The Company changed its name from Indiaya Technologies Limited on Social Rechanges in India in June 1992. The Company changed its name from Indiaya Technologies Limited as insidal public ordering of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company completed signored secondary completery of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Mathematical Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was not commensurate with the Index of the Mathematical Company was continue

- Overview of the Company
- Overheev of the Company () infogre so applied leader in next-generation digital services and consulting. The Company enable clients in 46 countries to nexigate their digital transformation. With over three decades of experience in managing the systems and workings of policial enterprises, at experts share its clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise and experts share the clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise proposes the business with Agilie digital reader to device unsprecedented levels of performance and customer desight its always—in learning apends drives their continuous improvement through building and transforming digital skills, expertise, and dates from its invanction ecosystem.
- (ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

Digital Services ocerpties service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience. It was to be a service of the company of t

Experience Insight Innovate
 Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and indistributed over the years. These primary include application management services, proprietary application development services, independent validation solutions, product engineering and "management, indistributions management services, traditional enterprise application implementation, support and infegration services."

Finacle³
 Redge Suite
 Infosys Nica
 Panaya³
 Skava³
 Skava³

(iii) The Company's corporate headquarters, is located at No. 44. Electronics City. Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 02617 extn 67775.

number of this office is +91-80-2892 (2011 feeth 87775. Financial Information about the Company. The brief audited financial information of the Company, as extracted from the audited financial statements as at and for the latel three financial years ended. Martin 31, 2016, March 31, 2017, and March 31, 2018, and for the nine months ended December 31, 2018 is provided below.

(i) Based on the audited standalone financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2018.

(7 crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3.062	3,006
Total Income	56,386	65,960	62.351	56,989
Total expenses excluding interest, depreciation and tax 17	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax) ^{e.}	4,092	3,753	5,120	4,907
Profit after tax **	10,882	16,155	13.818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10.948	16.176	13.800	12.691

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2.184	1,092	1,148	1,148
Reserves and surplus (\$17.0)	60,749	62,410	66,869	59,934
Net worth / Shareholders equity**	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (*) (Basic)(2<7,6)	24.91	#35.64	#30.08	#27.63
Book value per share (₹):31	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio*	NA NA	NA.	NA.	NA
Return on net worth (%) ⁽²⁾	22 31	25.44	20 32	20.78

- Order: Anglasted for September 2018 bonus about (1.10) and Collapsing
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- aviv. centiber 2017, on account of the conclusion of an Advance Priong Agreement (APA) with the US internat Revenue Service (IRS), the Campany had, n the APA, reversed income tax expense provision of £1,432 crore, which perfained to previous penods which are no longer required.
- (i) Based on audited consolidated financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended Month 31, 2019, March 31, 2017 and March 31, 2018.

 Month 51, 2019, March 31, 2017 and March 31, 2016.

 Mortin 51, 2019, March 31, 2017 and March 31, 2016.

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3.080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax (*)	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1.703	1,469
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19.981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ^(c)	4,426	4,241	5,598	5,251
Profit after tax ©	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	_	_	

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2.176	1,088	1,144	1,144
Reserves and surplus (1.7)8)	62,807	63,635	67,838	60,600
Net worth / shareholder's equity**	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic) ^{-2,₹} / ₂ 61	26.06	#35.53	#31.40	#29.51
Book value per share (₹) th	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ⁴¹	NA NA	NA NA	NA.	NA.
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

- Note:

 A diguised for September 2018 town issued 1.1

 Net worth in state equity which indicates is equity tooldars of the Company.

 Net worth in state equity without indicates in severy tooldars of the Company.

 Net worth in state equity which indicates in the state of the price.

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 Dealer was pre-state in Place state in Longing relie with Numbers for the mineral Excending Control of the State in Place state in Longing relie with Numbers for the mineral Excending Control of the Company has no borrowings.

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 Place and the Place state in Longing relie with Numbers of the Mineral Control of the Company has no borrowings.

 Place in the Company has not borrowing and the Company of the Control of the Control

March 8, 2019 Interns of the Esrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Esrow Account" bearing the account number 2513294427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 220 for the blad consideration payable to the Buyback and the Esrow Account and sumple for a barring serior large state of the S

- 8.2 If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- 3.3 The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations.

Firm Financing Arrangements

- The Company of white the Buyback Committee, has identified and earmaned funds for the purpose of fulfillment of the obligations of the Company under the Buyback Such earmaned funds, together with funds provided for escrew arrangements, are in excess of the Buyback Size.
- 9.2 Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Delorite Haskins & Sellis LLP. Statutory auditors of the Company (Hirm Registration number 1173/2004/W-100015, Chartered Accountants, have certified, vide their letter dated March 15, 2019 that the Company is made from framening arrangements for fulfilling the obligations under the Buyback.
- 9.3 The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.

10. Listing Details and Stock Market Data

- 10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE
- 10.2 The high. low and average market prices of the Equity Stares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows.

Twelve months period ended	months period		No. of Equity Shares traded on that date	Low ^e (₹)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2.244.00	13-Apr-15	33.879	1.910.00	14-May-15	1.32.623	2.045.55	1.01.74.618
15-Jun-15 to	2,244.00	13-Mpt-10	33,679	1,510.00	14-way-10	1,32,023	2,040.00	1,01,74,018
31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1.278.00	03-Jun-16	63.514	900.30	9-Nov-16	4.08.320	1,064.79	6,67.61,210
31-Mar-18	1.220.00	24-Jan-18	5.31.006	861.50	22-Aug-17	19.67.963	996.52	9,03.30,126
Last six months	High (č)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1.467.00	03-Sep-18	6.28.171	1,430.00	03-Sep-18	6,28,171	1,433.45	6.28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	892.00	21-Sep-18	7,73,924	728.86	76.17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.D0	26-Oct-18	3,97.563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28.314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06.28,577
Jan-19	751.00	31-Jan-19	11.28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3.12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

NSE								
Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,245,00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2.045.68	11,28,46,711
15-Jun-15 to 31-Mar-16 31-Mar-17	1.237.00	28-Mar-16 03-Jun-16	53,93,755 19,99,190	932.65 901.00	10-Jul-15 09-Nov-16	37,05,761 63.82.079	1.096.13	70.95,58,962 89.92.35,121
31-Mar-18	1.221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2.46,21.299	996.67	1,24.85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price र*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1.50,75,209	653.75	16.97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.45	15.47,14,992
Jan-19	751.30	31-Jan-19	1.38,25,233	651.00	04-Jan-19	78,89,310	708.29	21.25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1.1 in FY 2016 with the record date on June 17, 2015.

Source: www.mements.com

"Happe that higher plan remodated for the Equity Share of the Company during the said period

I coul a the lowest price recorded for the Equity Share of the Company during the said period

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I could be removed the company amounted a borrus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on

September 5, 1058. The Company and allow amounted aborrus issue of 1 share for every 11 in FY 2016 with the record date on June 17, 2015.

10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as folionate Description NSE

Date	O eacription	HOL		BUL			
		High (?)	Low (₹)	High (₹)	Low (t)		
	Day prior to Notice of Board meeting to consider Buyback						
07-Jan-2019	proposal was given to NSE and BSE	673.60	661.50	682.80	682.35		
11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80		
14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70		
* The Brand at its machine hold on favour 11 2019, annound the number for the Bushack at a raise and according \$800. (Bureaus Eight Hundred Only) nor							

11. Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be, as follows:

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
1,80,00.00,000 Equity Shares of ₹5/- each	24.00,00,00,000	24.00.00,00,000
ssued:		
1,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
I,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32,84,07,220
And the Control of the Market Market Control of the		

- Assuming the Containy buys back the Maximum Buydack Shares. The capital structure post completion of the Buydack may Equity Shares bought back under the Buydack.
 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears
- 11.3 As on the date of Public Announcement there are no outstanding instruments convenible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the document of 42.3312 outstanding and vested and unvested employee stock options. As of December 31, 2016, the Company had containing and

O 0

#BBMP will continue such raids not only against malls but hotels, restaurants, choultries, Kalyanamantapas, shops in future. Violates beware. Switch to cloth alternatives and Reusables (Tweet after BBMP raids against plastic use in malls)



Try This | French Culture Discover the French culture with La semaine de la franco-phonie, or 'The Francophone (French-speaker) Week', which will feature a film screening, talks, music concerts and a contest over four days. At Alliance Francaise, Thimmiah Road, Vas-

SHORT TAKES_

BBMP Plastic Drive Yields ₹13 lakh in Fine



The health wing of the BBMP carried out a raid at six shopping malls and seized 1,010 kg of shops and food courts in Orion, Garuda, Fo-rum, Phoenix, RMZ Gal-leria and Meenakshi malls collected a penalty of #13 15 lakh

KSRTC Chips in for Voter Awareness

With Lok Sabha polls just a month away, KSRTC has pitched in to spread voter awareness. Tickets issued in ness. Tickets issued in its buses plying from 83 depots across the state carry a message asking people if they have checked their names in the electoral rolls. Dis-play boards at all bus stations, too, carry the same message.

WHITEFIELD PHASE BMRCL gets over 44 acres from central ministry

Metro Progress Gets a Forest Land Boost

Naveen Menezes Stimes group com

Bengaluru: The Bangalore Metro
Rall Corporation (BMRCL) can finally goahead with the construction
of three stations and a depot on the
east-west corridor between Edyappport utility has got possession of
44.45 acres (18.11 hectares) of forest
land. The ministry of environment,
forests and climate change list week
for standed for a period of 20 years,
subject to the fulfilment of 13 conditions. In exchange, the ministry will
receive 11.87 hectares (about 30
receive 11.87 hectares (about

BMRCL has now taken possession of about 98.3% of land required for 19-km Metro corridor and 13 stations on eastern extension of the east-west corridor of phase II (Reach 1)



The ministry of environment and forests has approved in principle the diversion of forest land for a period of 20 years, subject to fulfilment of 13 conditions

of the land it requires for the 18-km Metrocorridor and 18-stations on the seastern extension of the east-west corridor of phase II (Reach 1). It syst to acquire some portion of Railway land along Old Madras Road near Beisyappanahall Metro station.

"We had requested the forest the seastern extension of the seastern extension extension of the seastern extension extension of the seastern extension extensio

we acquire belongs to them."
While the depot will come up on mostly forest land, the three stations
— Kadugodi, Ujwala Vdyalaya and
Mhitefield—will come up on ano
portions of the land. Recently the
BMRCL/floated tenders for the construction of Metro rail depot at
Kadugodi, which is expected to be
complete in 2-3 years.

The BMRCL had awarded the cor-tree BMRCL had awarded the cor-tree BMRCL had awarded the cor-bid transport of the season of the land Metro-corridor and 13-stations on the Balyappanahalli-Whitefield stretch in Agril 2017. While most of the land for the project had been acquired, come a hurdle for the construction owner. Of the 30 acres identified for acquisition on the 14-km stretch, al-most half of it was forest land-nost half of it was forest land-nost had only the stretch of the control of the stretch of the cor-tration has been tasked with the con-traction has been tasked with the con-struction of the 17 corridor. The Bengaluru to the 17 corridor. The Bengaluru to the 17 corridor. The Sengalurus to the 17 corridor. The Sengalurus to the 17 corridor the copecied to be completed in 23 years. They are, however, not happy with

expected to be completed in 2-3 years. They are, however, not happy with the progress, which has slowed down after a good start.

A Year more for Key Underpass



The work on the underpass at Kundalahalli junction, conceived a decade ago as a part of a signal-free corridor and expected to reduce traffic congestion towards Hope Farm Junction, has picked up pace. BUR BBMP officials say the project will take at least a year to complete. — NAMASIMHAMURTHY

A Doctor Drives Kuvempu's Car

Aporova-Puramiketimesyou.com
Bengahrur. Kwomyu. reparded the
erentest Kamunda poet of the soft is
erentest in Bengaliuvi s biggest vintage
are collector. Dr Ravi Prakash, is one
of them and he has salvaged a rare
piece from the poet's life — his car, a
line the late nineties, Prakash got a
call from a friend telling him of a
vintage car being towed away to a
junkyard. Hed innot want a fine-vegrather handsome sum then,
raken handsome sum then,
raken handsome sum then,
raken handsome sum then
the raken salve is registration papers,
he realised the car belonged to
be realised the car belonged to
so save whis great man't car. I had a
so save whis great man't car. I had a
ranged the money in 10 minutes
without even knowing whose car it



Dr Ravi Prakash with Kuvem-pu's Studebaker President

was. But it was all worth it as it's such an important part of Karnataka's history' he says. The doctor turned-are collectoralso heads the Federation of Historic Whickes of India, which, over the contract of the contract o

national rally and racing champion between 1981 and 1984. But he hung up his glowes to concentrate on his medical education. However, his love for wheels continued and it becames eshwari Nagar has over 200 vintage cars and 70 odd restored classic morreycles—all albour of 40 years. Ask him about his favourite among your kits. But prod him further and the state of the

ested and unvested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of harses or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to issue a extramel of 22.44 The Equip Shares to the employees of the Company is accordance with Regulation 24(b)(b) of the Buydack Regulations, the Company shall not issue any shares or other specified securities, cluding by way of brouns, 8th the estips of the Buydack Percol.

In accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations. 11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below

% of Shares No. of Equity Shares 12.82 56,01,82,338 No. of Equity Shares 56,01,82,338 % of Shares 58,46,44,08 95,54,85,1 1,49,15,64,4 2,58,96,90

100.00 4.26.56.81,444 100.00

12. Shareholding of the Promoters, Directors and KMPs

12.1 For the aggregate shareholding of the Promoters and directors of the promoter emittes as on March 15, 2019, please refer to Paragraph 8 of Part A above.

12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Part Alabove.

Part A acove.

The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Permoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.

specified in Paragraph 3 of Part B above.

14. The aggregate shareholding of the Prinnelers as on date of the Prinnelers have being the Part of the Pa

Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Talwovers) Regulations, 2011.

Regulations, 2011.

3. Management Discussion and Analysis on the likely impact of the Buyback on The Company.

3.1 The Buyback is not likely to cause any material impact on the profitability cleamings of the Company, except to the extent of reduction in the amount available for investment, which the Company could have obtained deployed Swards generating consensing.

investment recome

13.2 The Buyada is not expected to impact growth opportunities for
the Company.

13.3 The Buyada is generally expected to improve return on equity
reclution in the equity base, theory leading to long them increase
in members value. The Company believes that the Buyadax will
contribute to the evalual hashes returned of shareholders value going
forward. The amount required by the Company for the Buyadax
(including the cost of financing the Buyadax will
cost to be overell enhancing the Buyadax and the transaction
costs) will be invested out of cash and bare business or depotal and or
or short term reversements and or internal accurated or the Company.

Promoters are not better to participate under the Buyback.

15. The Buyback of Equity Shares with on treault in a change in control or mensus affect the existing management structure of the Company.

13.6 Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shaft not fall below 25% of the botal high gad to getuly share capital of the Debug 25% of the botal high gad to getuly share capital of

the Company.

37. As required under Section 68(2)(d) of the Companies Act, 2013 for ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and five reserves post the Bulyack.

13. Unless otherwise determined by the Board (orperson normated by the Board to preson normated by the Board to the Bulyack the Bulyack will be completed within a maximum period of 6 morths from the date of opening of the Bulyack. The Company shall not withdraw the Bulyack, after this Public Announcement has been made.

the Buylack, after the Public Announcement has been made in accordance with Regulation 24 (1)(f) of the Buylack Regulation, the Company shall not raise further capital for a period of one year from the early of the Buylack Period, except in discharge of the period of

an me empiry of the Buyback Period.

Order of the suppose of the suppose of the number of Equity Company of the Buyback and about on the number of Equity Company of the Suppose of Supp

2The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transferig oi Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

14. DIATUTORY APPROVALS
14.1 Pursuant to Section 86, 09, 70 and 110, and all other applicable previsions, of the Companies Act, 2013 and the rules made approved the proposal for the Bytack and shareholders approved for the Buyback, by way of postal ballot concluded on March 12, 2019.

March 12, 2019.

14.2 The Buysack from each eligible shareholder is subject to all approvals if any required, under the provision of the Companies of the March Republics (FEMA and or such other acts in force for the time being. The eligible shareholders shall be solely responsible for determining the requirements for and obtaining, all such slatutory approvids and consents as may be required by them in order to self their Equity Shares to the Company pursuant to the Buyback.

14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

erishnile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS hodders with undelying dark and the property of the property o

required in the event copies of such approvals are not submitted. By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including form FC-TRS, if necessary and undertake to provide assistance to the Company for such regulatory reportings, if required, by the Company.

for such regulatory reporting, if required, by the Company, for such regulatory reporting, if required, by the Company.

To the best knowledge of the Company, as on the date hereot, where is no other statutory or regulatory approval required to implement the Buyasck, other than that indicated above. If any statutory or regulatory approval becomes applicable subsequently, the Buyasck ofter will be subject to such statutory or regulatory approval to any subject to the company as explicable subsequently, the Buyasck ofter will be subject to the company as explications of the regulatory approval to the company as set out under paragraphs 1.4 a 2 and 1.6 a above, the Company shall obtain such statutory or regulatory approvals, as may be required from time to true, if any, for completion of the Company's obligations in relation to the Buyback.

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

Compliance Officer and Investor Service Centre

KARVYIII

KARV | ILLEGATE

KARV Flinch Privite Limited (formerly Karvy Computershare Private Limited) (formerly Karvy Computershare Private Limited) Karvy Stelenium Evoet R. Piot Nos. 3 1 8 32. Financial District Naraskirmguist. Serlingsmapily Mandall, Phylorabad - 500032. India Contact Person: M. Murall Kirshna Phone: 914 06 9716 2022 Fax: 914 02 343 1551 |
Email: emward registration: INNE00000021 |
SEBI Registration: INNE00000021 |
Validity Period: Permanent Registration

16.2 In case of any query, the shareholders may contact the Registrar 8. Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Saturday, Sunday and Public holidays.

13. The Company has designated the following as the Complian Officer for the Buyback.

Name: A. G. Manikannha
Designation: Company Secretary
Address: Intigray Limited
No. 44. Electronics City Hosur Road,
Bengaturu 550 100, India
Tel: +91 80 4116 7775
Fax: +91 80 2852 0754
Email Id: sharebuyback@infosys.com

16.4 In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. and 5:00 pm. Indian Standard Time on all working days, at the above mentioned address.

17. Merchant Banker to the Buyback

The Company has appointed the following as Manager to the Buyback:



Validity Period: Permanent Registration

Directors' Responsibility
As per Regulation 24(1)(s) of the Buylacd Regulations, the Basel As per Regulation 24(1)(s) of the Buylacd Regulations, the Basel As per Regulation 24(1)(s) of the Buylacd Regulations, society full and final responsibility for all the information contained in the Public Announcement and for the information contained in all other advertisements, circulars, brochuruss, publicity materials exhibit may be issued in relation to the Buylack and confirm that this Public Announcement contains true, factual and restrict the submitted of the Basel Internation of the resolution passed by the Buylack committee in its meeting dated March 15, 2019.

For and on behalf of the Board of Directors of Infogs Limiter

of Infosys Limited Chief Executive Officer and Officer and Officer and Whole-time Director Director Div. 01876159 DIN: 08782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru



Infosys Limited Regd. office: No. 44, Electronics City, Hosur Road, Bengaluru 560 100, India.

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSY'S LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018. MARKET INNOCATION (BUYDACK)

This public announcement (the "Public Announcement") is being made in relation to the Buyback pursuant to the provisions of Regulation (buy dots of containing the provisions of Regulation (buy dots of containing the disclosures, as specified in Schodild in Whereander and Containing the disclosures, as specified in Schodild in Whereander and Containing the disclosures, as specified in Schodild in Whereander and Containing the disclosures as specified in Schodild in Whereander and Containing the Con

and contains the disclosures, as specified in Schedule IV threamore Centain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All declimats have been rounded off the two declinal points in certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or one certain tables may not conform exactly the total figure given; and (ii) the sum of the numbers in a column or one certain tables may not conform exactly the total figure or row. Further, certain numerical common properties and the conformation of the

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- DETAILS OF BUYBACK AND OFFER PRICE

 The board of directors of the Company therematter referred to as the Board, which expression includes any committee duly controllated by the Board to directors of the company there are not controlled to search as the Board, which expression includes any committee duly controllated by the Board to exercise its powers, and if or the January 11, 2019, has, subject to the approval of the members of the Company, by way of a special resolution through Postal Bollot ("Special Resolution") and subject to the approval of the members of such statutory, regulatory or governmental authorities as may be approved to the company produce from the statutory or governmental authorities as may be approved to the company payable in cash, for an amount aggregating up to the Company payable in cash, for an amount aggregating up to the Company (Aupose Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size") at a price not exceeding 2500-(Ruppes Eight Hundred only) per Equity Share ("Maximum Buyback Size"). The Companies Act, 12013, as amended (the Companies Act, 12013, as amended (the Companies Act, 12014). As amended and the supplicable Size (Presented to as the "Buyback Size (Presented to as the "Buyba
- The Maximum Buyback Size represents 14,54% of the aggregate of the total paid-up capital and free reserves of the Company, based on the latest audited financial statements of the Company as at December 31, 2018 (on a standaione basis) and is within the 15% prescribed limit.
- 15% prescribed in the implemented by the Company from its free reserves in accordance with Regulation 4(s) of the Buyback Regulations and in accordance with Regulation 4(s) of the Buyback Regulations and in accordance with Regulation 4(s) of the Buyback Regulations, by way o food market purchase the Buyback Regulations, by way o food market purchase the Buyback Regulations, by way of the market purchase the Buyback Regulations, by way of the purchase provided under the Buyback Regulations. Further as required under the Companies Act and Buyback Regulations. Further as required under the Companies Act and Buyback Regulations in the Companies and the United States and the St
- In arrests, or only of this Public Arrenmenters will be made available on the Company's website. (https://www.introps.com/investorials/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/legesthynes/shareholder-services/sharehold

The Board, in its meeting held on April 13, 2018, reviewed approved the Capital Allocation Policy of the Company after tal into consideration the strategic and operational cash requirem of the Company in the medium term.

- the Company in the medium term.

 The Board receded to retain its protoy of returning up to 70% of the fire cash flow of the corresponding Financial Warn in such manner, as may be decided by the Board form time to time, subject to applicable laws and requeste approvate; if any, Fire cash flow is defined as net cash provided by operating advisite steel capital expenditure as per the consolidated satisfement of cash how such as the consolidation of the consolidation of
- Dividend psycul includes unicomo brathauan (ext. pur.).

 2. Pursuant to the above, on April 13, 2018 the Board identified an amount of up to 113,000 core to be paid to members in the following mannor.

 (a) A special dividend of 110- per equily share (15- per equily share after adjusting for brown is issuance). The Company paid 12,833 crore in June 2018, to the eligible members and
- poid 12,833 crore in June 2018, to the eliquible members and (b) identified an amount of up to approximately 11,036 crore to be paid out to members for the financial Visas 2019, in such as the poid out to members for the financial Visas 2019, in such as the poid of the
- (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members,

eligible members.

(b) Recommended buyback of Equity Shares of Maximum Buyback Size of up to 18,200 crore.

As the US\$INR exchange rates have moved from April 2016 rates when the capital allocation policy was announced, the total capital allocation in US\$ terms amounts to \$1.872 million (comprising of \$2.98 million) weaks special dividend paid in June 2018 and \$1.184 million* pertaining to buyback as mentioned above and \$3.00 million* (lowards special dividend paid in June 2018 and \$1.00 million*) weaks appead of widers and \$1.00 million* (lowards special dividend yuS\$1.164.764 %) as a following 2019; yuS\$1.164.764 % as a following 2019; yuS\$1.164.764 % as a following 2019; yuS\$1.164.764 was a following 2019; yuS\$1.164.764 was a followed 2019.

NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the operation of the strategic and operational cash requirements of the operation of the members in an effective and efficient manner. The Buyback is being undertaken for the following reasons:

3. The Buyback will had the Company of the strategic or the strategic of the s

- The Buyback will help the Company to return surplus cash to its
- memores, The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- Interrupts value, and
 The Buyback gives an option to the members of the Company,
 either to sell their Equity Shares and receive cash or not to
 sell their Equity Shares and receive cash or not to
 sell their Equity Shares and get a resultant increase in their
 percentage shareholding in the Company post the Buyback,
 without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- PAID UP CAPITAL AND FREE RESERVES.
 The enakimum amount of funds required for the Buyback will not exceed \$8.500 crole (Rupees Eight Thousand Tho Hundred and soft crole only, legan \$1.54% of the aggregate of the foliation put capital and free reserves of the Company, which is less than \$1%, of the aggregate of the foliation paid-up capital and free reserved of the Company based on the latest accided financial statements of the Company sad to demonstrated that the company is also demonstrated to a standardor basis.
- 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred for the Buyback, such as, brokerage, fling less, advisors' fees, intermediaries' fees, public announcement publication expenses, printing and dispatch

- a maintain of 5:16.25.005 Equity Shares.

 BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS.

 The Equity Shares of the Company are proposed to be bought back at a price not exceeding 6000-(Rujnees Egish Hundred only) per Equity Share is the Maintain Buyback Price. The late of the Maintain Buyback Price are the Maintain Buyback Price and Shares are selected as the considering various supplied average market prices of the Equity Shares or our supplied average market prices of the Equity Shares or Shares are select, price arriving and impact on our selection of the Equity Shares are select, price arriving and impact on our he earning to Equity Share.

 The Maximum Buyback Price represents:

 The Maximum Buyback Price represents:
- - The Maximum buyoase "Incertigitisemis:

 Premium of 20.3% and 20.1% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the three months preceding the date of infilmation (Jaurusy 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyoack.
 - Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of intrimation (January 8, 2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- the board Meeting to consider the proposal of the Bulyack. C Premium of 19 4% over the closing price of the Equity Shares on 85E as well as NSE as on January 8, 2015, the date of information to the Indian Stock Exchanges of the Board Merga to consider the proposal of the Bulyack. Shareholders are ediwest that the Duyack of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, it is seed excisedin, based on amongst often things, the prevailing market process of the Equity Shares, which may be below the Maximum Bulyack Price of 1900 per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS

In terms of the provisions of the Buyback Regulations, the offer for Buyback under open market route cannot be made for 15% or more of the total paid-up equity capital and free reserves of the Company.

Computation of permissible capital payment towards buyback of equity shares as per the latest audited balance sheet of the Company as at December 31, 2018 (on a standalone basis)

S. No.	Particulars	Amount (₹ crore)
1.	Total paid-up equity capital	2.184
2.	Free reserves	54.636
3	Aggregate of the total paid-up equity capital and free reserves	56.820
4.	15% of the aggregate of the total paid-up equity capital and free reserves	8.523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, is less than 15% of the aggregate of the total paid-up capital and free reserves of the Company.

- coron, a least han 15% of the aggregate of the bital paid-up capital and free reserves of the Company.

 As per the latest auxiliade Consolidated balance sheet of the Groups as it December 1, 2018, aggregate total paid up equot updated and free reserves is 401,102 cores.

 METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION (IVIN) AND REGULATION 16 OF THE BUYBACK REGULATIONS.

 The Buyback is open to (i) all members holding Equity Shares in physical form (Fybrical Shares), subject to the provisions of the physical form (Fybrical Shares), subject to the provisions of the physical form (Fybrical Shares), subject to the provisions of the physical form (Fybrical Shares), subject to the provisions, and the fybrical Shares), subject to the provisions, and the Persons in Control of the Company shall not ordinately a subject to the provisions of the physical form (Fybrical Shares), which is a physical form shall not objective as physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form shall not be processed unless the societies in physical form
- recommendation of the decided and may be prescribed by SEBI from time to limit and the decided and may be prescribed by SEBI from time to limit and the decided and the second of the order, issuance of contract note and delivery of the stock to the member and recept of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.

 The Company shall make arrangements to stocilitate participation in the Buyback for yearnables with hid Physical Shares. In this regard. The Company shall make be arrangements to tacilitate participation in the Buyback when the service of the service

Details of the aggregate shareholding of the Promoters and Promoter Group, the directors of the Promoter where Promoter is a Company and of Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e. March 15, 2019) is as below.

	-93-9		
S. No.	Name	No. of Equity	Shareh

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	noters		
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53.808	0.96
4	Nandan M. Nilekani	4.07.83.162	0.93
5	Akshata Murty	3.89,57,096	0.89
6	Asha Dinesh	3.85.79.304	n 88

\$. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50.626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2,80,49.350	0.64
11	N.R. Narayana Murthy	1,66,45.638	0.38
12	Nihar Nilekani	1,26,77.752	0.29
13	Janhavi Nilekani	1,26.65,162	0.29
14	Kumari Shibulal	1,04,97.930	0.24
15	Deeksha Dinesh	76,46.684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48.34.928	0.11
18	Shruti Shibulal	27.37.538	0.06
19	S.D. Shibulal	17,65,768	0.04
B. Pron	noter Group		
20	Gauray Manchanda	1.55.36,226	0.36
21	Milan Shibutal Manchanda	1.54.35,868	0.35
22	Bhairavi Madhusudhan	63.34,240	0.14
	Total A+B	56.01.82,338	12.82

Act. Borrowed funds from banks and financial institutions, if any,		22	22 Bhairavi Madhusudhan			0.14		
	will not be used for the Buyback		Total A+B		56,01,82,338	12.82		
	MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK		The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the promoter is a Company:					
1	At the Maximum Buyback Price and the Maximum Buyback	The	e Company does not have any corpo	rate promoter				
	Size, the indicative maximum number of Equity Shares bought back would be 10,32,50,000 Equity Shares ("Maximum Buyback Shares"), comprising approximately 2,36% of the paid-up equity							
	share capital of the Company as of December 31, 2018 and as on the date of the Public Announcement (on a standalone basis). If	S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)		
	the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back	A. Direc	ctors					
	could exceed the Maximum Buyback Shares, but will always be	1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93		
	subject to the Maximum Buyback Size.	2	D.N. Prahlad	Independent Director	21,92,190	0.05		
2	The Company shall utilise at least 50% of the amount earmarked	3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02		
	as the Maximum Buyback Size for the Buyback, i.e. ₹4,130 crore	4	Salif Parekh	Chief Executive Officer and Managing Director	65,770	-		
	(Rupees Four Thousand One Hundred and Thirty crore only)	5	Kiran Mazumdar-Shaw	Independent Director	-	-		
	('Minimum Buyback Size'). Based on the Minimum Buyback	6	Roopa Kudva	Independent Director	-	-		
	Size and Maximum Buyback Price, the Company would purchase a minimum of 5.16.25.000 Equity Shares.	7	Dr. Punita Kumar-Sinha	Independent Director	-	_		
		8	Michael Globs	Independent Director	-	-		
	BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK	9	D. Sundaram	Independent Director	-	-		
	PRICE AND OTHER DETAILS	B. Key	Managerial Personnel					
1	The Equity Shares of the Company are proposed to be bought	10	Krishnamurthy Shankar	Group Head, HRD	12,050	-		
	back at a price not exceeding § 800/- (Rupees Eight Hundred only) per Equity Share i.e. the Maximum Buyback Price. The Maximum	11	Nilanjan Roy ¹¹	Chief Financial Officer	-	-		
	Buyback Price has been arrived at after considering various	12	A.G.S. Manikantha	Company Secretary	2,160	-		
	factors including, but not limited to, the trends in the volume	13	Ravi Kumar S.	Deputy Chief Operating Officer	-	_		
	weighted average market prices of the Equity Shares on BSE	14	Mohit Joshi	President	-	_		
	Limited ("BSE") and National Stock Exchange of India Limited	15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	_		
	("NSE") (collectively referred to as "Indian Stock Exchanges")				4,41,29,028	1.01		

- With effect from Merch 1, 2019, Nikarjen Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayseth Sanghrajika has resumed his responsibilities as the Deputy Chief Financial Officer Pilor to such date, and as of the date of the postel ballot notice. (e. January 11, 2019, Jayseth Sanghrajika was the Irlemm Chief Financial Officer.)
- The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	No. of ADRs
1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32.164
2.	Mohit Joshi President		

8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the date of Public Appropriate (i.e., March 15, 2019).

S. No.	Name	Designation Type of stock incentive		Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nii
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09,126	Nil
		Whole-time Director	Equity Option	64.500	21,500
3	Ravi Kumar S.	Deputy Chief Operating Officer	ADR RSU	2,94,126	Nil
			ADR Options	1.12.750	Nil
4	Mohit Joshi	President	ADR RSU	2.86.276	Nil
			ADR Options	1,12,750	1,12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03,736	Nil
		Chief Compliance Officer	ADR Options	66.676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55.050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of		Maximum		Minimum	Date of
		shares purchased or sold	Transaction	price (₹)	maximum price	price (₹)	minimum price
Promot	ters						
1	Sudha Gopalakrishnan	4,76,78.500	Bonus	Nil	06-Sep-18	Nil	08-Sep-18
2	Rohan Murty	3,04,06.448	Bonus	Nil	06-Sep-18	Nil	08-Sep-18
3	S. Gopalakrishnan	2,09,26,904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
5	Akshata Murty	1,94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92,89.652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67,546	Bonus	Nil	06-Sep-18	Nil	06-Sep-11
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22,819	Bonus	Nil	06-Sep-18	Nil	06-Sep-11
12	Nihar Nilekani	63.38.876		Nil	06-Sep-18	Nil	06-Sep-11
13	Janhavi Nilekani	63.32.581	Bonus	Nil	06-Sep-18	Nil	08-Sep-18
14	Kumari Shibulal	52.48.965	Bonus	Nil	06-Sep-18	Nil	08-Sep-18
15	Deeksha Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
16	Divya Dinesh	38.23.342		Nit	06-Sep-18	Nil	06-Sep-11
17	Meghana Gopalakrishnan	24.17.464	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
18	Shruti Shibulal	13.68.769		Nil		Nil	08-Sep-18
19	S. D. Shibulal	8,82,884			06-Sep-18	Nil	06-Sep-18
Promot	ter Group(1)	-11			11111111111		
20	Gauray Manchanda	8.05.860	Sale	1.382.48	09-Aug-18	1.362.38	08-Aug-18
		77,68,113			06-Sep-18	Nil	06-Sep-18
21	Milan Shibulal Manchanda	77,17,934			06-Sep-18	Nil	06-Sep-18
22	Bhairavi Madhusudhan	8.05.880	Sale		09-Aug-18	1.362.40	08-Aug-18
	District Missingson and	31,67,120			06-Sep-18	Nil.	06-Sep-18
Directo	nrs.	01,01,120	Dones		00 000 10	- 140	00 000 11
23	D.N. Prahlad	10.96.095	Bonus	Mil	06-Sep-18	Nil	06-Sep-18
24	Salil Parekh	1,03,604			27-Feb-19	Nil	27-Feb-1
	FOR THE STATE OF T	37.834			01-Mar-19	737.11	01-Mar-1
25	U.B. Pravin Rao	6.812			02-May-18	5	02-May-18
		5.36.848			06-Sep-18	Nil	06-Sep-1
26	Kiran Mazumdar-Shaw	800	Bonus	Nil		Nil	06-Sep-18
	Toron maconidor onon	1,600	Sale	722.70		722.70	28-Feb-19
Key Ma	nagerial Personnel	1.000	00		24 - 00 - 10	7.00.110	20.00
27	Krishnamurthy Shankar	3 012	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	l diameter		Exercise of RSU		13-Nov-18	Nii	13-Nov-1
		6.200		737.11		737.11	01-Mar-1
28	A.G.S. Manikantha		Bonus		06-Sep-18	Nil	06-Sep-1
	1		Exercise of RSU		12-Nov-18	Nil	12-Nov-18

No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold	Transaction	Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59.600	Exercise of RSU	0.10	01-Nov-18	Nif	01-Nov-18
		29.550	Sale	10.61	27-Feb-19	9.34	13-Nov-18
2	Ravi Kumar S.	1,15.976	Exercise of RSU and options	15.26	01-Nov-18	Nii	01-Nov-18
		1,15.976	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12.000	Sale	°20.21	01-Aug-18	*20.21	01-Aug-18
		16.082	Bonus	NII	06-Sep.18	Nif	06-Sep-18

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the

ł	twelve months preceding the date of the Public Announcement (i.e., warch 15, 2019), except for the following transactions:									
	S. No.	Name	Aggregate no. of RSUs and options purchased		Maximum	Date of maximum price	Minimum	Date of minimum price		
j			or sold		price	moximum price	price	minimum price		
1	1	Salit Parekh	2,21.624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18		
1			1,03.604	Exercise of Equity	₹5	27-Feb-19	Nil	27-Feb-19		
ĺ				RSUs						

S. No.	Name	Aggregate no. of RSUs and options purchased or sold	Nature of Transaction	Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	Nil	06-Sep-18	NJ.	06-Sep-18
		0,812	Exercise of Equity RSU	75	12-May-18	15	12-May-18
3	Ravi Kumar S	1,90,676	Bonus ADR RSUs and options	Nil	08-Sep-18	Ni	06-Sep-18
	1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	NJ.	01-Nov-18	
4	Mohit Joshi	2.18.863	Bonus ADR RSUs	Nil.	06-Sep-18	NI	06-Sep-18
	37	59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	NI	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nil	06-Sep-18	NI	06-Sep-18
₹	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Nil	06-Sep-18	NI	06-Sep-18
	0.1.00	12,226	Exercise of RSU	₹5	13-Nov-18	N/	13-Nov-18
В	A.G.S. Manikantha	2,750	Bonus	N/I	06-Sep-18	NI	06-Sep-18
		1,500	Exercise of Equity RSUs	₹5	12-Nov-18	NI	12-Nov-18

We have inquired into the state of attains of the Company in relation to its audited interim condensed standation Enacratic statements as at and for nice monthly period of the Company in relation to its audited interim condensed standations francisis attainments as at and for nice monthly present period of the Company in the bear of providing of the Board of December 1 of the Company in the bear of providing of the Board of December 1. The amount of premissible capital permitted in control of the Company in the control of 20/10 of the Act. The amounts of shares as computed in the Statement attached herewith, as Annexuse 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined in accordance 4. In our view has been properly determined to the company accordance 4. In our view has been properly determined to the proposed buylance are declared.

shareholder resolution with regard to the proposed outputs of the proposed outputs. This sport has been issued at the negated of the Company soilly for use of the Company (i) in connection with the proposed buydance of Equity Siranes of the Company in pursuance to the provision of Sections 68 and other applicable provisions of the Act and the Spiciak Regulations, (ii) to smaller the Board or Directions of the Spiciak Regulations, (ii) to smaller the Board or Directions of the special resolution, public amonopament, and other documents perhanning to buydance the service of the spicial properties of potential properties of the Spicial Regulation of Spicial Regulations of Spicial Regulations, and may not be suitable for any often purpose.

Computation of amount of permissible Capital Payment
Computation of amount of permissible capital payment towards
bystack of equity shares in accordance with Section 68(2)(c) of the
Companies Act, 2013 (Title ACT), based on audited inferim condensed
standance financial statements as at and for the nine months period
ended December 31, 2018.

Particulars

-Securities Premium
- Clemetal reserve.

Total Fire Reserves.

Total Fire Reserves.

Total End Lip Equity capital and five reserves.

A-B),

Section 18 of the Aut. Lie. 25% of the total paid up
capital and five reserves.

Maximum amount permissible for buydeak under
the provise to Replacion 4(vi) of the Blyback.

Regulation, Lie. 15% of the total paid up capital and
five reserves.

the Buylack Period.

The Company shall not make any further issue of the same kind of shares or other securities including alternation of the securities including alternation of new shares which Section 20(1) (air other specified securities within a period of six months after the completion of the Buylack except by wary to be the shares of the security shares secured to vary to form a share or equility shares secured to vary option scheme, sweat equity or conversion of preference shares or debenfurse the Equility Shares.

In accordance with Regulation 24(ti) of the Buylack Regulation is not contained to a provide of containing of the Buylack Period, except in discharge of fits subdelling or objects.

substating obligations;
The special resolution approving the Buytack will be valid for a maximum period of one year from the date of passing of the said special resolution (or such extended period as may be permitted under the Companies Act or the Buytack Regulations or by the apopropriate authorines). The exact intendate for the Buytack shall be decided by the Board (or still, during the solution) and the substantial period of the substantial that the substantial th

with the Early Shakes become transferable.

If the mount of the property of the Could for the County f

the above time limit.

14.5 The Equity Shares bought back by the Company will compulsorily cancelled and will not be held for re-issuance. 16.8 The Company shall not withdraw the Buyback after the Public Announcement for the Buyback is made; and 14.7 The Company shall not buyback the locked-in Equity Shares and non-transfeable Equity Shares ill the pendency of the lock-in or until the Equity Shares become transferable.

ent of Permissible Capital Payment

Amount (₹in crore) 2,184 52,340

14,205

For Deloite Haskins & Sells LLP Chartered Accountants (Firm Registration No. 117366WW-100018)

Annexure A - State

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- THE BUYBACK:

 In terms of Regulation, 15(ii) of the Buyback Regulations, the Buyback is being myslemeted by way of open makes purchases buyback is a being myslemeted by way of open makes purchases buyback is a being myslement of the purchases of the purchases of the purchase of the pur
- The Board has confirmed that if has made a full enquiry too the datas and prospects of the Company and has been the opinion hat: a immediately following the date of the Board meeting held on January 11, 2019 and the date of bassary of the immediately planuary 11, 2019 and the date of bassary of the immediately should be a second or the second of the second or second or which the Company area be found unable to pay 16 debts, and 3.0 as regards the Company's prospects for the year immediately following the date of the Board meeting held on January 13.018 as well as a the year immediately following the date of the Board meeting held on January 13.018 as well as the year immediately following of the members' resolution approving the Buyback. Any 15 are second to the board in the second or the second or to the amount and character of the fenancial requires, which will, in the Boards' where he available to the Company with the second of the second or the second or will be a period of one year from the date of the Board meeting will be a period of one year from the date of the Board meeting which as period of one year from the date of the Board meeting the date of the Posta Ballot Resolution. 2019 as also from the date of the Posta Ballot Resolution. 2019 he Board heads of the Posta Ballot Resolution. 2019 he Board heads of the Posta Ballot Resolution. 2019 he Board heads of the Posta Ballot Resolution and Ballonish Country and Ballonish of the things and Ballonish of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Ballonish or the Board of the Board by the Company and Bal
- Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors repairting insolvency.

regarding insovency.

The text of the Report dated January 11, 2019 received from Defoitle Haskins & Sells LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

To.
The Board of Directors,
Infosys Limited
No. 44, Infosys Avenue,
Hosur Road, Electronics City, Bengaluru. Kamataka - 560100

Dear Sir / Madam,

Kamistaka – 50100

Poer Sir / Madaim

Re. Statiory Audior's Report in respect of proposed buyback of Equity

Res. Statiory Audior's Report in respect of proposed buyback of Equity

Shares by Inforsy, Limited (the "Company") in terms of Clause (xi) of

Schedule I of the Securities and Exchange Board of India (Buy-Back

Securities Reports and Exchange Board of India (Buy-Back

Securities Reports as issued in accordance with the terms of our

engagement letter dated Jame 26, 2018

1. This Report is issued in accordance with the terms of our
engagement letter dated Jame 26, 2018

2. The Board of Directors of the Company have approved a proposal

for buyback of Equity Sharles by the Company as Its Meeting India

8, 69 and 70 of the Companies Act, 2013, as amended (the
"ACT) and the Buyback Regulators.

9. We have been requested by the Management of the Company to

10 provide a report on the accompany (Statement of Permissible

Capital Phymeric (including premium): (Anteriora A) as at

11 has Statement has been prequested by the Management, which we

have initiated for the purpose of identification only.

Management's Responsibility:

4. The preparation of the Statement in accordance with Section

18(2)(c) of the Act, the provise to Regulation (xi) of the Buyback

Regulations and the compliance with the Buyback Regulations, it is

the responsibility of the management of the Company in excluding

the preparation and maintenance of all accounting and other

relevant to beging in appropriation and presentation of the

Statement and acching an appropriate has and organization, and

Auditor's Responsibility:

5. Pursuant to the requirements of the Buyback Regulations, it to our

responsibility to provide a research as accounting and coher

1. In the have inquired for the buyback Regulation of the

Statement and acching an appropriate has the organization of the

Statement and acching the statement of the Company in

1. In the have the audited reterm to condense and the complete forms of

- Pursuant to the requirements of the Buystack Regulations, it is our responsibility for provide a reasonable assurance that:

 I we have inquired into the state of affairs of the Company in relation to the audited interim condensed standardene financial statements as at December 31, 2015;

 It has amount of permassible capital payment as stated in Annexure A, has been properly determined considering the audited interim 2016 in accordance with Section 8017, 017 of the Ast and the provided to Regulation, 4(n) of the Buystack Regulation, 4(n) of the Buystack Regulation, 4(n) of the Subjustack Regulation, and in Clause (or 5 Schedule 1 to the Buystack Regulation, 4(n) of the Subjustack Regulation, 4(n) of the Ast and the provided buystack Regulation, 4(n) of the Ast and the provided buystack Regulation, 4(n) of the Subjustack Regulation, 4(n) of the Ast and the provided buystack Regulation of the Institute of the Subjustack Regulation, 4(n) of the Ast and the provided buystack Regulation of the Institute of the Subjustack Regulation of the Institute of Institute of
- statements are free of material insistatement. We conducted our examination of the Statement in accordance with the Guidance Hells on Audit Reports and Certificates for Spocial Fungueses, sailed by the Institute of Certificates for Spocial Fungueses, sailed by the Institute of Cinaterica Accordance Note? The Guidance Note requires that we comply with the efficial requirements of the Code of the Statement of Certificates (and the Statement of Land Certificates). We have complete with the efficial requirements of the Standard on Quality Control (SGC) 1. Quality Control for Firms that Perform Audits and Reviews of Habitodical Francial Information, and Other Assurance and Related Services Engagements.

- DATE OF BOARD AND SHAREHOLDERS' APPROVALS

 The Board approval for the Buyback was granted on January 11, 2019 and the sh was received on March 12, 2019, the results of which were announced on March
- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.32.50.000 Equity Shares, comprising approximately 2.38% of the past-up equity share capital of the Company as of December 33, 2018 and as on the date of the Public Announcement (on a standarion basis) if the Equity Shares are bought back at a price better Maximum

- Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size.
- 2. Further, the Company shall still real stork of the amount earmanked as the Maximum Buyback Size for the Buyback i.e. f4.130 crore (Rupees frour Trousdand One Huntried and Thiny Core only and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will poursase an inclusive minimum of 1.6.125.000 Equity Setup.

 2. The hunds for the implementation of the Buyback will be sourced out of the fine reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.
- Borrowed funds from banks and financial institutions will not be used for the Buyback
- 2.5 As mentioned in Paragraph 3.1 of Part A above, in continuation of the Company's efforts to effectively utilize the surplus cash. It is proposed to Buyback. 14.54% of the aggregate of the total pack-up capital and five exercises of the Company based on the latest audited financial statements of the Company as at December 3.1, 2018 (on a standardone basis) from the open market through the Indian Stock Company.

PROPOSED TIMETABLE FOR THE BUYBACK

Date of commencement of the Buyback	On March 20, 2019
Acceptance of Equity Shares accepted in dematerialised mode	Upon the relevant pay-out by the Indian Stock Exchanges
Verification / Acceptance of Equity Shares accepted in the physical mode	Within 15 (lifteen) days of the pay-out by the Indian Stock Exchanges
Extinguishment of Equity Shares / certificates	In case the Equity Shiters bought back are in dematerialized from the same will be extinguished in the mane specified in the Securities and Exchine Board of India (Openationes and Participants) Regulations, 2018 as amended, and the bye-laws framed thereunder. In case the Equity Shiters bought back are in physically destroy the state certificate bought back are in physically destroy the state certificate bought back are in physically destroy the state certificate bought back are in physically destroy the state or certificate bought back are independent on the Capital Shiters bought back are destroyed and the succeeding month. Provided that, the Company shall ensure that a the Equity Shiters bought back are destroyed below of the Servent days of the exprisy of the Buyback Period.
Last Date for the Buyback	Earlier of:
	(a) On September 19, 2019 (that is 6 months from the date of the opening of the Buyback); or
	(b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or
	(c) at such earlier date as may be determined by the Board (including a committee thereot, constituted by the Board committee the process nominated by the Board committee to exercise is powers, and or fire power confirmed by the Board committee to exercise is powers, and or fire power confirmed by the Board consolution in relation to the Buyback, shall giving notice of such earlier colours such as the power confirmed by the Board consolution in the Buyback. Size (ever board) to be a such as the Buyback, shall be completed before the last date for the Buyback.

PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges, through the order matching market purchases who will be sometiment of the purchase who will be sometiment of the purchase when the support and prometiment of the purchase when the support of the purchase when the purchase
- matching system, as provided under the Buyback Regulations, in relation to the Buyback of Demat Shares, the securion of the order, insusance of contract note and delivery of the stock to the member and receipt of glymmer would be cameled to the theorem of the company, in accordance with the requirements of the Inland Stock Exchanges and SEBI II.

 For the representation of the Buyback, the Company has appointed Notice Securities furnished so the relation stock is Securities furnished so the relation of the Buyback and so that the securities of the Buyback and sold the made by the Company.

The contact details of the Company's Broker are as follows



Kotal Securities Limited
27BKC, Plen No. C-27, "Of Block
Bandra Kulla Corlege, Elandra (Ests),
Muntasi. 400051

- BSE SEBI Regardacion No. INCOMPOZOTST

 The Equity Shares are traded in compulsion of demanderalized mode under the trading oxides 2004 a BSE and NMP at NSE. The ISIN of the Commany is intRODMO1021. Sharendeders boding conduct the trading oxides 500200 at BSE and NMP at NSE. The ISIN of the Commany is intRODMO1021. Sharendeders boding with the Commany is intRODMO1021. Sharendeders boding should be considered to the Commany is intRODMO1021. Sharendeders boding introduce orealined for the physical standard sequence by the Indian Stock Exchanges or ESEI because, pursuant to the provise to Regulation 40(1) of the Societies and Exchange Board of India (Lating Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposation of securities, requests for effecting standard in the Securities of the Commany is standard to the Member and Securities. Regulations of the Securities and Indian Securities an
- Brodys American
 sent Sangmapa
 sent Chef Financial Officer
 sully 11, 2019
 GENERAL OBLIGATIONS OF THE COMPANY AS PER
 THE PROVISIONS OF THE BUYBACK REGULATIONS
 AND THE COMPANIES ACT:
 1 in accordance with Regulation 24(/ijt) of the Buyback
 Regulations, the Company shall not issue any shares or other
 specified securities, including by way of borus, it life the epity of
 the Buyback Perior.
 - Shares, and, subsequently, ont to set such Equity Shares on the Indian Stock Echanges during the Blyaback period.

 The Company, shall, in accordance with the applicable laws commencing on March 20, 2019 (e. in the oast of commencement of the Blyaback), place "buy" orders on ISS and or NSS on the other company is been to subsequently and at such price, and exceeding the Maximum Blyaback Price of \$500 (Rupees Egit Hunded only) per equity share, as it may deem fit, deeperding upon the prevailing market price of the Equity Shares on the Indian Stock Echanges and Indian Shock Echanges.

 Procedure for Blyaback of Beant Shares : Beneficial owners hading Short Shares who does not be set to set their Equity Shares in such application of the Shares in the Indian Shock Echanges in a registered member of the Company has placed a "buy" order for Buyback of Beauty Shares in Shares in the Indian Shock Echanges in a registered member of earlier of the Indian Shock Echanges in a speatness who desire to one Equity Shares in the process of the Shares Shares in the Indian Shock Echanges in a speatness who desire to one Equity Shares in the Indian Shock Echanges in a speatness who desire to one Equity Shares in the Indian Shock Echanges in a speatness who desire the Company has placed a "buy" order for Buyback of the Equity Shares in the Indian Shock Echanges in the Indian Shock Echanges and the Indian Shock Echan
 - the paint of the transfer of the transfer of the paid to all the shareholders pursuant to the Bayback and that the same would depend on the price at which the trade with that shareholder was executed.
 - opported on the price at which the trade with that shareholder was executed.

 Procedure for Buyback of Physical Shares: The Company was executed and the procedure for the buyback of Physical Shares in terms a separate window for the buyback of Physical Shares in terms as separate window for the buyback Windows of the Shares can sell their Equity Shares the Buyback Window Shares can sell their Equity Shares in the Physical Share Buyback Window Shares can sell their Equity Shares in the Physical Share Buyback Window Shares can sell their Equity Shares in the Physical Share Buyback Window Shares can sell their Equity Shares in the Physical Share Buyback Window Shares can sell their Equity Shares in the Shares can sell their Shares of the Shares Shares of the Shares Shares
 - Shalle sulyactic vennow shall staff closes emercive (pri 1, colv). Upon recept of the permission from the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company shall buy back the Physical Share from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback, Window shall be subject to requirements provided by mideal Stock Exchanges and any directions in this regard. As per mideal Stock Exchanges and any directions in this regard. As per

- (i) The Physical Share buyback Window shall remain open during the Buyback Peciod, for the buyback of Physical Shares. Howlever. SEII has, through its press release dated December 3, 2018, directed that from April 1, 2019 no transfer of securities will be processed unless securities are half in dematerialized forms.
- transfer or securities will be processed united securities for the control of the
- (iv) The Company brokers will charge a brokerage of 0.5% upon successful execution of the transaction and it will be deducted from the sale consideration. The sale consideration would be paid immediately after the payout to the Stock Exchange, which in no event will be later than 7 (seven) days after the date of sale.
- ing the
 - original physical share certificate(s
- original physical share entificate(s): varial share transfer form(s) duty filed, stamped, signed by the transferors (by all the eligible shareholders in case the Equity Shares are in joint names in the same order in which they hold Equity Shares in the Company) as per the specimen the appropriate place authorising the transfer of the Equity Shares bought book in theory of the Company; in case of unregated shareholder (a) Original Equity Shares bought book in theory of the Company; in case of unregated shareholder (a) Original Equity Shares certificates accompanied by valid share transfer forms as received from the market, wherein the name of the transfered has not been filled in and (b) Original booker exchange in reliable to the purchase of the Equity Shares being lendered in this case;
- every uncerted in this case.

 YeV Form (p. 6. a filted and signed only by the first holder),

 XOO prince from and Declaration Form (to be signed only

 XOO prince from and Declaration Form (to be signed only

 I shareholders) including joint holders of shares! The

 IRVC Form, Acceptance Form and Declaration Form can be

 obtained by conducting the Company's Share Transfer and

 at the details mentioned in Paragraph 16.1 below;

 Bank account details of the first named shareholder along

 with the copy of a self-attested cancelled cheque;
- With the copy or a seri-ansesse unaccess of a seri-ansesse of a seri-ansesse of copy of the shareholder's (including joint holders) PAN card or other document confirming the shareholder's identity;
) a self-altested copy of a document confirming the shareholder's current address,
- telephone number and email address of all the shareholders (including joint shareholders);
- (including joint shareholders); (in) copes of regulatory approvisis required, if any, by the shareholder for the transfer of Equity Shares to the Company; (i) any other relevant obcountests usu, has power of attorney, coporate authorization (guid has board resolution is pecimen signatures), hardraized copy of death certificate, Reserve Bank of India approval fin case of non-resident shareholders) and successor certificate or protected with if the original shareholder is deceased, as applicable, either by registered post of counter or hand delivery to the following addiess:



- CINI: Usbiggiath 1968-PLC 134-051
 The following list of documents are admissible as Proof of Identity: (i) Unique Identification Number (IUID) (Audhan) Passport / Veber Identity Card / Driving License, (ii) PAN card with sphotograte, (iii) Identity, card / Bocument with spitcharts proof, Issued by any of the Iolizovity Central spitcharts proof, Issued by any of the Iolizovity Central Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institution, Colleges affiliated to Universities, Professional Bodes such as ICAI, ICVINI, ICISI, Bar Council etc., on their members, and Icocoporation, Memorandum & Articles of Association in case of companies, (I) Patrimetrial Deed in case of Partnership firm and (vi) Trust Deed in case of Trusts, and
- of companies, (v) Partnership Deed in case of Partnership firm and (vi) Trust Deed in case of Partnership firm and (vi) Trust and 1 The following list of documents admissible as Proof of Address. (i) Passagor I vi Volers Inderto Card / Pation Card / Registered Losse or Sub Angeement of Researce (Diving Chemical Card (vi) Partnership (vii) P

Page: 14

- 4.13 Shareholders are free to sell or hold their physical Equity Shares entirely at their discretion and that process is designed in accordance with Buyback Regulations only to assist those shareholders holding Equity Shares in the physical form, who are described of selling their Equity Shares and who would like to those a broken to enable them to do so and with abridged (1) Shares and who are shared to so and with abridged
- to have a broker to enable them to do so and with abridged KYO requirements.

 Shareholders holding Physical Shares should note that Physical Shares with out to the shares with the state of documents as mentioned in Paragraph 412 of Part B above in submitted to Company's Broker. Acceptance of the Physical Shares for Bulyaback within the Physical Shares for Bulyaback within the subject to verification of the documents submitted by the shareholders as per the Bulyaback for Bulyaback within the properties of such Physical Shares are recognited in a procedure of the properties of such Physical Shares have been completed in all respects.
- Subject to the Company purchasing Equity Sharies for an amount in the process.

 Subject to the Company purchasing Equity Sharies for an amount of the countries of the Minimum Buyanck Size, nothing contained herein shall create any deligation on the part of the Company of the Part of any abstractive for the part of any abstractived to these year South Sharies bought back, even if the Maximum Buyanch Size has not been reached to terminate any process in relation to the Buyanch. To the Buyanch of terminate any process in relation to the Buyanch. So the amount of terminate any process in relation to the Buyanch. So, the amount he Buyanch elevated to the Minimum Buyanch Size, the art of several control of SEED or a directed by SEES are shall be liable to be forfield and deposited in the Investor Protection and Education and SEED are a directed by SEEI in accordance with the Buyanch Regulation.

 The Company shall automit the information recording the Faulth
- cuycack Regulation.

 The Company shall submit the information regarding the Equity.

 The Company shall submit the information regarding the Equity
 as a display that is accordance with the Buybeck Regulations.

 The Company shall also upload the information regarding the
 Equity Shares bought tack by it on this plawwin frologon
 investors/share/incide-services/Pages/buyback-2019 aspx on a
 daily basis.

- 18 ADS inoders are permitted to convert their ADS into Equity Shares, and, subsequently, of to sell such Equity Shares on the Indian Slock Exchanges curing the Buyback period.

 METHOD OF SETTLEMENT!

 Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company shoteer on or one of the Company shot of the Company should be controlled the Company should be company to the Company should be compan

- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited ("Merchant Banker"). Kany Fintech Physical Limited ("Registrars") and the Statutory Auditor of

- the Company by the 15th (fifteenth) day of the succeeding month provided that the Company undertakes to ensure that all Physics Shares bought beach are estinguished within 7 (seven) eight plays from the last date of completion of the Buybock, in compliance with the Buybock Regulation of the Equipock Regulation Consideration for the Equipock Regulation for the Regulatio

Consideration for the Equity Shares bought back by the Company shall be paid only by way of clearly.

Prief Information about the Company

History and Overview of the Company

Infogy was incorporated on July 2, 1981 in Pune, Maharashtra, India, as Infogya Consultaris, Private Limited, a private limited in June 1982. The Company of Company in June 2011, the Company of Limited in Agril 1992 and to Infogys Technologies Limited on Infogys Technologies Limited on Infogys Technologies Limited in Infogy Infogration of Infogration of Infogys Technologies Limited in Infogration of Infogra

- De Based on the mind was a service of the Company continue to locate their ADSs on the New York Stock Exchange cerview of the Company through the global profit in each generation agent services though as a global engine presented in the Scientists to raivigate their digital transformation. With over three deceleds of experience in managing the systems and workings of profit grant promises. It expertly steers its clients through their digital transformation. With over three deceleds of experience in company does it by preshing the enterprise with an Alipowerset core that teets prioritize the execution of the other unpredicted and levels of profit the three executions of the development of the continuous of the development of the continuous propositions of the continuous propositions of the continuous propositions and managing agenda drives their continuous propositions and managing the propositions are propositions and managing the propositions and managing the propositions and managing the propositions are propositions and managing the propositions and managing the propositions are propositions and the propositions are provided to the propositions and the propositions are provided to the propositions and the propositions are propositions and the propositions a
- (ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

Digital Services comprise service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that ethnicine outstorms experience, the properties of the company of the company of the company of the and in 7 modernize legacy technology systems, registed to cloud applications and implement advanced other security systems. They are primarily categorized as under:

Core Services comprise traditional offerings of the Company that have scaled and industrialed over the years. These primarily include application management services, progretary application development services, independent validation solutions, product engineering and management, indistructure management services, traditional enterprise application implementation, support and mitigation services.

Products and Platforms niculde

- Finacle*
 Rege Suite
 Infosys Nicamish
 Panaya*
 Skava*
- (iii) The Company's corporate headquarters, is located at No. 44, Electronics City, Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 0261 / extn 67775.

number of this office is 411-80-2832 (2018 I death of 1775).

Financial information about the Company.

The brief suities financial information of the Company, as extracted form the audited financial information of the Company, as extracted from the audited financial information of the Company, as extracted from the audited financial instances as at, and for the site financial system ended Municipal 31, 2016. March 31, 2016 and of the site financial instancial company and March 31, 2019, and of the nine months ended December 31, 2019, and of the site o

(₹ crore, except per share data)

renou Enuing	Dec 31, 2016	Mai 31, 2016	mar 31, 2017	Mar 31, 2010
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61.941	59,289	53,983
Other Income, net	2,215	4.019	3,062	3,006
Total Income	56,386	65,960	62,351	56,989
Total expenses excluding interest, depreciation and tax (*)	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NII
Depreciation	1,171	1.408	1,331	1,115
Profit before tax	14.974	19,908	18,938	17,600
Provision for tax (incl. deferred tax) ^(b)	4,092	3,753	5,120	4,907
Profit after tax 10	10,882	16,155	13,818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2
Total comprehensive income	10.948	16,176	13,800	12,69

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2,184	1.092	1,148	1,148
Reserves and surplus ⁽⁶⁾⁽⁷⁾⁽⁶⁾	60,749	62.410	66,869	59,934
Net worth / Shareholders equity:11	62,933	63.502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic) ^{25,728}	24.91	#35.64	#30.08	#27.63
Book value per share (₹½°	144 05	#145.37	#148.06	#132.96
Debt-Equity ratio**	NA.	NA.	NA.	NA.
Return on net worth (%) ⁽⁵⁾	22.31	25.44	20.32	20.78

- in States

 8 To December 2017 on account of the conclusion of an Advance Pricing Agreement (APA) with the US internal Reviews Service (IPS) the Company had, in accordance

 with the PAR, reversed income for engineer provision of 11-132 rows, which performed to previous periods which are no proper required.

 8 Based on audited consolidated financial statements under Ind AS for the nine months ended December 31, 2018 and for the years ended

 March 31, 2018, March 31, 2017 and March 31, 2016.

Excerpts from the Statement of Profit and Loss

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70.522	68,484	62,441
Other income	2,218	3.193	3,080	3,123
Total income	63,355	73.715	71,564	65,564
Total expenses excluding interest, depreciation and tax [⊕]	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1.863	1,703	1,459
Profit before non-controlling interests / share in net profit / (loss) of				
associate	15,758	20.341	19,981	18,743
Share in net profit / (toss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20.270	19,951	18,740
Provision for tax (incl. deferred tax) ⁽⁵⁾	4,428	4.241	5,598	5,251
Profit after tax (1)	11,332	16,D29	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16.372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14.353	13.489
Non-controlling interests	2	-	-	-

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2,176	1,088	1,144	1,144
Reserves and surplus ^{rfer7,th}	62,807	63,835	67.838	60.600
Net worth / shareholder's equity11	64,983	64,923	68.982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic) ⁽²⁾⁽¹⁾⁽⁶⁾	26.06	#35.53	#31.40	#29.51
Book value per share (₹y.x-	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ¹⁴	NA.	NA.	NA.	NA.
Return on net worth (%) ^(b)	23.11	24.69	20.81	21.85

- Notes

 Adjusted for September 2018 sorus resuel 1: 1)

 And vorbil is trade equily artificiated to equity cloders of the Company,

 1. Not vorbil is trade equity artificiated to equity cloders of the Company,

 2. Notes for the period

 2. Dette Company and a September 2018 sorus resuel 1: 10 september 2018 or the period

 2. Dette Company and a September 2018 or the control of September 2018 or the company has no borroways

 3. Dette Company and a September 2018 or the company of September 2018 or the company has no borroways

 4. Dette Company and a September 2018 or the company of September 2018 or the company has no borroways

 5. Replaces on other company has no borroways

 6. Represents other equity which includes reserves and surplus and other compenhencies become

 7. During the tree mornion endoted forant 7. 2018. The Company has decisabled to selections. Addition and Selece (logistics) and the company of the selection of the company resoluted additional dispensation and selection of the selection of the company of the selection o

In accordance with Regulation 20 of the Buyback Regulations, an Escrow Agreement is to be entered into among the Company, the Manager to the Buyback and sous Mahndra Bank Limited ("Escrow Agent"). The Escrow Agent has its registered office at 27 BKC, C27, G Block, Bandra Karla Company, Martha (1905), and an escrow agreement has been entered into among the Company, the Escrow Agent on March 2, 2019.

March 8, 2019.

In terms of the Escrew Agreement, the Company has opened an escrow account in the mane and style "Infosts to Buyback." Escrew Account bearing the account number 2613/284427 in accordance with Regulation 20 of the Buyback Regulations, the Company shall expose a same equivalent to 2.0% of the total consideration payable for the Buyback of the Buyback and arrange for a bank guarantee issued in favour of the Manager to the Buyback of the Buyback and arrange for a bank guarantee issued in the Survivor Account Shall represent the Buyback Regulations in accordance with the Buyback Regulations. The Managers that the Buyback Regulations is a survivor of the Buyback Regulations in accordance with the Buyback Regulations. In the Managers the Buyback Regulations, and the Buyback Regulations in accordance with the Buyback Regulations, the Managers and the Buyback Regulations in accordance with the Buyback Regulations, the Managers and the Buyback Regulations in accordance with the Buyback Regulations, the Managers and the Buyback Regulations in accordance with the Buyback Regulations. The Buyback Regulations is the Managers and the Buyback Regulations in accordance with the Buyback Regulations. The Buyback Regulations is the Managers and the Buyback Regulations in accordance with the Buyback Regulations. The Buyback Regulations is the Managers and the Buyback Regulations in accordance with the Buyback Regulations. The Buyback Regulations is the Managers and the Buyback Regulations in the Buyback Regulations. The Buyback Regulations is the Managers and the Buyback Regulations in the Buyback Regulations in the Buyback Regulations. The Buyback Regulations is the Managers and the Buyback Regulations in the Buyback Regula

- If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- Intertition of 2019 of the Modellian opposition due to the Company on completion of all obligations and in accordance with Buyback Regulations.

- Firm Financing Arrangements

 The Company under the Buyback Committee, has identified and earmanked funds for the purpose of fulfillment of the obligations of the Company under the Buyback. Such earmanked funds, together with funds provided for escribe grangements, are in excess of the Buyback Size.
- suryuses, OSE.

 Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents. District Haskins & Selbs LLP. Statutory auditors of the Company (Firm Registration number 117388WW-100018, Chartered Accountables, have certified, use their leater casted March 15, 2011 in that horograph has made firm financing arrangements for fulfilling the obligations under the Buyback. The Managar to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.

- in place.

 10. Listing Details and Stock Market Data.

 10.1 The Equity Shares of the Company are listed on ISSE and NSE. Further, the ADSs of the Company are listed on the NYSE.

 10.1 The Equity Shares of the Company are listed on ISSE and NSE. Further, the ADSs of the Company are listed on the NYSE.

 10.2 The high. Low and average market prices of the Equity Shares for the preceding three years and the mortifish high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on ISSE and the NSE are as blobws.

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low*(₹)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to	2.244.00		33.879	1.910.00	14-May-15	1.32.623	2.045.55	1.01.74.618
12-Jun-15 15-Jun-15 to	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,91,74,618
31-Mar-16	1,234.65	28-Mar-16	1,62.252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1,278.00	03-Jun-16	63.514	900.30	9-Nov-16	4,08,320	1,064.79	6,67,61,210
31-Mar-18	1,220.00	24-Jan-18	5,31.006	861.50	22-Aug-17	19,67,963	996.52	9,03,30,126
L and also	10-1-00	Data of	No of Carrier	4 (91)	Date of	No of Familia		Total code on a

Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (?)	Date of low	No. of Equity Shares traded on that date	Average price **	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.00	03-Sep-18	5,28,171	1,430.00	03-Sep-18	6,28,171	1,433.45	6,28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	8,25,030	692.00	21-Sep-18	7,73,924	726.86	76,17,345
Oct-18	754.95	01-Oct-18	37,61.334	630.00	26-Oct-18	3,97,563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28,314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	8,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
Jan-19	751.00	31-Jan-19	11,28,305	651.15	04-Jan-19	5.32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3,12.650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

NSE

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2.245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15.58.461	2.045.68	11.28.46.711
15-Jun-15 to 31-Mar-16	1,237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37.05.761	1,096,13	70.95.58.962
31-Mar-17	1,279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63.82,079	1,064.76	89,92,35,121
31-Mar-18	1,221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2,46,21,299	996.67	1,24,85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54.88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1.53,70,124	692.00	21-Sep-18	1.43.50,769	726.82	14,05.44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18,65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1,50.75,209	653.75	16,97,40.064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61.78,552	671.46	15,47,14.992
Jan-19	751.30	31-Jan-19	1.38,25,233	651.00	04-Jan-19	78.89,310	708.29	21,25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company announced a borrus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 2018. The Company had also announced a borrus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

Retail of the world (70)	22.31	20.44	20.32	20.10	Source: www.naenia					
Notes # Adjusted for September 2018 benus issue (1.1)					# Low is the lowest p	price recorded for the Equity Share of the Company during the said per nice recorded for the Equity Share of the Company during the said perio				
Net worth is total equity attributable to equity holders of the Company.					 Average price is the 	he arithmetical average of closing prices during the said period				
 Net want is total equity attributable to equity notices of the Company. Earnings per share = Profit after lax / weighted average number of Equity Shares 	for the marine				10.2 The Compa	ny announced a bonus issue of 1 share for every share hel	id by the charete	ddorn on July 15	2019 with the r	onord data on
3 Book value per share = Net worth / number of Equity Shares at the end of the pe										
Debt-Equity ratio = Total debt divided by net worth at the end of the period. Debt-					September :	5, 2018. The Company had also announced a bonus issue of	1:1 IN FY 2016 WI	in the record dat	on June 17, 2013	D
					10.4 The market in	price immediately after the date of the resolution of the Board	of Directors appo	oving the Buwbar	k is as follows:	
 Return on net worth = Profit after tax / closing net worth. Numbers for the nine m ending December 31, 2018 divided by closing net worth as on December 31, 201 		ar 31. 2018 is comput	ea as pront after tax n	v the last 12 months	Total Transfer	price management enter the date of the resolution of the source	or process appr	orning the traybus		
					Date	Description	NSF		BSE	
Represents other equity which includes reserves and surplus and other compreh								_		
 During the three months ended March 31, 2018, the company had reclassified its 							High (3)	Low (₹)	High (₹)	Low (₹)
Panaya as 'Held for Sale'. During the year ended March 31, 2018 and quarter en				trare respectively an				22(.)		(-)
account of reduction in the fair value of investment in Panaya ansing on remeasu						Day prior to Notice of Board meeting to consider Buyback				
During the three months ended December 31, 2018 the company reclassified its ended December 31, 2018, the Company recorded ₹469 crore ensing on remeas					07-Jan-2019	proposal was given to NSE and BSE	673.60	661.50	682.80	662.35
in Skava	menuery ou account or	r recoessingeour nour	THERE IT SHIP IT THIS	ACT OF EAST STANSONS	11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80
8. In December 2017, on account of the conclusion of an Advance Pricing Agreemen	or and part with the LIP to	ternal Revenue Servi	ce (IRS) the Compan	rhad, in accordance	14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70
with the APA, reversed income tax expense provision of ₹ 1,432 crore, which perf										

11. Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Rijuback will be as follows:.

completion of the buyuack will be, as follows:-		(Amounts in 1)
Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
4,80.00.00,000 Equity Shares of ₹5/- each	24,00,00,00.000	24.00,00,00.000
Issued:		
4,36.89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32.84.07.220
Subscribed and fully paid up:		
4.36.89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220

- (4.36.86.31.444 Equity Shares of 151-sech fully paid up

 2.18.4.67.220 [21.8.28.407.220]

 Assuming the Company tryup date the disassimilar Bolyader Shares The capital structure post completion of the Buylader may after depending material England Shares sought about under the Buylader Shares Shares The capital structure post completion of the Buylader after the Buylader Shares are no partly paid up Equity Shares or calls in arrears.

 11.3 As on the date of Public Announcement, there are no outstanding instruments convertible into Equity Shares (excluding instruments which upon conversion / exercise do not reach in a fresh assumed of shares or increases in the paid up shares capital of the Company) except.

 4.23.12 outstanding and vested and unvested employee stock options. As of Decomber 31, 2019, the Company had detaileding and

Cong: An Old Familiar Feeling?

CITY CITY BANG BANG



ome things in life are centred by a control of the been made. On an ISSUE of THIS KIND WIL-hout the enthusiastic support of media, as in the case of CWG, building momen-tum purely through campaign rhetoric is exceedingly difficult. The question to

ask is whether a significant number of people will vote against this government primarily on the grounds that its leader is corrupt. The answer is extremely unilkely, which makes it not worth betting on.

The opposition has above all, to get its on-ground structural strategy in place, which is all about building alliances, something that BJP has done that is available is the sense of its appointment felt by a section of the voters with the performance of this government and this has to be the sharp focus

while the latter keeps-lapsing back into his comfort zone. Everything continues to be a battle for the former, whereas sets be a battle for the former, whereas class punctuated by persons of the latter than the sets of the latter than the latter than the sets of the latter than the lat



ress has failed to cement any meaningful alliances for the LS elections as of today

congress has failed to center any meaningful all of their campaign.
This is hardly-ocket science. Then This is hardly-ocket science. Then This is hardly-ocket science. Then This is hardly-ocket failed in the control of the control ocket failed in the control ocket failed in the lingering sense of entitlement that it simply cannot shake off. In its own imagination, it is a ruler in waiting looking forward to its next turn to take charge of forward to its next turn to take charge of provard to its next turn to take charge of the control ocket failed in the c

inits own destiny

It is tempting, even if somewhat simplistic, to attribute this trait to the generic difference between an autocrat who has earned his spurs through the ranks, and a dynast who has been handed down a legacy. The former converts insecurity into driving purpose

pen, while the other uses power to give himself the latitude to act inscrutably. Congress has, time and again, dis-

himself the latitude to act inscrutably. Congress has, time and again, displayed a curious inability to make to upin choices. There seems to be an instinct of denial, of not acknowledging that making choices is about making fart making choices is about making fart making choices is about making farence in the Modi-Shah approach is ference in the Modi-Shah approach is stark. At one level, the BJP leadership is not even remotely lacking in confidence, but at the same time, when it needs to make something happen, it shows little hestatiation in giving away more. It has apragmatic view of its road-larger ambitions in the long run.

It is true that at some stage. Congress will feel that it needs to start rebuilding itself in the regions where it was once a force and now has been relegated to the margins, and It cannot do that if it keeps in the control of the start of

E-cigarettes as harmful as any other tobacco product

Can Cause Poisoning, Says Govt Study

Sushmi.Dey@timesgroup.com

New Delhi: Electronic Nico-New Delhi: Electronic Nico-tine Delivery Systems (ENDS) can cause suicidal and accidental poisoning, a government panel has said, adding another stroke of ap-proval to the health minis-try's advisory to states asking them to ban products such as e-cigarettes, Vape, e-Sheesha, e-Hookah etc.



SMOKE ALARM

government panel has said, adding another stroke of approval to the health ministry sardisory to states asking them to ban products such as e-cigarettes, Vape, e. Sheesha, e-liookah etc.

There is already mounting evidence to prove that e-cigarettes. The committee analysed to the comment of the comment of

251 studies and reports to arrive at its conclusion. It said ingredients used in ENDS mere harmful and added to the more than the said of the said of

Kharge stayed away from selection panel meetings

Continued from page 1

The demand for Lokpal

The demand for Lokpal

The demand for Lokpal

Quent efforts at mobilisation on the issue drawinga to the Supreme Court continued to exert pressure on the government, leading to the selection committee of PM Narendram committee of PM Narendram committee of PM Narendram committee of PM Narendram ent of this selection is extended to the selection of the committee of the selection is extended to the selection the selection is extende

Three from Hyd confirmed dead in NZ mosque attack

Continued from page 1

Zair Khadir's relative will share. "the high commissioner's office had said on Sturday Apart from Khadir, bew Zealand shootout on Friday. The high commissioner's office had responded say. Another person from the ing that it was aware and was following it up with the New Zealand police. "Once we get in a hospital.

UGADI FESTIVAL UPTO 300/OFF Till 31st March An Exclusive Designer Block Print & Traditional Handwoven Chanderi, Maheshwari, Kosa Silk Sarees, Handloom Bed Covers in Batik, Bagh, Chemical Print, Dress Materials, Dupatta etc. Venue: Mrignayanee Emporium Shop no 1, BDA Complex, 1st floor, Koramangala, Bangalore-560034 | Ph. 25501733/7353857787

Requirement of Young Professionals in Ministry of HRD on contractual basis.

EdCIL is a Mini Ratna Category — I CPSE under MHRD working in the space of Education and Project Management Consulting EdCIL invites applications for Young Professionals in various Departments of MHRD on contractual basis. Graduates / Post – Graduates from prestigious academic institutes can apply.

Interested Candidates / Professionals may APPLY ONLINE from 18th March, 2019 to 17th April, 2019.

from 18 March, 2019 to 17 April, 2019.
For online application and details regarding qualification, eligibility, emoluments and other terms and conditions, please visit Careers section of www.edcilindia.co.in. Addendums/modifications, if any, will be published on the website only.

vested and univested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the peak up share capital of the Company) pursuant to exercise of which the Company would be required to issue a maximum of 32,34 HB (Equily Shares to the employees of the Company.)

11.4 In accordance with Regulation 24(((t)) of the Buyback Regulations, the Company shall not issue any shares or other specified securities, including by way of borus, till the eapily of the Buyback Period.

- n accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback Period, except in discharge of its subsisting obligations.

11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below

Shareholders	Pre Buyback		Post Buyback	
	No. of Equity Shares	% of Shares	No. of Equity Shares 56,01.82,338 3,70,54,99,106	% of Shares
Promoters and / or persons who are in the control and / or acting in concert (Promoter Group)	56,01,82,338	12.82	56,01,82,338	13.13
Indian Financial Institutions	31,73,073	0.07		
Banks	17,09,234	0.04		86.87
Mutual Funds	58,46,44,086	13.38	8	
Indian Public & Corporates	95,54,85,110	21.88		
Foreign Institutional Investors	1,49,15,64,414	34.14	3,70,54,89,100	80.87
NRIs	2,58,96,923	0.59		
Foreign Nationals and Overseas Corporate Bodies	21,618	. 0	8	
American Depository Shares (ADS)	74,62,54,648	17.08		
Total	4.36,89,31,444	100.00	4,26,56,81,444	100.00

12. Shareholding of the Promoters, Directors and KMPs

- For the aggregate shareholding of the Promoters and directors of the promoter and directors of the promoter and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part A above.

 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Part A above.
- 12.3 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Promoters from the dare of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.
- sporided in Paragraph 3 of Part B above.

 12.4 The aggregate shareholding of the Promoters as on date of the Public Announcement is 12.80% of the total equity share capital of the Company. While the Promoters are not eligible to participate in the Bruyack, depending on the number of Equity Shares bought back by the Company, their effects shareholding percentage in the Company, will increase marginally.

 12.5 Such an increase in the percentage holding 1 voting rights of the Promoters is not an active acquisition and is incidental to the Boylock and false within the limits percented under the SEE (Section 2).

Management Discussion and Analysis on the likely impact of the Buyback on The Company

- 13.1 The Buyback is not likely to cause any material impact on the profitability / earnings of the Company, except to the extent of reduction in the amount available for investment, which Company could have otherwise deployed towards generating investment income.
- the Company:

 13 The Buyback is generally expeded to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity back, threely leading to long them increase in remitters' value. The Company believes that the Buyback will contribute to the equity back, threely leading to long them increase in remitters' value. The Company believes that the Buyback will contribute to the evalual enhancement of shareholders' value going forward. The amount required by the Company for the Buyback (including the could find many the Buyback and the transaction costs) will be invested and of each sold perhaps business if expects and on the business of expensive the company of the company.

- 10.4 Pursuant to Regulation (16) of the Buyback. Regulations, the Piromoters are not entered to participate under the Buyback. Regulation. Site Piromoters are not entitled to participate under the Buyback. 13.5 The Buyback of Equily Shares with or treakt in a charge in control or one-wase affect the existing management structure of the Company. 13.6 Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Piromoters, the shareholders pattern of the Company would fall below 25% of the total fully paid us equity share capital of fall below 25% of the total fully paid us equity share capital of

- the Company

 A singuiend under Section 68(2)(6) of the Companies Act. 2013
 the state of the appreciate of secured and unsecured debts owed
 by the Company thail not be more than thresh the paid up equity
 share capital and free reserves post the Buyback.

 Curries of themselves of the Buyback. The Company shall not be more than industry and committee
 thereof. If any constituted by the Board or persons nominated by the
 Board to exercise the powers in relation the Buyback the Board
 and the Company shall not work
 the Buyback sheet the Buyback. The Company shall not when
 the Buyback sheet his Public Announcement has been made.
- to Buyeaux, after this hybrid-innovalement has been made 30 in accordance with Regulation 24 ((iii) of the Buyeaux Regulations, the Company shall not raise further capital for a period of one its substance of capital control of the state of the state of the 5s substance objects one size of the state of the state of the 5s substance objects one size of the state of the state of the 5s substance of state of the state of the state of the state of the 5s substance of the state of the state of the state of the state of the 5s substance of the state of the state of the state of the 3s state of the 3s state of the 3s state of the 3s state of the 3s state of the state of the state of the state of the 3s state of the state of the state of the state of the 3s state of the state of the state of the 3s state of the state of the state of the 3s state of the state of the state of the 3s state of the state of the state of the 3s state of the state of the state of the 3s state of the state of the state of the 3s state of the state of the 3s state of the 3s state of the state of the 3s state of 3s state of

- patient of the Company would undergo a change.

 The Company shall transfer from the fee reserves a sum equal to the normal value of the Equity Shares purchased through the Buyback to the Capital Redempon Reserve account and the details of such transfer shall be disclosed in its subsequent audied Balance Sheet.

 The Promoters of the Company have not and shall not deal in Equity Sheet of the Company in the Indian Stock Exchange or off market, including by way of inter-se transfer(s) of Equity Shares and Promoters unity the period from the date of passing the board resolution. If the closing of the Offer.

STATUTORY APPROVALS

- STATUTORY APPROVALS

 Pursuant to Sections 68, 69, 70 and 110, and all other applicable provisions, of the Companies Act, 2013 and the rules made thereunder, the Board at its meeting held on January 11, 2019 approved the proposal for the Buylack and shareholder's approval for the Buylack. Up the proposal by the Buylack and shareholder's approval for the Buylack. Up the provision of the Companies approvals far proguled, under the provisions of the Companies approvals far proguled, under the provisions of the Companies approvals far proguled, under the provisions of the Companies force for the time being. The eligible shareholders shall be solely responsely for determining the requirements for and obtaining, all such statutory approvals and consents as may be required by them in order to set their Equity Shares to the Company pursuant to the Buyback.

- eratehile overtees corporate bodes), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign pationally and ADS holders with underlying Equily Shares consequent bits with orban of four Equily Shares, 1999 and rules and regulations framed thereunder, if any income 1999 and rules and regulations framed thereunder, if any income Fax Act, 1999 and rules and regulations framed thereunder, if any income subject to such approvals. If and to the extent receivable, and also subject to such approvals and and to the extent receivable or required from concerned authorities including, but not limited by Act, 1999 and rules and regulations framed thereunder. If any, Act, 1999 and rules and regulations framed thereunder. If any, 14.4 As, mentioned above, the Blytack of Equily Shares from non-recificate (RN) and non-recident Indian (NNI) shareholders will be subject to approvals required to participate in this Blytack, including without installors, support from RIB, as applicable, the Shareholders in responsible to make payment to the eligible shareholders in responsible fluids, NNI) shareholders in responsible to make payment to the eligible shareholders in responsible in the legible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity. Shares from the eligible shareholders in responsible in the Supporul is required and not accept Equity.
- The segues anismosters in respect of whom proc FBII approval is no scammed.

 By agreeing to participate in the Buyback, the NR and NRIs inserbolders give the Company the authority to make, sign-cascute, deliver, acknowledge and perform all applications to the regulatory responsing, if required, hucklung from FC-TRS, if the regulatory responsing, if required, but offer such regulatory responsing, frequired, by the Company.

 To the best knowledge of the Company, as on the date hereof, there is no other statutory or regulatory approval required to responsive the processing of the company of the company and the processing the company of the company and the company a

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

16.1 The Company has designated the following as the Investor Service Center for the Buyback

KARVY

KARV VI Interest Limited (formerly Karry Computershare Private Limited) (formerly Karry Computershare Private Limited) Karry Selenium Interest IP, Det No. 31 & 32 Financial District Nanakramgusta, Serinigamenty Mandali, Hydorathad - Solovalz, Inda Contact Person: M. Mursik Kirsha Phone: e19 14 of 243 1551
Fax: 191 40 2343 1551
Fax: 191 40 2343 1551
SEBI Registration: INFO00000222
Validity Pender Ferminerin Registration

16.2 In case of any query, the shareholders may contact the Registral & Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Sponsored by: The Development Commissioner (Handboom, Minister of Textiles, Goxt, of India Organized by: Sant Ravidas M.P. Hastshiip Exam Halkaryha Wass Nigam Ltd. (A Goxt, of M.P. Undertaking)

Saburday, Sunday and Public holidays.
The Company has designated the following as the CoOfficer for the Buytack.
Name; A. G. S. Manikarthia
Designation: Company Secretary
No. 46, Electronics City, Hosur Road,
Bengahuri 560 100, India
Tal: +91.80.4116.7775
Fax: +91.80.2852.0754
Email id: sharebuytack@infolloys.com

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10.00 a.m. and 5.00 p.m. Indian Standard Time on all working days, at the above mentioned address.

Merchant Banker to the Buyback



Kotak Mahindra Capital Company Limited 27BKC, 1st Floor Piot No C-27 'G' Block, Bandra Kurla Complex, Bandra (Bast), Mumba 400 651 Contact Person: Clanesh Rane Phone: 191-22-435 0128 Fax: 191-22-4713 2447

Email: project.infosysbuyback2019@kotz SEBI Registration: INM000008704 Validity Period: Permanent Registration 18. Directors' Responsibility

Directors' Responsibility
As per Regulation 2(1/19) of the Buytack Regulations, the Board
of Directors of the Company, in their capacity as directors, accept
in and final responsibility for all the information contained in this
Public Announcement and for the information contained in the
Public Announcement, circulars, bordures, publicity materials
etc. which may be issued in relation to the Buytack and confirm
atth the Public Announcement contains true, factual and material
information and does not contain any misleading information. This
Public Announcement is assued under the authority of the Board
in terms of the resolution spaced by the Buytack committee in its
meeting skilled March 11, 2019.

For and on behalf of the Board of Directors

Salil Parekh U.B. Pravin Rao A.G.S. Manikantha Chief Executive Chief Operating Officer and Managing Director Under the Director Officer and Officer and Officer and Officer and Officer and Operating Operatin

DIN: 01876159 DIN: 06782450 M. No. A21918



Infosys Limited Regd. office: No. 44. Electronics City, Hosur Road, Bengaluru 560 100, India.

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSY'S LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

MARKET I FIND COLOR INDIA (BUT DOC).

This public amountement (the "Public Amountement") is being made in relation to the Byrabes pursuant to the provisions of Regulation Contains the discosures, as specified in Scheduler V Internation. 2018, as a method of TByraback Regulations 13 and contains the discosures, as specified in Scheduler V Internation. Certain figures contained in this Public Amountement, including and public Amountement of the Byraback (and the Byraback V International Contains and contains the disclosures, as specified in Schedule N thereunder. Certain figures contained in this Public Announcement, including Financial information, have been subject to rounding off adjustments. All decimals have been rounded of 10 bits decimal points. In certain instances, 0) the sam or percentage change of such numbers may not conform exactly to the bits fligure; given, and (0) the sum of the numbers in a column or row in certain stoles may not conform exactly to the lotal fugure given to that column or row Further certain auxiliary to the lotal fugure given for that column or row Further certain auxiliary information in this Public Announcement has been presented in core! One core represents 10 million, i. e. 100,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- yback Regulations
 DETAILS OF BUYBACK AND OFFER PRICE
 The board of directions of the Company (hereinable referred to as the "Board", which expression includes any committee duly constituted by the Board resolution), at its meeting held or junior 11, 2019. This subject to the approval of the members of the provision of the members of the provision of such satutory, regulatory or governmental authorities as may be required under applicable lives, approved the proposal to by back its own fully pask-up (buylly Shares of time value of \$5'-seathern") and subject to the approval of the Company (provision of the Company) (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies) (provision of the total padro) capital and determined the Companies Act), the Standard of the Companies Act), the Standard of the Companies Act) and the Buyback (Provision) (the Companies) (the C
- 15% prescribed in mylemented by the Company from its free reserves in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations by way of open market prochases through the abook exchanges, by the order matching whech are sprowded under the Buyback Regulations. For market prochases through all or none or does matching system as grounded under the Buyback Regulations. For Company small on the Obstack and Duyback Regulations. For Company small on the buyback and and Duyback and an open standard and the standard and t
- in arreas.

 A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/shareholdes-reach-2019 sapps and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period The proposed simetable for the Buyback is set out under Paragraph 3 of Part B below.

- of the Company in the medium term.

 1. The Board decided to retain its policy of returning up to 70% of the feet cash flow of the corresponding Financial Year in such memors, as may be decided by the Board from time to time, subject to decide the properties of the

- paid 2-253 cited with a 20 in the legislate interities and to be designed in the control of the proportion of the propor
- callowing proposals:

 (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2.107 crore in January 2019, to the eligible members.
- Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8.280 crore
- Butybeck Size of us to 18,200 cores As the USSIMIR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in USS terms amounts to \$1.872 million (comprising of \$100 million lowards special dividend paid mentioned above and \$300 million* towards special dividend paid to shareholders in January 2019) 1758.116.8724 and Excessor 37.0181

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company efter taking into account the strategic and operational cash requirements of the Company in the medium term and for returning supplies funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following resource.

 a. The Buyback will help the Company to return surplus cash to its members.
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to self their Equity Shares and receive cash or not to self their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- Thus UP CAPTIAL AND PREE RESERVES
 The maximum source of table support of the Buyback will not exceed 18 260 crore (Rupees Eight Thousand Two handred and Say crore only). been 154% of the aggregate of the total padi-up capital and free reserves of the Company which is less than 195, of the aggregate of the total padi-up called and free reserves of the Company which is less than 195, of the aggregate of the total padi-up called and free reserves of the Company as if December 31, 2018 do a standatione basis).
- Company as at December 31, 2018 (on a standation basis).

 2. The Maximum Buyback, Size does not include any expenses or transaction costs incurred or to be inquired for the Buyback, such as, troderage, filling fees, advisors fees, intermediate's fees, public amountement publication expenses, printing and dispatch

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK
- COMPANY PROPOSES TO BLY-BACK
 At the Maximum Byptack Price and the Maximum Byptack
 Size, the indicative manning manning the proposed size of Equity States bought
 back would be 10.22.50.000 Equity States (Maximum Byptack
 States S), companing approximately 2.26% of the proping size size
 States S), companing approximately 2.26% of the proping size
 States S) the size of the size o
- subject to the Maximum Beyback Size.

 The Company shall ultimate at least 50% of the amount aurmanived as the Maximum Buyback Size for the Buyback, i.e. 74,130 crose as the Maximum Buyback Size is the Minimum Buyback Size.

 (Minimum Buyback Size). Based on the Minimum Buyback Size and Maximum Buyback Size, the Company would purchase a minimum of 51,62,5000 Equity Shares.
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of internation (January 8.2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- the board Meeting to consider the priposal or the Buylask.

 Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of \$8000, per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS
- TO THE OTHER PROPERTY OF THE STATE OF THE ST

S. No.	Particulars	Amount (₹ crore)
1.	Total paid-up equity capital	2.184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	58,820
4,	15% of the aggregate of the total paid-up equity	8 523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, a less than 15% of the aggregate of the total paid-up capital and free researces of the Company.

As per the latest audited Consolidated balance sheet of the Group as at December 31, 2018, aggregate total paid-up equity capital and free reserves is ₹61,103 crore.

- METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND REGULATION 16 OF THE BUYBACK REGULATIONS
 - REGULATION 16 OF THE BUYBACK REGULATION.

 The Buyback is open to 10 and an immediate holding fourly Shares or 10 and 10 a
 - from time to time.

 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the brokes, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
 - the Stoker, appointed by the Company, in accordants with me the Company and in a company and a company and a company in the Buyland by members he had Physical Shares. In this region the Buyland by members with hold Physical Shares, in this region the Company shall approach the Indian Stoke Exchanges for permission to use a separate window for the Buylands of physical characters in them of Regulation for of the Buylands of physical areas in thems of Regulation for on the Buylands (Regulation areas in the Buylands of Regulation of the Buylands of any rule, circular or notification issued by the Indian Stock Exchanges or SESH with respect to participation by members holding Physical Shares. Upon compasion of formalises with the Articoly that Company and Buylands for Physical Shares in the Microbio that Company and Buylands for Physical Shares in the Physical Share Buylands. Window shall be subject to the Buylands. Regulations, requirements provided by the Indian Stoke Exchanges of Contact or confidences asset only the Indian Stoke Exchanges of Contact or confidences asset of by the Indian Stoke Exchanges of State with the Company of the Indian Stoke Exchanges of State of the Indian State of the Indian Stoke Exchanges of State of the Indian State of Williams of the Indian State of Indian State o
 - THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

Details of the aggregate shareholding of the Promoters and Promoter Group, the directors of the Promoter where Promote is a Company and of Directors and Key Managenal Personne of the Company as on the date of the Public Announcement (i.e. March 15, 2019) is as below.

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
A. Pron	ioters	•	
1	Sudha Gopalakrishnan	9,53,57,000	2.18
2	Rohan Murty	6,08,12,892	1.39
3	S. Gopalakrishnan	4,18,53,808	0.96
4	Nandan M. Nilekani	4,97,83,162	0.93
5	Akshata Murty	3,89,57.096	0.89
6	Asha Dinesh	3,85,79,304	0.88

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2.80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17.65.768	0.04
B. Pror	noter Group	•	
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulal Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

- The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the premoter is a Company, obes not have any corporate promoter.

 The Company does not have any corporate promoter.

 The Company does not have any corporate promoter.

 The aggregate shareholding of the Directors and Key Manageral Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	tors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	-
5	Kiran Mazumdar-Shaw	Independent Director	-	-
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	-	-
8	Michael Gibbs	Independent Director	-	-
9	D. Sundaram	Independent Director	-	-
B. Key I	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	-
13	Ravi Kumar S.	Deputy Chief Operating Officer	-	-
14	Mohit Joshi	President	-	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	-
Total A	-8	·	4,41,29,028	1.01

- ndflect from March 1. 2019. Mangen Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sangmajka has resumed responsibilities as the Deputy Chief Financial Officer. Paor to such date and as of the date of the possal ballot indice; i.e. January 11, 2019. Jayesh Sanghrajka was Interim Chief Financial Officer.
- 8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

S. No	Name	Designation	No. of ADRs
1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
2.	Mohit Joshi	President	30,050

8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3.82.574	Nil
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1,09.126	Nil
- 1		Whole-time Director	Equity Option	64,500	21,500
3	Ravi Kumar S.	Deputy Chief Operating Officer	ADR RSU	2,94.126	Nil
			ADR Options	1,12,750	Nil
4	Mohit Joshi	President	ADR RSU	2,88,276	Nil
			ADR Options	1,12.750	1.12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03.736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
		· ·	Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum price (₹)	Date of maximum price	Minimum price (₹)	Date of minimum price
Promot	ters						
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2,09,26.904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
5	Akshata Murty	1,94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92.89.652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67.546	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22.819	Bonus	Nit	06-Sep-18	Nil	06-Sep-18
12	Nihar Nilekani	63.38.876	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
13	Janhavi Nilekani	63,32,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
14	Kumari Shibulal	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
15	Deeksha Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
16	Divva Dinesh	38.23.342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
18	Shruti Shibulal	13.68,769	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Promot	ter Group ⁽¹⁾						
20	Gauray Manchanda	8.05,960	Sale	1,382,48	09-Aug-18	1,362,38	08-Aug-18
	I	77,88.113	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
21	Milan Shibulal Manchanda	77,17,934	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-1
	1	31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Directo	irs						
23	D.N. Prahlad	10,96.095	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
24	Satil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-19
	I	37.834	Sale	737.11	01-Mar-19	737.11	01-Mar-19
25	U.B. Pravin Rao	6.812	Exercise of RSUs	5	02-May-18	5	02-May-18
	1	5,36.848	Bonus	Nil	06-Sep-18	NII	06-Sep-18
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	I F	1.600	Sale	722.70	28-Feb-19	722.70	28-Feb-19
Key Ma	magerial Personnel						
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	12.226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-18
	I I	6.200	Sale	737.11	01-Mar-19	737.11	01-Mar-19
28	A.G.S. Manikantha	330	Bonus	Nil	06-Sep-18	Nil	06-Sep-1
	I F	1,500	Exercise of RSU	5	12-Nov-18	Nil	12-Nov-18

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nav-18
2	Ravi Kumar S.	1.15,976	Exercise of RSU and options	15.26	01-Nav-18	Nil	01-Nov-18
		1.15,978	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	*20.21	01-Aug-18	*20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019). except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
1	Salil Parekh	2.21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1.03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	NI	06-Sep-18	NII	08-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	NI	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	05-Sep-18	Nil	05-Sep-18
		59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	No	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nit	06-Sep-18	No.	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Nil	06-Sep-18	Nil	05-Sep-18
		12.226	Exercise of RSU	?5	13-Nov-18	Nil	13-Nov-18
8.	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	l) i	1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nii	12-Nov-18

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- Promotes, Promoter Group and Persons in Control of the Company. The Company, confirms that there are no defaults subsisting in the respirant of deposits, interest payment thereon or redemption of debanture. Or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest playable thereon to any financial institution or banking company.
- regulyment or any entroduct or interest payabes experient to any entroduction of bening company.

 12. The Sound has confirmed that this made a full enquiry into the affairs and prospects of the Company and has formed the opinion that it is immediately following the date of the Sound meeting held on January 11, 2019 and the date of passing of the members which the Company can be found unable to pay its debts, and b. as registed the Company spospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback. Analysis greates to the Board intertion with respect to the management of the Company's business during that year and to the Board of the financial resources, which that year. The Company will be able to meet its liabilities as an an when they fall due and will not be respected insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Possal Balot Resolution.

 In forming its opinion for the above purposes, the Board hais
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptcy Code, 2018 (to the extent notified).

and Bankingtoy Code, 2016 (to the extent notified). Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors, regarding insolvency.

The text of the Report dated January 11, 2019 received from belotice Haskins & Selfs LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

To.
The Board of Directors.
Infosys Limited
No. 44, Infosys Avenue,
Hosur Road, Electronics City,
Bengaluru,
Karnataka – 500100

Dear Sir / Madam,

Uplat on a measure.

Re Statutory Auditor's Report in respect of proposed buyback of Equity Shares by Infosys Limited (the "Company") in terms of Clause (b) Schedule of the Securities and Exchange Board of Infolia (by-Sack of Securities) Regulations, 2016, as amended ("Buyback Regulations").

redule I of the Securities and Exchange Board of India (Buy-Back securities) Regulation, 2018, as armedred (Buyback Regulation). This Report is issued in accordance with the terms of our engagement letter dead June 26, 2019.

The Board of Direction of the Company have approved a proposal for buyback of Egylish Shreet by the Company at its Meeting held on January 11, 2019, in pursuance of the provision of Sections 6, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

We have been requested by the Management of the Company to the Variety of the Companies Act, 2013, as an employed to the Companies Act, 2013, as an employed and the Buyback Regulations.

Section 19 Payment (including premium) ("Annexus A1) as at December 31, 2016 Revenabler referred to a the "Statement Phase been prepared by the Management, which we have intalled for the purposes of identification only nagements Responsibility".

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the provision to Regulation 4 (vi) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and different relevant supporting records and documents. This responsibility in includes the design, implementation and maintenance of all accounting and different relevant supporting records and documents. This responsibility is a supporting the responsibility of the management of the Company, includes the design implement and and maintenance of all accounting and definitions that the second-beller in the commissions.

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:
 - we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;
- statements as at December 51, 2018. It is associated to the service of permissible capital payment is a stated in American Conference of permissible capital payment is a stated in American Conference standards from the statements as at December 11, 2018 in accordance with Section-68(2) of the Act and the proviso to Regulation (4) of the Buyback Regulations; and it the Board of Directions of the Company, in their Meeting held in Jianusy 11, 2019 have formed the opinion as specified in Clause (b) of Schedule 1 to the Buyback Regulations, and reasonable grounds and that the Company will not, having period of one year from the accessible state and from the date on which the results of the shareholders recolution with regard to the proposed buyback are declared.
- the proposed buyback are declared. The interim condessed standations financial statements referred to in paragraph 3 above, have been audited by us, on which we have saused an unmodified audit opinion in our report dated January 11, 2018. We conducted our audit of the interim the Standards on Auditing and other applicable submotative procouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are fire of material misstatement.
- susmerrorits are tree or material insistatement. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Charlered Accountants of India (the 'Guidance Note). The Guidance Note requires that we comply with the efficial requirements of the Code of Ethics issued by the Institute of Charlered Accountants of India.
- We have compiled with the relevant applicable requirements of the Standard on Quality Control (SOC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

- We have inquired into the state of affairs of the Company in relation to its audited interim condensed standations financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- of the Company on January 11, 2019.

 The amount of permissible capital payment (including premium) towards the proposed Bluyback of Equity Shares as computed in the Statement attacked interventing, as Amesium A. Section 86 (2)(c) of the Act. The amounts of share capital and the free reserves have been extracted from the audited interim condensed standardore forancial statements of the Company as at and for nine methics period decided interim.
- condenses standardore francial statements of the Company sat and for mine morths period ended December 31, 2018.

 In The Board of Directors of the Company, at their meeting helid on January 11, 2019 have fromed their opinion as specified in disuate (c) of Schedule 1 to the Buyback Regulations, on disuate (c) of Schedule 1 to the Buyback Regulations, on state of dartar, with not the middened inschedule 1 to the Supplications, on state of dartar, with not the middened inschedule that a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the Santenbodien' resolution with negard to the proposed Suprack. John 1 of the Company (c) in connection with the proposed Suprack. Of Equity States of the Company in pursuance to the provisions of Sections 68 and other agplicable provisions of the Act and the Suprack Regulators, (i) to tendine the Board of December 4 to the Suprack Regulators, (ii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to Company or Results of the Company or Results of the Company or Results of the Company of Results of Suprack Regulators, and many not be subside to any other purpose.

 For Decime Health and Sales LLD Plantered Accountants (rim Regulators No. 11756WWW-100018)

 P. R. Ramesh Partner

Particulars	Amount (7 in crore)
Paid up equity capital as at December 31, 2018 (A)	2,184
Free Reserves as at December 31, 2018:	
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the proviso to Regulation 4(iv) of the Buyback Regulations, i.e. 15% of the total paid up capital and	95980

For Infosys Limited Sdi-

- January 11, 2019

 14. GENERAL OBLIGATIONS OF THE GOMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

 14. In accordance with Regulation 24(9)(b) of the Buyback Regulations. The Company shall not issue any shares or other specified securities. According by way of borns, lift the script of the Company share of the specified securities.
- the Buyback Period.

 12- The Company shall not make any further issue of the same kind of shares or other sociaties including allotiment of new shares under Section (31)(ji)) of other specified issuenties within service of social soc
- or debentures into Equity Shares.

 14.3 In accordance with Regulation 24(0)(ii) of the Buytack Regulations. The Company shall not trais e through capital for a period of one year subsiding obligations.

 14.3 The special resolution approach to discharge of its subsiding obligations.

 14.4 The special resolution approach the Buytack will be waite for a maximum period of one year from the date of passing of the said special resolution of such extended period as may be permitted under the Companies Act or the Buytack Regulations or by the appropriate subcrities; The result intended for the Buyback shall be appropriated subcrities; The result intended for the Buyback shall the above time limit.

be decided by the land; or this day constituted committee) within the above time land.

14.5 The Equity. Shares bought back by the Company will be computerly canceled and will not be held for re-insulance.

14.6 The Company shall not withdraw the Buyback after the Public Amountment for the Buyback as made, and

14.7 The Company shall not buyback the locked in Equity Shares and until the Equity Shares become teamfacially.

All the material documents referred to in the Public Amountment as the shares and an experiment of the buyback that the Company, relevant Board resolution for the Buyback, the Austrian such as the Memorandium and Articles of Association of the Company, relevant Board resolution for the Buyback, the Austrian's Report dated April 13, 2018 and the austrial accounts for the period from April 1, 2017 to March 31, 2018 the Austrian's Report dated from the Company at the Shares and 16.00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notes. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts of a second to the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal be was seconed on March 12, 2019, the results of which were announced on March 14, 2019.

- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.3.25.0.000 Equity Shares, comprising approximately 2.38% of the past-up equity share capital of the Company as of December 31, 2018 and as not the date of the Public Announcement (on a standation basis) if the Equity Shares are bought back at a price below Maximum

Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size

- 2.2 Further, the Company shall ublize at least 50% of the amount earmanked as the Maximum Buyback Size for the Buyback i.e. **C4.130 crore (Rupees Four Thousean One Hundred and Thirty Crore civil) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of \$1,02.500 Equily Shares.
- Somewhat is manufacture ministerior minist
- As mentioned in Paragraph 3.1 of Part Alabove, in continuation of the Company's efforts to effectively utilize the surplus cash, it is prop to Bulydack 14.54% of the aggregate of the total pad-up capital and fine reserves of the Company based on the latest audited fine statements of the Company as at December 3.2 0015 (on a standation classify from the open market through the Indian Stock Exchange

PROPOSED TIMETABLE FOR THE BUYBACK

On March 20, 2019

Upon the relevant pay-out by the Indian Stock Exchanges

Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018, as wherebody, and the bysishest trained fleetangle file in Early Siness bought both we in physical month, on or before the 19th object of the physical month, on or before the 19th object of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are resignished within 2 (seven) days of the expriny of the Buydack Percol California (a) on September 19, 2019 (that is 6 months from the date of the opening of the Buydack), or (b) when the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California California Committee thereof constituted to

Buyback Size: or at such animal case as may be determined by the Board (including a committee thereof, constitute the Board or persons normalized by the Board (including a committee thereof, constitute the Board or persons normalized by the Board I committee to exercise its powers, and if or the power is subject to the Company Thining desloyed an amount equivalent to the Minimum Buyback Size for the Maximum Buyback Siz

- PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

 The Buyback is open to (i) all members holding Equity Shares in physical form (Physical Shares), subject the provisions of any rule, circular or notification issued by the Indian Stockschanges or SEBI, and (ii) benefaction owners holding Equity Shares in demandations of min (Deman Shares). The provisions of any rule, circular or notification issued by the Indian Stock schanges or SEBI, and (ii) benefaction owners holding Equity Shares in demandations of the Companies of the Securities and Exchange Board of India (Listing Obligations and pasticipation in the Buyback). It leaves for Regulation Act of sea of Indian (Listing Obligations and Exchange Board or India (Listing Obligations and Exchange Shares which are party part up. Equity Shares with call-nirreas. Icock-of-late play Shares on India (Listing Shares) with Call-nirreas. Icock-of-late play Shares on India (Listing Shares) with Call-nirreas. Icock-of-late play Shares on India (Listing Shares) with Call-nirreas. Icock-of-late play Shares on India (Listing Shares) with Call-nirreas. Icock-of-late play Shares on India (Listing Shares) with Call-nirreas. India (Listing Shares) with Call-nirreas. India (Listing Shares) with Call-nirreas. India (Listing Shares) with Call-nirreas (Call-nirreas) with

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai-400051 Ankush Singh Phone: +91 22 4295 8455 Email: ankushr singh@kotak.com

- table Debl Heigherston No. "RACOURDONS" The The Early Shares are harden in compilatory dematerialized mode to the trading code(is 50000 at 85E and NRY at NSET. The Early Shares are material in compilatory dematerialized mode to the trading code(is 50000 at 85E and NRY at NSET. Since the Compilatory is INECORORIZE. Sharestein he helps Physical Shares can self their Early. Shares in the separate worklow created for their physical basing segment by the indian notification issued by the Indian Shock Exchanges or SERI. stron-cedification issued by the Indian Shock Exchanges or SERI stron-proprised to the provision of the Securities and Exchange Board of India Listing Obligations and Discourse Flequentership Regulations, 2011, scapping to care of basinession from the dematerialized form with a deposition. The ADRs are not since on the New York Stock Exchange (NYSE) under the symbol Shares, and subsequently of the last Cliquity Shares on the Indian Stock Exchanges during the Bytteric princip.
- Indian Book Ecohages & who the Books even drawns with the Indian Book Ecohages & who applicable laws commencing on March 20, 2019 (a. the class of commencement of the Buyback) place they orders an SSE and of not Sick the normal years are supported by the SSE and so the SSE and the SSE are supported by the SSE and the SSE and the SSE believed the SSE and the SSE an
- purchaser would be available to the market participants of the infolial Soutie Exchanges. Be Demail Shares: Beneficial covers in the Buyback of Demail Shares: Beneficial covers in the Buyback would have to do so through their Soutic Work who have to do so through their Soutic Work who have to do so through their Soutic work who have to do so through their Soutic Work who have to do so through their Soutic Work who have to do self-whenever the Company has placed a buy order for Buyback of the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Company has been the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Demail Shares in the Company has been the Equity Shares in their so to by the price at which the order matches the price sendered by the beneficial covers and that price would be the Buyback price for that Demerical covers and that price would be the Buyback price for that Demerical works and that price would be the Buyback price for that Demerical the Company has been and the price would be the Buyback on the through days of the Indian Stock Exchanges.

 It may be noted that a uniform price will not be placed on the through depend on the process at which the same would depend on the process at which the trade with that shareholder was executed.
- depend on the price at which the trade with that shareholder was executed.

 Procedure for Buyback of Physical Shares: The Company was approach the Indian Book Exchanges for permission to use of Regulation the Indian Book Exchanges for permission to use of Regulation 19 of the Buyback Mindow. Shareholders holding Physical Shares Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares Buyback Window. Backet to the provision of day in the ordinary end for the Shares Buyback Window. Shares Buyback Window. Backet the Shares and Exchange provise to Regulation. 4017 of the Securities and Exchange Power to Regulation. 4017 of the Securities and Exchanges Board India Chaling Obligations and Exchanges and Exchanges Board India Chaling Obligations and Exchanges and
- Share Buyback Window shall stand closed effective April 1, 2019, Upon receipt of the permission from the Indian Stock Exchanges to use their Physical Share Buyback Window, the Company shall buy back the Physical Shares from the characteristics. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be scipict to requirements provided by the indian Stock Exchanges and any directions in this regard. As per indian Stock Exchanges and any directions in this regard. As per

- Regulation 19 of the Bulyback Regulations (
) The Physical Share bulyback Window shall remain open during the Bulyback Period, for the bulyback of Physical Shares. However, SERI has, through its press release disted Decleriber 3, 2013, directed that from April 1, 2019 no transfer of sociatives with sep processed unless sociations are held in demanderables format.

 Physical Shares shall be bought back from eligible shareholders through the Physical Shares Bulyback Window. Register and Share Transfer April of the Company and on completion of the successful verification, the sale transaction may be secured by the troiner appointed by the degle shareholder of Company's broker.

 (ii) The price at which the Physical Shares are bought back shall
- way on executed by the broker appointed by the eligible shareholder of company's broker.

 The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the catendar week in which such Physical Shares are received by the broker. In case no the catendar week, the preceding week when the company as the catendar week, the proceeding week when the Company as tooght back, the Equity Shares is indemat form would be considered. The price of Physical Shares stridered during the first calendar week of the Buybout price of that the the volume weighted average market proce of the Equity Shares of Company during the proceding developed week.

 The Company's brickers wit charge a brokerage of 50 such that the company's brickers wit charge a brokerage of 50 such that the company is proceding classified week.

 The Company's brickers wit charge a brokerage of 50 such that the company is brickers wit charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brokerage of 50 such that the company is the company in the case of 50 such that the company is the company in the company in the company in the case of 50 such that the company is the company in the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the case
- Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out including the
- (i) original physical share certifical
- orginal physical share certificate(s). which samped, signed by the strateform (by 4th files stamped, signed by the stransferon (by 4th five eligible shareholders in case the Equity Shares are in join rames in the same order in which they hold Equity Shares in the Company) as per the specimen the appropriate dispose submicring the transfer of the Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares certificates accompanied by valid share transfer from as received from the market, wherein the name of the Equiteree has not been filed in and (b) Organia Doubs exchange in relation to the purchase of the Equity Shares being tendered in this case:
- peng rendered in this case;

 (v) XYC Form (be be filled and signed only by the first holder),
 Acceptance Form and Declaration Form to be signed by
 all sharhelshering; including jain holders of shares). The
 XYC Form, Acceptance Form and Declaration Form can be
 obtained by contacting the Company. Share Transfer Apent
 at the details mentioned in Paragraph 16 1 below;
 (v) Back account tetails of the first names shareholder along
 with the copy of a self-attested cancelled cheque;

- a self-attested copy of a document confirming the shareholder's current address:
- (viii) telephone number and email address of all the shareholders (including joint shareholders);
- (x) copies of regulatory approvals required, if any, by the shareholder for the transfer of Equity Shares to the Company.



- Kotak Securities Limited
 278KC, Plot No. C-27, "O" Block.
 Bandra Krufz Complex, Bandra (East),
 Bother Ferona, "Annual Singh
 Phone: #1 22 4245 8455
 Email: ankushr simph (Brokat-com
 Website: www. Moduseccurities com:
 SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ION: 19999984#1904PLC134951
 The following Set of documents are admissible as Proof of Identity; "O) Unique Identification Number (UIID) (Admina) (PA)
 Paspoor! Volve Health; Card V Diving License, (i) PAN
 sport (Institute of Institute Complex (Institute Complex (Institute

- 4.13 Shareholders are fire to sell or hold their physical Equipshare Shares entirely at their discretion and that process is designed in accordance with Bulyback Regulations only to assist those shareholders holding Equip Shares in the physical form, who are destinus of selling their Equip Shares and who would like to here a broken to enable them to do so and with abetiged to here a broken to enable them to do so and with abetiged so here a broken to enable them to do so and with abetiged so have a broken to enable them to do so and so that Enysical Shares will not be accepted for bypack unless a complete set of documents as mentioned in Paragraph 4.12 of Part 8 above is submitted to Company's Broken Aposptism of the Physical Shares for Bulyback shall be subject to verification of the documents sometimed by the shareholders as per the Bulyback shares for Bulyback shall be subject to verification of the documents southed by the shareholders as per the Bulyback shares in the week is subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares he per populated here exceeded by the Dividence with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the boyoglach of such Physical Shares has been completed in all respects.
 4.15 Shaeholders are requested to get in boot with the McChart.
 4.15 Shaeholders are requested to get in boot with the McChart.
- of the buyback of such Physical Shares has been completed in all respects.

 Shareholders are requested to get in touch with the Mechant and assault of the Buyback of the Company's Booker of the Register and the Buyback of the Company's booker's properties. The process Superior of the Company's booker's properties of the process Superior to the Minimum Buyback Size, nothing contained even entire create any obligation on the part of the Company of the part of the Company of the part of any shareholder to have any Equity Shares to company of the part of any shareholder to have any Equity Shares to push book, even if the Samurum Buyback Size not share to expend and / or impair any power of the Company or the Board to externate any process in relation to the Buyback, to the defend and of a limit of the Buyback, the samount of the Buyback of the defend and of the Buyback of the defend and the Buyback of the defendance of the Buyback of the Buyback of the defendance of the Buyback of t
- Buyback Regulations.

 The Company shall submit the information regarding the Equity Shares bought back by R, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosyoria.neboordshareholder-services/Pages/Buyback-2019.aspc on a daily basis.

 ADS holders are permitted to convert their ADS into Equity Shares book shareholder-services such Equity Shares on the indian Stock Exchanges during the Buyback period.

 METHOD OR STITT LIMENT

- Shares, and, subsequently, opt to sell such Equity Shares on the inlans Shote Exchanges during the Buyback perior.

 METHOD OF SETTLEMENT

 Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for reads residented, as applicable to before every pay-in date for reads residented, as applicable to determine the self-shares collection and the self-shares collection and the company will be undertained in the formation of the self-shares collection and the company will be undertained in the Buyback. Demat Account). Demat Shares bought back by the Company will be undertained in the Buyback Demat Account by will be undertained to the Buyback. Demat Shares bought back by the company will be undertained in the Buyback. Demat Shares sould be required to transfer the number of such Demat Shares sould be required to transfer the number of such Demat Shares sould be too the company pursuant to the Buyback. Demat Shares sould be the Company and the self-shares and the Company and the self-shares sould be required to provide the buyback that the self-shares sould to the Company are self-shared to the stock because through whom the trade was succured, by tendening the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the Company as referred to in Paragraph 14 of Part BL. Settlement of by Physical Shares: Shares to such a Company is token within such time as may be prescribed. Standards and the Source of the Scurilles and Exchanges Board of India standards. Part of the Scurilles and Exchanges Board of India to the Supplace Scurilles and Exchanges Board of India market provided to the Scurilles and Exchanges Board of India the Company of Participants in Sequelations, 1908 as amended and its by-laws, in the manner specified in the Buyback. The Company for a

- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited (Merchant Banker). Kany Fintech Private Limited (Registrars) and the Statutory Auditor of

the Company by the 15th (iffeerth) day of the succeeding month-provided that the Company undertakes to ensure that all Physical Shares bought back are exdinguished within 7 (several days from the last date of completion of the Bulyback. In compliance with the Bulyback Regulation. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash.

sugrack regulations.

Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash.

Bridf Information about the Company.

Hatory and Overview of the Company.

Infosy was incorporated on July 2. 1981 in Pune, Maharashira. India, as Indexys Consultants Private Limited: a private limited company under the Indian Companies Act. 1985. The Company active of the Indian Companies Act. 1985. The Company active of the Indian Companies Act. 1985. The Company April 1982 and to Infosys Technologies Limited in June 1992.

April 1992 and to Infosys Technologies Limited on June 1992, when it is became a public limited company. In June 2011, the Company changed its name from Infosys Technologies Limited on Infosys Indian Company. In June 2011, the Company changed its name from Infosys Technologies Limited in Infosys Technologies Limited on Infosys Indian Company as Indian 2003, June 2005 and November 2006, the Company completed single of Company 2006, the Company as selected as an original component member of The Global Dow', and with Indian Company as selected as an original component member of The Global Dow', and Without Listing, or POWI, in Japan in 2008, the Company was selected as an original component member of The Global Dow', and without active the Indian 2012, 1912,

Overview of the Company

Overheev of the Company () infogre so applied leader in next-generation digital services and consulting. The Company enable clients in 46 countries to nexigate their digital transformation. With over three decades of experience in managing the systems and workings of policial enterprises, at experts share its clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise and experts share the clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise proposes the business with Agilie digital reader to device unsprecedented levels of performance and customer desight its always—in learning apends drives their continuous improvement through building and transforming digital skills, expertise, and dates from its invanction ecosystem.

(ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

Digital Services ocerpties service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience. It was to be a service of the company of t

Experience Insight Innovate
 Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and indistributed over the years. These primary include application management services, proprietary application development services, independent validation solutions, product engineering and "management, indistributions management services, traditional enterprise application implementation, support and infegration services."

Finacle³
 Redge Suite
 Infosys Nica
 Panaya³
 Skava³
 Skava³

(iii) The Company's corporate headquarters, is located at No. 44. Electronics City. Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 02617 extn 67775.

number of this office is +91-80-2892 (2011 feeth 87775. Financial Information about the Company. The brief audited financial information of the Company, as extracted from the audited financial statements as at and for the latel three financial years ended. Martin 31, 2016, March 31, 2017, and March 31, 2018, and for the nine months ended December 31, 2018 is provided below.

(i) Based on the audited standalone financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2018.

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3.062	3.006
Total Income	56,386	65,960	62.351	56,989
Total expenses excluding interest, depreciation and tax 17	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax)*:	4,092	3,753	5,120	4,907
Profit after tax ®	10,882	16,155	13.818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10.948	16.176	13.800	12.691

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2.184	1.092	1,148	1,148
Reserves and surplus ^{(c)(7)(8)}	60,749	62,410	66,869	59,934
Net worth / Shareholders equity**	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (*) (Basic)(2<7,62)	24.91	#35.64	#30.08	#27.63
Book value per share (₹):31	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁴	NA NA	NA.	NA.	NA
Return on net worth (%) ⁽¹⁾	22 31	25.44	20 32	20.78

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- (i) Based on audited consolidated financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2019, March 31, 2017 and March 31, 2016.

 Excepts from the Statement of Pr

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3.080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax 171	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,469
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19.981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19.951	18,740
Provision for tax (incl. deferred tax) ^A :	4,426	4,241	5,598	5.251
Profit after tax 6	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	-	-	_

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2.176	1,088	1.144	1,144
Reserves and surplus ^{(8:7)(8)}	62,807	63,635	67,838	60,600
Net worth / shareholder's equity"	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic):2x7x8i	26.06	#35.53	#31.40	#29.51
Book value per share (₹) th	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ⁴¹	NA NA	NA NA	NA.	NA.
Return on net worth (%) ⁽⁵⁾	23.11	24.69	20.81	21.85

- Return on net worth (ny:"

 A Adjusted for September 2018 sound state of the Company
 A Adjusted for September 2018 sound state (and a sound) robust of the Company
 A Adjusted for September 2018 sound state (and a sound) robust of the Company
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 A September 2017, on account of the controllation of an Assauce Princip Agreement (ASP) with the U.S. Internal Research September 2018

 D September 2017, on account of the controllation of an Assauce Princip Agreement (ASP) with the U.S. Internal Research September 2018 of September 2018

Details of Exercise records as expected proteins of 1.422 core, which pertained to previous period which are no force freezing year. In the Company, the Manager to the second process of the Proteins of the

March 8, 2019 Interns of the Esrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Esrow Account" bearing the account number 2513294427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 220 for the blad consideration payable to the Buyback and the Esrow Account and sumple for a barring serior large state of the S

- 8.2 If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- 8.3 The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations.

Firm Financing Arrangements

- The Company of white the Buyback Committee, has identified and earmaned funds for the purpose of fulfillment of the obligations of the Company under the Buyback Such earmaned funds, together with funds provided for escrew arrangements, are in excess of the Buyback Size.
- 9.2 Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Delorite Haskins & Sellis LLP. Statutory auditors of the Company (Hirm Registration number 1173/2004/W-100015, Chartered Accountants, have certified, vide their letter dated March 15, 2019 that the Company is made from framening arrangements for fulfilling the obligations under the Buyback.
- 9.3 The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.

10. Listing Details and Stock Market Data

10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE

10.2 The high. low and average market prices of the Equity Stares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows.

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low*(?)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to 31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,095.00	3,80,19,668
31-Mar-17	1.278.00	03-Jun-16	63.514	900.30	9-Nov-16	4.08.320	1,064.79	6,67,61,210
31-Mar-18	1.220.00	24-Jan-18	5.31.006	861.50	22-Aug-17	19.67.963	996.52	9,03.30,126
Last six months	High (č)	Date of High	No. of Equity Shares traded on that date	Low ([†])	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1.467.00	03-Sep-18	6.28.171	1,430.00	03-Sep-18	6,28,171	1,433.45	6.28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	892.D0	21-Sep-18	7,73,924	728.86	76,17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.00	26-Oct-18	3,97.563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28.314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
Jan-19	751.00	31-Jan-19	11.28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3.12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to								
12-Jun-15	2,245.00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2.045.68	11,28,46,711
15-Jun-15 to 31-Mar-16	1.237.00	28-Mar-16	53,93,755	932.65	10-Jul-15	37,05,761	1.096.13	70.95,58,962
31-Mar-17	1.279.30	03-Jun-16	19,99,190	901.00	09-Nov-16	63,82,079	1.064.76	89.92,35,121
31-Mar-18	1.221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2.46,21.299	996.67	1,24.85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to								
30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1,43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Oct-18 Nov-18	754.90 689.70							
		01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Nov-18	689.70	01-Oct-18 01-Nov-18	82,52,398 58,60,244	629.90 599.85	26-Oct-18 26-Nov-18	54,64,141 1,50,75,209	687.39 653.75	18.65,38,368 16.97,40,064

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1.1 in FY 2016 with the record date on June 17, 2015.

Source: www.moments.com

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Alexange price in the attendable arrange of closing prices disingle the adjusted
10.3 The Company announced a borrus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on
September 5, 10.8 The Company and adors announced a borrus issue of 1 in # 17 2016 with the record date on June 17, 2015.

10.4 The market	.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows:								
Date	Description		NSE		SE.				
		High (₹)	Low (₹)	High (₹)	Low (t)				
	Day prior to Notice of Board meeting to consider Buyback								
07-Jan-2019	proposal was given to NSE and BSE	673.60	661.50	682.80	682.35				
11-Jan-2019	Board Meeting Date*	685.50	672.50	686.00	672.80				
14-Jan-2019	First Trading Day post Board Meeting Date	710.20	695.95	709.00	695.70				

The Board, at its needing held on January 11. 2019, approved the proposal for the Burgback at a price not exceeding \$8001- (Rupees Eight Hundred Only) per equity share

11. Present capital structure and shareholding pattern

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be, as follows:

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised :		
4,80,00,00,000 Equity Shares of ₹5/- each	24.00,00,00,000	24.00.00,00,000
Issued:		
4,36,89,31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
4,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32,84,07,220

- Assuming the Containy buys back the Maximum Buydack Shares. The capital structure post completion of the Buydack may Equity Shares bought back under the Buydack.
 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears
- 11.3 As on the date of Public Announcement there are no outstanding instruments convenible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the document of 42.3312 outstanding and vested and unvested employee stock options. As of December 31, 2016, the Company had containing and



TIMES NATION

MNS WON'T CONTEST LS POLLS NEXT MONTH; PARTY CHIEF RAJ THACKERAY TO HOLD PUBLIC MEETING TOMORROW HOSPITALISED AFTER COMPLAINING OF CHEST PAIN



Jet still to get SOS funds from Etihad

Jet did not comment on how it Julia comment on how it Julia commodate passengers on tilghts cancelled to and the work of the world. At the peak of the world. At the w

Stray mauls 5-yr-old boy to death in UP

Lucknow: A five-year-old boy was allegedly mauled to death by stray dogs in Mahmudabad area of Uttar Pradesh's Sitapur on Friday reviving horrific memories of the series of attacks by feat stray canines in the district last year in which 14 children were killed and around 50 injured.

On Friday evening: the boy

Parrikar a coalition builder, broke political fault lines

Vijav, Desouza@timesgroup.com
Panujii: Gailicari was expected to roach Goal action o Sunday inght and meet leaders and coultion partners. With Parri-larar's demise, the strength of the Goa assembly is 36 with RMP now having with RMP now having with RMP now having with RMP now having a MLAs each of Maharashira Gomantak Party and Goa Forward Party and three modificing just about has a maronic production of the Carlo for the Carlo for

Justice Ghose a human rights

commission member since '17

hand in the "new" Rafale deal.
Parrilar flatly denied discussing the issue in a conversation of the control of

was an epitome of integrity

of integrity

New Delhi: Condoling the death of Goa chief minister delay the delay sorty to hear of the advantage of Goa and India would not be forgotten. "Externelly sorry to hear of the after an Illness borre with fortifude and dignity." Kovinds said in a statement.

PM Modi said Parritar was an unparallelel leader, a true patriot and exceptional administrator, who was admirted by generations. Deeply said dended by his demise. Condolences to his family and supporters," he said, no.

Two Hindu, Muslim families join hands for kidney swap

Mumbat: A Hindi and a Muslim woman domated kidneysto each other's husbands last
week in a Numbat loopstal,
stressing that religious faiths
don't matter when the lives of
loved ones are at stake.

The families from Thane
self-with about 1st months ago
for a possible organ exchange
by their nephrologist. Absolutestrangers till that day, the
families worked as a team to
reverome all legal tangles
and make the transplants
After the surgeries were
carried out at Saffee Hospital
on March H., coincidentally
also World Kidney Day, Thane
residents Nadeem (5) and
Narreen Patel (45) forged a
Narreen Patel (45) forge

WHAT IS A SWAP TRANSPLANT

cmaren were killed and around 50 injuried. On Friday evening, the boy and his father had gone to re-lieve themselves in the fields, about 500m from their house in Behta village. While his father returned, Priyanshu stayed backfor a while when he was at the contract of t

From P1

The demand for Lokpal lost steam with subsequent efforts at mobilisation on the issue drawing at guent efforts at mobilisation on the issue drawing a long drawing at the specific property of the pr

Pak and Hafiz write in tandem to UN on 'leak'

Confident of resolving Azhar issue: China

Contineers or resolving Aznar Issue: China
hinese Anhassador to India to Drahoulis unday evudd
confidence of resolving the sticky issue of designating
hasood Achar as a global terorist through consultations, days
after China blocked a resh move at the UN to ban the
Jashe-Muhammed chief. "I'm guille sure this matter (listing of
Azhar by the UN) will be resolved. This is only a technical hold
and the matter can be resolved through consultation," uo said. The envoy said China understands
India's concerns on the Issue, and was optimistic for resolving it.
"We are optimistic that this matter will be resolved." Pn New Delhi: Jamaat-ub-Dawa chief Haftz Saced has written to the UN for curbs on flow of information about the outcome of counter-terror measures relating to the UN for curbs on flow of information about the outcome of counter-terror measures relating to the UN Masood Arbara as global terrorist through consultations, days after China blocked a fresh move at the UN to ban the instead of the China blocked a fresh move at the UN to ban the instead of the UN Malecha Lodis seeking a probe into how the UNSC 1287 committees decision to not remove Saeed's name from the list of global terrorists was leaked to Bources and Kased's letter is another sign that the UN proscribed terrorist and Pakistan share shared information of the decision to reject Haftz

Saeed's plea to remove his name from the list. The UN ombudsman handling the case found there was enough evidence to provide a "reason-able and credible basis" for not delisting him.

Islamabad had also presented the ombudsman from well of the combudsman from which was not a constant of the combudsman from was constant of the combudsman from the combudsman was constant which was constant with the combudsman was constant of the combudsman from th

and apparently maintaining a low profile as the Imran Khan government reportedly cracks down on JuD leaders.

vested and univested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of habes or increase in the past up share capital of the Company) pursuant to exercise of which the Company would be required to issue a naximum of 32,34.16 Equity Shares to the employees of the Company.

In accordance with Regulation 24(9)(5) of the Buyback Regulations, the Company shall not issue any shares or other specified securities, rollding by way of froms, filt the explicy of the Buyback Regulations, the Company shall not issue any shares or other specified securities, rollding by way of froms, filt the explicy of the Buyback Regulations.

recovery or may ut come, as are exprise or as outpack. Person.

a accordance with Regulation 24((ii)) for Bullytack. Regulations, the Company shall not raise further capital for a period of one year from ne exprise of the Bullytack. Person, except in discharge of its subsisting obligations.

Alternatively on the Company, as on the date of the shareholders' approval, was as shown below:

Shareholders	Pre Buyback			yback
	No. of Equity Shares	% of Shares	No. of Equity Shares	% of Shares
Promoters and / or persons who are in the control and / or acting in concert (Promoter Group)	56,01,82,338	12.82	56,01,82,338	13.13
Indian Financial Institutions	31,73,073	0.07		86.87
Banks	17,09,234	0.04		
Mutual Funds	58,46,44,086	13.38		
Indian Public & Corporates	95,54,85,110	21.88	3,70,54,99,106	
Foreign Institutional Investors	1,49,15,64,414	34.14	3,70,54,99,106	80.07
NRIs	2,58,96,923	0.59		
Foreign Nationals and Overseas Corporate Bodies	21,618	0		
American Depository Shares (ADS)	74,62,54,648	17.08	200000000000000000000000000000000000000	
Total	4.36.89.31,444	100.00	4,26,56,81,444	100.00

12. Shareholding of the Promoters, Directors and KMPs

- 12.1 For the aggregate shareholding of the Promoters and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part Alabove. 12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Parl Albove.
- Part A acove.

 The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Permoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.
- specified in Paragraph 3 of Part B above.

 14. The aggregate shareholding of the Prinnelers as on date of the Prinnelers have being the Part of the Pa
- Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

- sgulations, 2011.

 anagement Discussion and Analysis on the likely spact of the Buyback on The Company the Company of the Buyback on the Company of the Company of the Company of the Company except to the extent of the Company except the Company except to the extent of the Company except the Company except
- investment recome.

 12. The Buyback is not expected to impact growth opportunities for the Company.

 3. The Buyback is generally expected to improve return on equity reduction in the equity base, thereby lasting to long them increase in members value. The Company believes that the Buyback wall contribute to the equity base, thereby lasting to long term increase in members' value. The Company believes that the Buyback wall contribute to the everall enhancement of staterholders value going forward. The amount required by the Company for the Buyback (including the cost of financing the Buyback wall the transaction costs) will be invested out of cash and clark bushcreas it deposits and if or short tarm researches and or internal accurated for Company.

- Promoters are not entitled to participate under the Buyback.

 15. The Buyback of Equity Shares with on treatful a change in control or otherwise affect the existing management structure of the Company.

 16. Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the bottle Mily paid up equity share capital of

- the Company.

 As required under Section 68(2)(d) of the Companies Act, 2013 the ratio of the aggregate of secured and unsecured debt owed by the Company hall not be more than being the paid up equity share capital and the more than being the paid up equity share capital and free reserves post the Bulyasus. Unless otherwise determined by the Board including a committee thereof, any constituted by the Board or persons normated by their Board to exercise the powers in relation to the Bulyasus will be completed within a maximum period of 8 months from the date of popping of the Bulyasus. The Company shall not withdraw the Bulyasus dater this Public Announcement has been made.
- the Buylack after this Public Announcement has been made. In accordance with Regulation 24 ((i)) of the Buylack Regulations, the Company shall not naise further capital for a period of one of its subsisting obligations like allotment of shares under Employee short by the Suprach Republic Regulations and Employee its subsisting obligations like allotment of shares under Employee Sock Option Schemes etc., and in accordance with Regulation 240((iii) of the Buylack Regulations, the Company shall not issue any shares or other septicled securities including by way of brows till the expiry of the Buylack Regulations.
- an me expiny of the Buyback Period.

 Or and the service of Equipment o
- 13.12 The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

- 14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

- enstwhile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS holders with underlying Equity Shares, consequent in the wildrawl of such Equity Shares, consequent to the wildrawl of such Equity Shares, 1998 and rules and regulations framed thereunder, if any booms subject to such approvals, if and to the extent necessary or required from concerned subnotites including, but not trimled to, subject to such approvals, if and to the extent necessary or required from concerned subnotites including, but not trimled to, Act. 1999 and rules and regulations framed thereunder, if any, 4.4 size mentioned above, the Buyback of Equity Shares from non-residents (RM)? and non resident framed thereunder, if any, 1.4 size and entablied COSB must obtain all specific approvals required to participate in this Buyback (including RMI) as application, in the company will have the right to make grayment to the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equity Shares from needings that the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equity Shares from new participate in the eligible shareholders in respect of whom nor prior RBI approval is required and not accept Equity Shares from the eligible shareholders in respect of whom nor RBI approval is required in the event copies of such approvals are not submitted.
- required in the event copies or such approviate are not submissed. By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, achowledge and perform all agglications to file regulatory reportings, if required, including form FC-TRS, if necessary and undertake to provide assistance to the Company for such regulatory reportings, if required, by the Company.
- for such regulatory reporting, if required, by the Company, for such regulatory reporting, it required, by the Company.

 To the best knowledge of the Company, as on the date hereof, here is no other statutory or regulatory approval required to implement the Buytack, other than that indicated above. If any absolution of regulatory approval becames applicable subsequently, the Buytack offer will be subject to such statutory or regulatory approvalls) and subject to the Codigations of the regulatory approval to the subject to such statutory or regulatory approvals as the subject to such statutory or regulatory approvals, as may be required from time to tree, if any, for completion of the Company said obtains such statutory or regulatory approvals, as may be required from time to tree, if any, for completion of the Company's obligations in relation to the Buyback.

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable. 16. Compliance Officer and Investor Service Centre

KARVYIII

KARV III.

KARY Flinch Private Limited (formerly Karry Computershare Private Limited) (formerly Karry Computershare Private Limited) (Karry Steinmin Down B. Pitch Nos. 31.6.32, Financial Debrict Nanakramguda, Serlingamegly Mandal, Phylorabad - 500032, India Contact Person: M. Murali Kirshna Phone: 91.4.0.243.1551

Fax: 91.4.0.2343.1551

Email: enward regisarry com
SEBI Registration: NNR00000021

Validity Period: Permaneric Registration

16.2 In case of any query, the shareholders may contact the Registrar & Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Saturday, Sunday and Public holidays.

10.3 The Company has designated the following as the Complian

Officer for the Buylack.

Name: A. G. S. Manilsantha
Designation: Company Secretary

Address: Introps Limited

No. 44. Electronics Clop. Hosur Road.
Bengalaru: 500 100. India

Tel: 191 80 4116 7775

Fax: 191 80 2582 0754

Email Id: sharebuylback@infosys.com

10.4 In case of any cultifications or to address investor grievance.

17. Merchant Banker to the Buyback



Validity Period: Permanent Registration
Directors' Responsibility
Application of the Buyback Regulations, the Board
of bredons of the Congainy, in their capacity as of extents, accept
public Announcement and for the information contained in all
other adversaments, certains, brochurus, publicly materials
cushich may be issued in relation to the Buyback and confirm
that the Public Announcement contains true, factual and material
public Announcement is issued under the authority of the Board
in terms of the resolution passed by the Buyback committee in its
meeting dated Man of 1s, 2019.

For and on behalf of the Board of Directors
of Infosys Limits

of Infosys Limited Chief Executive Officer and Officer and Whole-time Director DIN: 01876159 DIN: 06782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru



PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSY'S LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

MARKET INNOCE

EXCHANGE BOARD OF INDIA (BUTDOC.)

This public announcement (the "Public Announcement") is being made in relation to the Byracke, pursuant to the provisions of Regulation and contains the discosures, as specified in Scheduler (Negulations). The same been subject to rounding of adjustments. The tends of the Public Announcement, including any permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitte and contains the disclosures, as specified in Schedule N thereunder. Certain figures contained in this Public Announcement, including Financial information, have been subject to rounding off adjustments. All decimals have been rounded of 10 bits decimal points. In certain instances, 0) the sam or percentage change of such numbers may not conform exactly to the bits fligure; given, and (0) the sum of the numbers in a column or row in certain stoles may not conform exactly to the lotal fugure given to that column or row Further certain auxiliary to the lotal fugure given for that column or row Further certain auxiliary information in this Public Announcement has been presented in core! One core represents 10 million, i. e. 100,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- yback Regulations
 DETAILS OF BUYBACK AND OFFER PRICE
 The board of directions of the Company (hereinable referred to as the "Board", which expression includes any committee duly constituted by the Board resolution), at its meeting held or junior 11, 2019. This subject to the approval of the members of the provision of the members of the provision of such satutory, regulatory or governmental authorities as may be required under applicable lives, approved the proposal to by back its own fully pask-up (buylly Shares of time value of \$5'-seathern") and subject to the approval of the Company (provision of the Company) (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies) (provision of the total padro) capital and determined the Companies Act), the Standard of the Companies Act), the Standard of the Companies Act) and the Buyback (Provision) (the Companies) (the C
- 15% prescribed in mylemented by the Company from its free reserves in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations by way of open market prochases through the abook exchanges, by the order matching whech are sprowded under the Buyback Regulations. For market prochases through all or none or does matching system as grounded under the Buyback Regulations. For Company small on the Obstack and Duyback Regulations. For Company small on the buyback and and Duyback and an open standard and the standard and t
- in arreas.

 A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/shareholdes-reach-2019 sapps and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period The proposed simetable for the Buyback is set out under Paragraph 3 of Part B below.

- of the Company in the medium term.

 1. The Board decided to retain its policy of returning up to 70% of the feet cash flow of the corresponding Financial Year in such memors, as may be decided by the Board from time to time, subject to decide the properties of the
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Company paid ₹2,633 crore in June 2018, to the eligible members and
- paid 2-253 cited with a 20 in the legislate interities and to be designed in the control of the proportion of the propor
- collumning proposals:

 (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members.
- Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8.280 crore
- Butybeck Size of us to 18,200 cores As the USSIMIR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in USS terms amounts to \$1.872 million (comprising of \$100 million lowards special dividend paid mentioned above and \$300 million* towards special dividend paid to shareholders in January 2019) 1758.116.8724 and Excessor 37.0181

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company efter taking into account the strategic and operational cash requirements of the Company in the medium term and for returning supplies funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following resource.

 a. The Buyback will help the Company to return surplus cash to its members.
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to self their Equity Shares and receive cash or not to self their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- FAILU OF CAPITAL AND FREE RESERVES
 The maximum source of table squared for the Buyback will not exceed 16 250 crore (Rupees Eight Thousand Two Invaried and Saly crore only, being 16 24% of the aggregate of the state) acquired and feer reserves of the Company which is less than 15%, of the aggregate of the total paid-up called and feer reserves of the Company which is less than 15% of the aggregate of the total paid-up called and feer reserves of the Company beard on the latest anabled financial seafments of the The Marianem Sub-thirt. The Marianem Sub-thirt.
- Company as at December 31, 2018 (on a standatione basis).

 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred in the Buyback, such as, brokerage, filling fees, advisors' fees, intermediaries' fees, public amountement publication expenses, printing and dispatch

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK
- COMPANY PROPOSES TO BLY- BACK
 At the Massimum Buylanck Price and the Massimum Buylanck
 Size, the indicative maximum number of Equity Shares bought
 buck would be 10,25,0000 Equity Shares (Massimum Buylanck
 Shares), compassing approximative 2,26% of the propil-op equity
 Shares (1,000) Compassing approximative 2,26% of the propil-op equity
 Fine Equity Shares are bought back at a price below the Madimum
 Duylanch Price and Shares are bought back at a price below the Madimum
 Duylanch Price and Shares are bought back at a price below the Madimum
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 Duylanch Price Address and the Shares are bought back and the Shares are bought back at a price below the Madimum
 Duylanch Price Address and the Shares are bought back and the Shares are bough
- subject to the Missimum Buyback Size.

 The Company shall utilise at least 95% of the amount garmatised as the Maximum Buyback Size for the Buyback, i.e. 14, 130 cross (Rupees Four Housand One Hundred and Thrity crore only (Missimum Buyback Size). Based on the Minimum Buyback Size). Based on the Minimum Buyback Size is the Company would purchase a minimum of 5, 16, 25, 900 Equity Shares.
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS
- PRICE AND OTHER DETAILS.

 The figury Shores of the Company are proceed to be fought. The figury Shores of the Company (special field in the first process) and the first process of the Company (special field in the first field). The first process of the first field in the first f

- Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of internation (January 8.2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- the board Meeting to consider the priposal or the Buylask.

 Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of \$8000, per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS
- TO THE OTHER PROPERTY OF THE STATE OF THE ST

S. No.	Particulars	Amount (₹ crore)
t.	Total paid-up equity capital	2,184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	58,820
4.	15% of the aggregate of the total paid-up equity	8 523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, a less than 15% of the aggregate of the total paid-up capital and free researces of the Company.

As per the latest audited Consolidated balance sheet of the Group as at December 31, 2018, aggregate total paid-up equity capital and free reserves is ₹61,103 crore.

- METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND REGULATION 16 OF THE BUYBACK REGULATIONS
 - REGULATION 16 OF THE BUYBACK REGULATION.

 The Buyback is open to 10 and an immediate holding fourly Shares or 10 and 10 a
- from time to time.

 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the brokes, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- the Stoker, appointed by the Company, in accordants with me the Company and in a company and a company and a company in the Buyland by members he had Physical Shares. In this region the Buyland by members with hold Physical Shares, in this region the Company shall approach the Indian Stoke Exchanges for permission to use a separate window for the Buylands of physical characters in them of Regulation for of the Buylands of physical areas in thems of Regulation for on the Buylands (Regulation areas in the Buylands of Regulation of the Buylands of any rule, circular or notification issued by the Indian Stock Exchanges or SESH with respect to participation by members holding Physical Shares. Upon compasion of formalises with the Articoly that Company and Buylands for Physical Shares in the Microbio that Company and Buylands for Physical Shares in the Physical Share Buylands. Window shall be subject to the Buylands. Regulations, requirements provided by the Indian Stoke Exchanges of Contact or confidences asset only the Indian Stoke Exchanges of Contact or confidences asset of by the Indian Stoke Exchanges of State with the Company of the Indian Stoke Exchanges of State of the Indian State of the Indian Stoke Exchanges of State of the Indian State of Williams of the Indian State of Indian State o
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

MANAGERIAL PERSONNEL OF THE COMPARY
Details of the aggregate shareholding of the Promoters an
Promoter Group, the directors of the Promoter where Promote
is a Company and of Directors and Key Managerial Personn
of the Company as on the date of the Public Announcement (i.e.
March 15, 2019) is as below.

8.1 The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019)

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)				
A. Pron	A. Promoters						
1	Sudha Gopalakrishnan	9,53,57,000	2.18				
2	Rohan Murty	6,08,12,892	1.39				
3	S. Gopalakrishnan	4,18,53,808	0.96				
4	Nandan M. Nilekani	4,07,83,162	0.93				
5	Akshata Murty	3,89,57.096	0.89				
6	Asha Dinesh	3,85,79,304	0.88				

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2.80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17.65.768	0.04
B. Pror	noter Group	•	
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulal Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

- The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the premoter is a Company, obes not have any corporate promoter.

 The Company does not have any corporate promoter.

 The Company does not have any corporate promoter.

 The aggregate shareholding of the Directors and Key Manageral Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	itors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	-
5	Kiran Mazumdar-Shaw	Independent Director	-	-
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	-	-
8	Michael Gibbs	Independent Director	-	-
9	D. Sundaram	Independent Director	-	-
B. Key	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	-
13	Ravi Kumar S.	Deputy Chief Operating Officer	-	-
14	Mohit Joshi	President	-	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	-
Total A	•B		4,41,29,028	1.01

ndflect from March 1. 2019. Mangen Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sangmajka has resumed responsibilities as the Deputy Chief Financial Officer. Paor to such date and as of the date of the possal ballot indice; i.e. January 11, 2019. Jayesh Sanghrajka was Interim Chief Financial Officer.

8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

S. No.	Name	Designation	No. of ADRs
1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
2.	Mohit Joshi	President	30,050

8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3,82,574	Nil
2 U.B. Pravin Rao		Chief Operating Officer and	Equity RSU	1,09.126	Nil
		Whole-time Director	Equity Option	64,500	21,500
3 Ravi Kumar S.	Ravi Kumar S. Deputy Chief Operating Officer		2,94.126	Nil	
			ADR Options	1,12,750	Nil
4	Mohit Joshi	President	ADR RSU	2,88,276	Nil
			ADR Options	1,12.750	1.12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03.736	Nil
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Nil
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Nil
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Nil

No Equity Shares of the Company have been purchased / sold by any Promoter / Promoter Group, Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum price (₹)	Date of maximum price	Minimum price (₹)	Date of minimum price
Promo							
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2,09,26.904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
5	Akshata Murty	1.94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92.89.652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67.546	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22.819	Bonus	Nit	06-Sep-18	Nil	06-Sep-18
12	Nihar Nilekani	63,38.876	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
13	Janhavi Nilekani	63,32,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
14	Kumari Shibulal	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
15	Deeksha Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
16	Divya Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
18	Shruti Shibulal	13,68,769	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Promo	ter Group ⁽¹⁾						
20	Gauray Manchanda	8,05,860	Sale	1,382.48	09-Aug-18	1,362.38	08-Aug-18
	I	77,88.113	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
21	Milan Shibulal Manchanda	77,17,934	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-18
	1	31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Directo	ors						
23	D.N. Prahlad	10,96.095	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
24	Salil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-19
	1	37.834	Sale	737.11	01-Mar-19	737.11	01-Mar-19
25	U.B. Pravin Rao	6.812	Exercise of RSUs	5	02-May-18	5	02-May-18
	1	5,36,848	Bonus	Nil	06-Sep-18	NII	06-Sep-18
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	1.600	Sale	722.70	28-Feb-19	722.70	28-Feb-19
Key Ma	anagerial Personnel						
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	12.226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-18
		6.200	Sale	737.11	01-Mar-19	737.11	01-Mar-19
28	A.G.S. Manikantha	330	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	1.500	Exercise of RSU	5	12-Nov-18	Nil	12-Nov-18

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nav-18
2	Ravi Kumar S.	1.15,976	Exercise of RSU and options	15.26	01-Nav-18	Nil	01-Nov-18
		1.15,978	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	*20.21	01-Aug-18	*20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
1	Salil Parekh	2.21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1.03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19

S. No.	Name	Aggregate no. of RSUs and options purchased or sold	Nature of Transaction	Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	NI	06-Sep-18	Nii	00-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nii	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	Ni	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	05-Sep-18	Nil	05-Sep-18
	Jacobske 1	59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	No	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0.10	01-Aug-18
	9	74,518	Bonus ADR RSUs and Options	Nit	06-Sep-18	Nil	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	Nil	08-Sep-18	Nil	06-Sep-18
	1.000	12,226	Exercise of RSU	7.5	13-Nov-18	N/I	13-Nov-18
8	A.G.S. Manikantha	2.750	Bonus	Nil	06-Sep-18	NI	06-Sep-18
		1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nii	12-Nov-18

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- Promotes, Promoter Group and Persons in Control of the Company. The Company, confirms that there are no defaults subsisting in the respirant of deposits, interest payment thereon or redemption of debanture. Or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest playable thereon to any financial institution or banking company.
- regulyment or any entroduct or interest payabes experient to any entroduction of bening company.

 12. The Sound has confirmed that this made a full enquiry into the affairs and prospects of the Company and has formed the opinion that it is immediately following the date of the Sound meeting held on January 11, 2019 and the date of passing of the members which the Company can be found unable to pay its debts, and b. as registed the Company spospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback. Analysis greates to the Board intertion with respect to the management of the Company's business during that year and to the Board of the financial resources, which that year. The Company will be able to meet its liabilities as an an when they fall due and will not be respected insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Possal Balot Resolution.

 In forming its opinion for the above purposes, the Board hais
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptoy Code, 2018 (to the extent notified).

and Bankingtoy Code, 2016 (to the extent notified). Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors, regarding insolvency.

The text of the Report dated January 11, 2019 received from belotice Haskins & Selfs LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

To.
The Board of Directors.
Infosys Limited
No. 44, Infosys Avenue,
Hosur Road, Electronics City,
Bengaluru,
Karnataka – 500100

Dear Sir / Madam,

Data Sir a mauum.

Re Stautory Audior's Report in respect of proposed buyback of Equity Shares by infosys Limited (the "Company") in terms of Clause (xi) of Schedule of the Securities and Exchange Beard of India (Buyback Regulations, 2016, as amended ("Buyback Regulations")

redule I of the Securities and Exchange Board of India (Buy-Back securities) Regulation, 2018, as armedred (Buyback Regulation). This Report is issued in accordance with the terms of our engagement letter dead June 26, 2019.

The Board of Direction of the Company have approved a proposal for buyback of Egylish Shreet by the Company at its Meeting held on January 11, 2019, in pursuance of the provision of Sections 6, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

We have been requested by the Management of the Company to the Variety of the Companies Act, 2013, as an employed to the Companies Act, 2013, as an employed and the Buyback Regulations.

Section 19 Payment (including premium) ("Annexus A1) as at December 31, 2016 Revenabler referred to a the "Statement Phase been prepared by the Management, which we have intalled for the purposes of identification only nagements Responsibility".

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the provision to Regulation 4 (vi) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and different relevant supporting records and documents. This responsibility in includes the design, implementation and maintenance of all accounting and different relevant supporting records and documents. This responsibility is a supporting the responsibility of the management of the Company, includes the design implement and and maintenance of all accounting and definitions that the second-beller in the commissions.

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:
 - we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;

 - statements as at December 51, 2018. It is associated to the service of permissible capital payment is a stated in American Conference of permissible capital payment is a stated in American Conference standards from the statements as at December 11, 2018 in accordance with Section-68(2) of the Act and the proviso to Regulation (4) of the Buyback Regulations; and it the Board of Directions of the Company, in their Meeting held in Jianusy 11, 2019 have formed the opinion as specified in Clause (b) of Schedule 1 to the Buyback Regulations, and reasonable grounds and that the Company will not, having period of one year from the accessible state and from the date on which the results of the shareholders recolution with regard to the proposed buyback are declared.
- the proposed buyback are declared. The interim condessed standations financial statements referred to in paragraph 3 above, have been audited by us, on which we have saused an unmodified audit opinion in our report dated January 11, 2018. We conducted our audit of the interim the Standards on Auditing and other applicable submotative procouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are fire of material misstatement.
- susmerrorits are tree or material insistatement. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Charlered Accountants of India (the 'Guidance Note). The Guidance Note requires that we comply with the efficial requirements of the Code of Ethics issued by the Institute of Charlered Accountants of India.
- We have compiled with the relevant applicable requirements of the Standard on Quality Control (SOC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

- We have inquired into the state of affairs of the Company in relation to its audited interim condensed standations financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- of the Company on January 11, 2019.

 The amount of permissible capital payment (including premium) towards the proposed Bluyback of Equity Shares as computed in the Statement attacked interventing, as Amesium A. Section 86 (2)(c) of the Act. The amounts of share capital and the free reserves have been extracted from the audited interim condensed standardore forancial statements of the Company as at and for nine methics period decided interim.
- condenses standardore francial statements of the Company sat and for mine morths period ended December 31, 2018.

 In The Board of Directors of the Company, at their meeting helid on January 11, 2019 have fromed their opinion as specified in disuate (c) of Schedule 1 to the Buyback Regulations, on disuate (c) of Schedule 1 to the Buyback Regulations, on state of dartar, with not the middened inschedule 1 to the Supplications, on state of dartar, with not the middened inschedule that a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the Santenbodien' resolution with negard to the proposed Suprack. John 1 of the Company (c) in connection with the proposed Suprack. Of Equity States of the Company in pursuance to the provisions of Sections 68 and other agplicable provisions of the Act and the Suprack Regulators, (i) to tendine the Board of December 4 to the Suprack Regulators, (ii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to Company or Results of the Company or Results of the Company or Results of the Company of Results of Suprack Regulators, and many not be subside to any other purpose.

 For Decime Health and Sales LLD Plantered Accountants (rim Regulators No. 11756WWW-100018)

 P. R. Ramesh Partner

sengaluru lanuary 11, 2019

nnexure A - Statement of Permissible Capital Payment orgunation of amount of permissible capital payment towards years of equity phases in accordance with Section Self-Sign) of the programment Act. 2013 ("the Act."), based on audited interim condensed and aclades financial statements as atl and for the nine months period idded December 31, 2018.

Particulars	(Fin crore)
Paid up equity capital as at December 31, 2018 (A).	2,184
Free Reserves as at December 31, 2018:	
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the proviso to Regulation 4(iv) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves.	8,523

For Infosys Limited Sd/-

- January 11, 2019

 14. GENERAL OBLIGATIONS OF THE GOMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

 14. In accordance with Regulation 24(9)(b) of the Buyback Regulations. The Company shall not issue any shares or other specified securities. According by way of borns, lift the script of the Company share of the specified securities.
- the Buyback Period.

 12- The Company shall not make any further issue of the same kind of shares or other sociaties including allotiment of new shares under Section (31)(ji)) of other specified issuenties within service of social soc
- or debentures into Equity Shares.

 14.3 In accordance with Regulation 24(0)(ii) of the Buytack Regulations. The Company shall not trais e through capital for a period of one year subsiding obligations.

 14.3 The special resolution approach to discharge of its subsiding obligations.

 14.4 The special resolution approach the Buytack will be waite for a maximum period of one year from the date of passing of the said special resolution of such extended period as may be permitted under the Companies Act or the Buytack Regulations or by the appropriate subcrities; The result intended for the Buyback shall be appropriated subcrities; The result intended for the Buyback shall the above time limit.

be decided by the land; or this day constituted committee) within the above time land.

14.5 The Equity. Shares bought back by the Company will be computerly canceled and will not be held for re-insulance.

14.6 The Company shall not withdraw the Buyback after the Public Amountment for the Buyback as made, and

14.7 The Company shall not buyback the locked in Equity Shares and until the Equity Shares become teamfacially.

All the material documents referred to in the Public Amountment as the shares and an experiment of the buyback that the Company, relevant Board resolution for the Buyback, the Austrian such as the Memorandium and Articles of Association of the Company, relevant Board resolution for the Buyback, the Austrian's Report dated April 13, 2018 and the austrial accounts for the period from April 1, 2017 to March 31, 2018 the Austrian's Report dated from the Company at the Shares and 16.00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notes. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts of a second to the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal be was seconed on March 12, 2019, the results of which were announced on March 14, 2019.

- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.3.25.0.000 Equity Shares, comprising approximately 2.38% of the past-up equity share capital of the Company as of December 31, 2018 and as not the date of the Public Announcement (on a standation basis) if the Equity Shares are bought back at a price below Maximum

Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size

- 2.2 Further, the Company shall ublize at least 50% of the amount earmsrived as the Maximum Buyback Size for the Buyback i.e. £4.130 crore (Rupees Four Thousand One Hundred and Thirty Crore only) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 5,162,5000 Equily Shares.
- 2.3 The funds for the implementation of the Blugback will be sourced up of the fire reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.

 2.4 Borrowed funds from barns and firencial installations, will not be upset for the Buyback.
- As mentioned in Paragraph 3.1 of Part Alabove, in continuation of the Company's efforts to effectively utilize the surplus cash, it is prop to Bulydack 14.54% of the aggregate of the total pad-up capital and fine reserves of the Company based on the latest audited fine statements of the Company as at December 3.2 0015 (on a standation classify from the open market through the Indian Stock Exchange

PROPOSED TIMETABLE FOR THE BUYBACK

On March 20, 2019 ement of the Verification / Acceptance of Equity Shares accepted in the physical mode

Upon the relevant pay-out by the Indian Stock Exchanges

Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018, as wherebody, and the bysishest trained fleetangle file in Early Siness bought both we in physical month, on or before the 19th object of the physical month, on or before the 19th object of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are resignished within 2 (seven) days of the expriny of the Buydack Percol California (a) on September 19, 2019 (that is 6 months from the date of the opening of the Buydack), or (b) when the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California California Committee thereof constituted to

Buyback Size: or all such earlier data as may be determined by the Board (including a committee thereof, constitute the Board or persons normisated by the Board or committee to exercise its powers, and or of the po-conferred by the Board resolution in resident in the Bupback, after giving notion of such search cost subject to the Company having desloyed an amount equivalent to the Minimum Buyback Size (or if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not bought back), however, that all payment obligations relating to the Buyback shall be completed be the sast date for the Buyback.

- bought back), however, that all build be the Bullyack.

 PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK.

 The Buyback is one to all members holding Equity Shares for the Buyback is one to all the promisers and the promisers and the promisers of any rule, circular or netification issued by the Indian Stock Exchanges of SEBIL and (ii) beneficial owners holding Equity Shares in demanterational form; Demat Shares). The promoter Group and Persons in Control of the Company what becomes the promoter of the

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbia-400051 Arikush Singh Phone: +91 22 4285 8455 Email: ankushr singh@kotak.com

- tiese stell Hegieration No. "McCouncounts" in the Season Hegieration No. "McCouncounts" in the Early Shares are based on complisory demandralated mode under the studies goodels 50000 at 85E and NRY at NSC. The Season Hegieration of the Season Hegieration Shares can sell their Equity Shares in the separate workow create for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created the Participation Season Segment Season of SERS strong present the Participation Season Season of SERS strong present the Season Seas
- Indian Stock Exchanges furing the Buylance period.

 The Concepts, seal, in accordance with the applicable leavs commencing on March 20, 2019 (e. et ne date of commencement of the Buylanch, place four, order to Bell and / or NSE on the normal stading asgment to buy back the Equity Shares through the Congraph shoet in such quantity and at such post of the commencement of the succession of the season of the
- purchaser would be available to the market participants of the infolial Soutie Exchanges. Be Demail Shares: Beneficial covers in the Buyback of Demail Shares: Beneficial covers in the Buyback would have to do so through their Soutic Work who have to do so through their Soutic Work who have to do so through their Soutic work who have to do so through their Soutic Work who have to do so through their Soutic Work who have to do self-whenever the Company has placed a buy order for Buyback of the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Company has been the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Demail Shares in the Company has been the Equity Shares in their so to by the price at which the order matches the price sendered by the beneficial covers and that price would be the Buyback price for that Demerical covers and that price would be the Buyback price for that Demerical works and that price would be the Buyback price for that Demerical the Company has been and the price would be the Buyback on the through days of the Indian Stock Exchanges.

 It may be noted that a uniform price will not be placed on the through depend on the process at which the same would depend on the process at which the trade with that shareholder was executed.
- depend on the price at which the trade with that shareholder was executed.

 Procedure for Buyback of Physical Shares: The Company was approach the Indian Book Exchanges for permission to use of Regulation the Indian Book Exchanges for permission to use of Regulation 19 of the Buyback Mindow. Shareholders holding Physical Shares Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares Buyback Window. Backet to the provision of day in the ordinary end for the Shares Buyback Window. Shares Buyback Window. Backet the Shares and Exchange provise to Regulation. 4017 of the Securities and Exchange Power to Regulation. 4017 of the Securities and Exchanges Board India Chaling Obligations and Exchanges and Exchanges Board India Chaling Obligations and Exchanges and
- Share Buyback Window shall stand closed effective April 1, 2018. Upon receipt of the permission from the Indian Sock Exchanges to use their Physical Share Buyback Window, the Company shall boy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by Indian Stock Extranges and any directions in this regard. As per indian Stock Extranges and any directions in this regard. As per

- Regulation 19 of the Bulyabac Regulations.

 (The Physical Share bulyaback Windows shall remain open during the Bulyaback Period, for the bulyaback of Physical Shares. However, SEBI has, through its press release dated December 3, 2016, directed that from April 1, 2019 no transfer of sourcines with sep processed unless securities with sep increased unless securities with septiment to supply the service share shall be builty to the service shall be served to the company and on completion of the successful verification, the sale transaction may be severated by the brower appointed by the eligible shareholder or Company's broker.

 (In The price at which the Physical Shares are bodglit back shall
- way on executed by the broker appointed by the eligible shareholder of company's broker.

 The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the catendar week in which such Physical Shares are received by the broker. In case no the catendar week, the preceding week when the company as the catendar week, the proceeding week when the Company as tooght back, the Equity Shares is indemat form would be considered. The price of Physical Shares stridered during the first calendar week of the Buybout price of that the the volume weighted average market proce of the Equity Shares of Company during the proceding developed week.

 The Company's brickers wit charge a brokerage of 50 such that the company's brickers wit charge a brokerage of 50 such that the company is proceding classified week.

 The Company's brickers wit charge a brokerage of 50 such that the company is brickers wit charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brokerage of 50 such that the company is the company in the case of 50 such that the company is the company in the company in the company in the case of 50 such that the company is the company in the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the case
- Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out including the
- (i) original physical share certifical
- orginal physical share certificate(s). which samped, signed by the strateform (by 4th files stamped, signed by the stransferon (by 4th five eligible shareholders in case the Equity Shares are in join rames in the same order in which they hold Equity Shares in the Company) as per the specimen the appropriate dispose submicring the transfer of the Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares certificates accompanied by valid share transfer from as received from the market, wherein the name of the Equiteree has not been filed in and (b) Organia Doubs exchange in relation to the purchase of the Equity Shares being tendered in this case:
- peng rendered in this case;

 (v) XYC Form (be be filled and signed only by the first holder),
 Acceptance Form and Declaration Form to be signed by
 all sharhelshering; including jain holders of shares). The
 XYC Form, Acceptance Form and Declaration Form can be
 obtained by contacting the Company. Share Transfer Apent
 at the details mentioned in Paragraph 16 1 below;
 (v) Back account tetails of the first names shareholder along
 with the copy of a self-attested cancelled cheque;
- (vi) a self-attested copy of the shareholder's (including joint holders) PAN card or other document confirming the shareholder's identity.
- a self-attested copy of a document confirming the shareholder's current address:
- (viii) telephone number and email address of all the shareholders (including joint shareholders); (xi) copies of regulatory approvals required, if any, by the shareholder for the transfer of Equity Shares to the Company,



- Kotak Securities Limited
 278KC, Plot No. C-27, "O" Block.
 Bandra Krufz Complex, Bandra (East),
 Bother Ferona, "Annual Singh
 Phone: #1 22 4245 8455
 Email: ankushr simph (Brokat-com
 Website: www. Moduseccurities com:
 SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ION: 19999984#1904PLC134951
 The following Set of documents are admissible as Proof of Identity; "O) Unique Identification Number (UIID) (Admina) (PA)
 Paspoor! Volve Health; Card V Diving License, (i) PAN
 sport (Institute of Institute Complex (Institute Complex (Institute

- 4.13 Shareholders are free to sell or hold their physical Equity Shares entirely at their discretion and that process is designed in accordance with Buyback. Regulations only to assist those shareholders holding Equity Shares in the physical form, who are destroat of selling their Equity Shares and who would the control of their process of the process of their process. As the control KYC requirements.
- to have a broker to enable them to do so and with abridged
 CYC requirements.

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- on the buyloack of such Physical Shares has been completed in all respects.

 Shasholders are requested to get in louch with the Merchant Banker of the Buyloack of the Company's locker or the Register and Share Transfer Appent of the Company to Carly's any doubts in the process.

 Subject to the Company purchasing Equity Shares for an amount the process and the created any obligation on the part of the Company or the buyloack Size, nothing contained herein shall create any obligation on the part of the Company or the Early Shares for any obligation on the part of the Company or the Early Shares buylih back, even if the Maximum Buyloack Size has not been reached, and / or impair supheroidar's in hear of Early Shares buylih back, even if the Maximum Buyloack Size has not been reached, and / or impair any power of the Company or the Buyloack to the extent the Buyloack equivalent to the Maximum Buyloack Size, the amount when the Company or the Size that the liable to be forfield and deposited in the Investor Protection and Education Fund of SEEI or as decided by SEEI in accordance with the Buyloack Reguistions.
- Buyback Regulations.

 The Company shall submit the information regarding the Equity Shares bought back by R, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosyoria.neboordshareholder-services/Pages/Buyback-2019.aspc on a daily basis.

 ADS holders are permitted to convert their ADS into Equity Shares book shareholder-services such Equity Shares on the indian Stock Exchanges during the Buyback period.

 METHOD OR STITT LIMENT

- Shares, and, subsequently, opt to sell such Equity Shares on the inlans Shote Exchanges during the Buyback perior.

 METHOD OF SETTLEMENT

 Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for reads residented, as applicable to before every pay-in date for reads residented, as applicable to determine the self-shares collection and the self-shares collection and the company will be undertained in the formation of the self-shares collection and the company will be undertained in the Buyback. Demat Account). Demat Shares bought back by the Company will be undertained in the Buyback Demat Account by will be undertained to the Buyback. Demat Shares bought back by the company will be undertained in the Buyback. Demat Shares sould be required to transfer the number of such Demat Shares sould be required to transfer the number of such Demat Shares sould be too the company pursuant to the Buyback. Demat Shares sould be the Company and the self-shares and the Company and the self-shares sould be required to provide the buyback that the self-shares sould to the Company are self-shared to the stock because through whom the trade was succured, by tendening the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the Company as referred to in Paragraph 14 of Part BL. Settlement of by Physical Shares: Shares to such a Company is token within such time as may be prescribed. Standards and the Source of the Scurilles and Exchanges Board of India standards. Part of the Scurilles and Exchanges Board of India to the Supplace Scurilles and Exchanges Board of India market provided to the Scurilles and Exchanges Board of India the Company of Participants in Sequelations, 1908 as amended and its by-laws, in the manner specified in the Buyback. The Company for a

- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited (Merchant Banker). Kany Fintech Private Limited (Registrars) and the Statutory Auditor of

the Company by the 15th (fifteenth) day of the succeeding month provided that the Company undertakes to ensure that all Physical Shares bought hack are extinguished within 7 (seem) days from the last date of completion of the Buyback. In completion of the Buyback Regulater Buyback Regulater Completion of the Buyback Regulater Completion of the Buyback Regulater Shares bought back by the Company shall be paid only by way of cash.

Completerior for the Equity Gaines bought back by the Company self-completerior for the Equity Gaines bought back by the Company Hatory and Overview of the Company
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India, as in those Consultants Finale Limited, as provide immed can be a history to consultants Finale Limited as provide immed can was changed to Indiaya Technologues Limited in June 1992. When It became a public Intelled Company In June 2011, the Company changed its name from Indiaya Technologies Limited in April 1992 and to Infelya Technologues Limited in June 1992. The Company changed its name from Indiaya Technologies Limited on Social Rechanges in India in June 1992. The Company changed its name from Indiaya Technologies Limited as insidal public ordering of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company completed signored secondary completery of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Mathematical Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was not commensurate with the Index of the Mathematical Company was continue

Overview of the Company

Overheev of the Company () infogre so applied leader in next-generation digital services and consulting. The Company enable clients in 46 countries to nexigate their digital transformation. With over three decades of experience in managing the systems and workings of policial enterprises, at experts share its clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise and experts share the clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise proposes the business with Agilie digital reader to device unsprecedented levels of performance and customer desight its always—in learning apends drives their continuous improvement through building and transforming digital skills, expertise, and dates from its invanction ecosystem.

(ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

Digital Services ocerpties service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience. It was to be a service of the company of t

Experience Insight Innovate
 Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and indistributed over the years. These primary include application management services, proprietary application development services, independent validation solutions, product engineering and "management, indistributions management services, traditional enterprise application implementation, support and infegration services."

• Finacle Finacle³
 Redge Suite
 Infosys Nica
 Panaya³
 Skava³
 Skava³

(iii) The Company's corporate headquarters, is located at No. 44. Electronics City. Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 02617 extn 67775.

number of this office is +91-80-2892 (2011 feeth 87775. Financial Information about the Company. The brief audited financial information of the Company, as extracted from the audited financial statements as at and for the latel three financial years ended. Martin 31, 2016, March 31, 2017, and March 31, 2018, and for the nine months ended December 31, 2018 is provided below.

(i) Based on the audited standalone financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2018.

(7 crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3.062	3,006
Total Income	56,386	65,960	62.351	56,989
Total expenses excluding interest, depreciation and tax 17	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax) ^{e.}	4,092	3,753	5,120	4,907
Profit after tax **	10,882	16,155	13.818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10.948	16.176	13.800	12.691

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2.184	1,092	1,148	1,148
Reserves and surplus (4,7,0)	60,749	62,410	66,869	59,934
Net worth / Shareholders equity**	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic)(2)<5,61	24.91	#35.64	#30.08	#27.63
Book value per share (₹):31	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio ⁴	NA NA	NA.	NA.	N/
Return on net worth (%) ⁽¹⁾	22 31	25.44	20 32	20.7

- Order: Anglasted for September 2018 bonus about (1.10) and Collapsing
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- oer 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US internal Revenue Service (IRS), the Company had, in acc PA, reversed income tax expense provision of ₹1,432 crove, which perfained to previous periods which are no longer required.
- (i) Based on audited consolidated fisancial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2019, March 31, 2017 and March 31, 2016.

 Excerpts from the Statement of Pr

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax 171	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,459
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19.981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ^(c)	4,426	4,241	5,598	5,251
Profit after tax *	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	_		_

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2.176	1,088	1,144	1,144
Reserves and surplus ^{(c,7)(8)}	62,807	63,635	67,838	60,600
Net worth / shareholder's equity"	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic):2(7,69)	26.06	#35.53	#31.40	#29.51
Book value per share (₹) th	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ^a	NA NA	NA NA	NA.	NA.
Return on net worth (%)151	23.11	24.69	20.81	21.85

- Note:

 A diguised for September 2018 town issued 1.1

 Net worth in state equity which indicates is equity tooldars of the Company.

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March 8, 2019 Interns of the Esrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Esrow Account" bearing the account number 2513294427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 220 for the blad consideration payable to the Buyback and the Esrow Account and sumple for a barring serior large state of the S

- 8.2 If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- 8.3 The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations.

Firm Financing Arrangements

- The Company of white the Buyback Committee, has identified and earmaned funds for the purpose of fulfillment of the obligations of the Company under the Buyback Such earmaned funds, together with funds provided for escrew arrangements, are in excess of the Buyback Size.
- 9.2 Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Delorite Haskins & Sellis LLP. Statutory auditors of the Company (Hirm Registration number 1173/2004/W-100015, Chartered Accountants, have certified, vide their letter dated March 15, 2019 that the Company is made from framening arrangements for fulfilling the obligations under the Buyback.
- 9.3 The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.

10. Listing Details and Stock Market Data

10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE

10.2 The high. low and average market prices of the Equity Stares for the preceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows.

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low*(?)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to								
12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to								
31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1.278.00	03-Jun-16	63.514	900.30	9-Nov-16	4.08.320	1,064.79	6,67.61,210
31-Mar-18	1.220.00	24-Jan-18	5.31.006	861.50	22-Aug-17	19.67.963	996.52	9,03.30,126
Last six months	High (č)	Date of High	No. of Equity Shares traded on that date	Low ([₹])	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1.467.00	03-Sep-18	6.28.171	1,430.00	03-Sep-18	6,28,171	1,433.45	6.28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	892.00	21-Sep-18	7,73,924	728.86	76,17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.D0	26-Oct-18	3,97.563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28.314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
Jan-19	751.00	31-Jan-19	11.28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258
Feb-19	771.15	08-Feb-19	3,12,650	723.00	19-Feb-19	2,28,364	746.90	55,79,162

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

NSE	ISE							
Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,245,00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2.045.68	11,28,46,711
15-Jun-15 to 31-Mar-16 31-Mar-17	1.237.00	28-Mar-16 03-Jun-16	53,93,755 19,99,190	932.65 901.00	10-Jul-15 09-Nov-16	37,05,761 63.82.079	1.096.13	70.95,58,962 89.92.35,121
31-Mar-18	1.221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2.46,21,299	996.67	1,24.85.66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1.43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1.50,75,209	653.75	16.97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.45	15.47,14,992
Jan-19	751.30	31-Jan-19	1.38,25,233	651.00	04-Jan-19	78,89,310	708.29	21.25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1.1 in FY 2016 with the record date on June 17, 2015.

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10.3 The Company announced a borus, issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on

September 5, 2018. The Company had also announced a borus assess of 11 in FY 2016 with the record date on June 17, 2015.

10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows: Low (₹) High (₹) Low (₹) High (₹) Day prior to Notice of Board meeting to consider Buyback proposal was given to NSE and BSE Board Meeting Date*
First Trading Day post Board Meeting Date 673.60 685.50 710.20

The Board, at its meeting held on January 11, 2019, approved the proposal for the Burback at a price not exequity share

11. Present capital structure and shareholding pattern

Riceric except per share datas 411.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be, as follows:

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
4.80,00.00,000 Equity Shares of ₹5/- each	24.00,00,00,000	24.00.00,00,000
Issued:		
4,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
4,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32,84,07,220

- Assuming the Containy buys back the Maximum Buydack Shares. The capital structure post completion of the Buydack may Equity Shares bought back under the Buydack.
 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears

11.3 As on the date of Public Announcement there are no outstanding instruments convenible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the document of 42.3312 outstanding and vested and unvested employee stock options. As of December 31, 2016, the Company had containing and

THE TIMES OF INDIA, AHMEDABAD TIMES NATION

After 26 yrs, panel to review **OBC 'creamy layer' criteria**

Govt Gives Committee 15 Days To Submit Report With Suggestions

New Delhi: In a move that has

the welves were required to "schape" and even well and some the content and some the committee on the second and ineligible for Mandalreservations injobs and education. Following the Supreme Court's lugicament on Mandal Commission, the each: The committee on the second committee on the second committee.

**Chemy layer' is the second content of OBCs that is conomically advanced and ineligible for Mandalreservations injobs and education. Following the Supreme Court's lugicament on Mandal Commission, the each: The committee will revisit the Chert's constitutional state of "creamy layer" with the controversy arising from mission for Backward Classes the bold's salaries" in family supreme Court's lugicament on Mandal Commission, the each: The committee will revisit the certeria near the second configuration of "sealines" in Chemical Sawait in Commission of the Sakaward Classes in Classes of the DePT's application of different weight the controversy arising from th



While the Sharma commit-tee has also been asked to rec-ommend on "equivalence" for PSUs, especially for those in states, the revisiting of the cri-teria evolved by the Prasad committee of 1893 has triggered concerns among activists for backward rights. The first question being asked is with has the Centre constituted an

Parrikar expedited Rafale acquisition

Manohar Parrikar's demise was condoled aspectrum, testifying to the leader's reputation as an affable but tough administrator Despite his image as unceedition builders assecessful coalition builders assected to the catholic community and fielded Christian candidates in 2012 and broke the state's political faultlines.

was embellished by his stint as defence minister at the Centre where he led the min-istry with a hands-on ap-proach and worked to ensure transparent procedures in high value purchases. He had a role in speeding up the Rafale acquisition. This led to Congress chief

Rahul Gandhi alleging that he was under pressure to hide wrongdoings. Rahul med him briefly in January and claimed that Parithar and the briefly in January and claimed that Parithar and the property of the

SC gave Lokpal search team time till Feb-end

Commission since June 29, 2017. The official amounce 20, 2017. The official amounce 2017. The same 2017. The Scan 2017.

Political controversies have not spared office of attorney general

elimesproup.com

Trespective of the party in
power governments invarlably choose seasoned advocates for the post of attorney general for India. The AG
holds office during the pleasure of the President, enjoys
a unique position in the constitutional framework and is
the only lawyer bestowed
with the right of audience in
adapted to the proceedings of, either
House of Parliament, or any
joint sitting of the Houses,
and any committee of Parliament of which he may be
named as a member, though
without voting right.

LEGALLY SPEAKING

Attorney General K K Venugopal. When Congress chief Rahul Gandhi poked tim at his apex court remarks aboud 'documents being stolen' with a "gayab ho gaya" jibe, the AG was at pains to clarify that he did not mean to convey that the documents were stolen

that the documents were stolen

House of Parliament, or any
joint sitting of the Houses,
and any committee of Parliament of which he may be
named as a member, though
without voting right.

LEGALLY SPEAKING

In addition, the AG alone
is empowered to either set in
motion or sanction initiation
of contempt of court motion
against a person in the SC. He
is also an ex-officion member
to time be referred or astourt control mittation
of contempt of court motion
against a person in the SC. He
is also an ex-officion member
to time be referred or astourt control mittation
of contempt of court motion
against a person in the SC. He
is also an ex-officion member
to time be referred or astourt control mittation
of contempt of court motion
against a person in the SC. He
is regarded as the leader
of the bar.

In B P Singhal case [2010
(6) SCC 331], the Supreme
court had ruled that the AG
holds a public office. It had
said, "Though AG holds a
In defending Indira Gandhis defending Indir

of the Bar Council of India.

He is regarded as the leader of the bar.

It is the Supreme Court had ruled that the AG (1) SCC 3311, the Supreme Court had ruled that the AG holds a public office. It had said, "Though AG holds a public office, the result of lawyer-client relationship between the Union Council of the Counc

stitutional howler from De, who argued, "The effect of the suspension of the right of the enforcement of the right of the enforcement of the right conferred by Article 21 is that even if the order for detention has been made without authority of law, no redress. Things remained sedate in court for AGs from the 1886 ttill the turn of the centural court of AGs from the 1896 ttill the turn of the centural court of the right with the Valpayee government. Then law minister Ram Jethmalani veered away from the government's firm mess helm of affairs during the Valpayee government. Then law minister Ram Jethmalani veered away from the government's firm and before the valpayee government is minister to commission (NJAC), did not go down well with the pulses and there was palpable uneassiness in the relationship between the politications and the pulse of the pul

authority of law, no redress can be sought from the court against such detention or commendation of the control of the control

High-on-grass man dials cops, asks them to drop him home: Dial 100 cops in Uttar Pradesh's Amroha were in a fix on Saturday after they received a call from a man high on cannabis and demanding a lift back home. The Z4-year-old told them that he couldn't find transportation to reach his home as he had no money, Since he sounded incherent, the cops asked if he took any kind of intoxication. The man denied it." I have been smoking cannabis since childhood; "the youth added and produced a chillum from his shirt pocket. In a video, the man can be seen arguing that "the police jeew as also a poverment whelle, like a UPSFTO bus." ank tixum; station house officer of Saidnagali police station, said, "Our constables dropped him at a bus spot and gave him money to buy ticket." Twee

stled and univested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of areas or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to assure a switching continuous or succession of the paid of the paid of the company share or other specified securities, cultured with Regulation 24(4)(5) of the Bulyackar Regulations, the Company shall not issue any shares or other specified securities, culturing the year of browns. If the extigor free Bulyackar Regulations, the Company shall not issue any shares or other specified securities,

11.5 in accordance with Regulation 24(b) of the Butylack residuations, the Company shall not raise further capital for a period of one year from the early of the Butylack Pendiculation. Since the Company shall not raise further capital for a period of one year from the early of the Butylack Pendiculation is discharge of its substitute global pattern.
11.5 Shateholding pattern of the Company, as on the date of the shateholders' spround, was as shown below.

Pre Buyback PooI Equity % of Shares No. of Equity Shares
12.82 58,01.82,338

100.00 4.26.56.81,444 100.00

12.1 For the aggregate shareholding of the Promoters and directors of the promoter entities as on March 15, 2019, please refer to Paragraph 8 of Part Alabove.

12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Parl Albove.

The Promoters are not permitted to deal in the Equity Shares on the Indian Slock Exchanges or off-market, including inter-se transfer of Equity Shares among the Promoters from the date of the shareholders approval until the last date for the Buyback as specified in Paragraph 3 of Part B above. specified in Paragraph 3 of Part B above.

14. The aggregate shareholding of the Prinnelers as on date of the Prinnelers have being the Part of the Pa

Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

sgulations, 2011.

anagement Discussion and Analysis on the likely spact of the Buyback on The Company the Company of the Buyback on the Company of the Company of the Company of the Company except to the extent of the Company except the Company except to the extent of the Company except the Company except

investment recome.

12. The Buyback is not expected to impact growth opportunities for the Company.

3. The Buyback is generally expected to improve return on equity reduction in the equity base, thereby lasting to long them increase in members value. The Company believes that the Buyback wall contribute to the equity base, thereby lasting to long term increase in members' value. The Company believes that the Buyback wall contribute to the everall enhancement of staterholders value going forward. The amount required by the Company for the Buyback (including the cost of financing the Buyback wall the transaction costs) will be invested out of cash and clark bushcreas it deposits and if or short tarm researches and or internal accurated for Company.

- Promoters are not entitled to participate under the Buyback.

 15. The Buyback of Equity Shares with on treatful a change in control or otherwise affect the existing management structure of the Company.

 16. Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the bottle Mily paid up equity share capital of

the Company.

37. As required under Section 68(2)(d) of the Companies Act, 2013 the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the gaid yeapily share capital and five reserves post the Buyback.

13. Unless otherwise determined by the Board (noturing a committee thereof, I any constituted by the Board or persons normated by the Board to reserve the Board to reserve the Board or the Section of the Buyback will be completed within a maximum period of 6 months from the date of opening of the Buyback. The Company shall not withdraw the Buyback after this Public Announcement has been made.

the Buylack, after the Public Announcement has been made in accordance with Regulation 24 (1)(f) of the Buylack Regulation, the Company shall not raise further capital for a period of one year from the early of the Buylack Period, except in discharge of the period of

13.12 The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

enshwhile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign portfolio investors, non-resident Indians, members of foreign particular and ADS holders with underlying Equily Shares consequent to the windows of such Equily Shares. And 1998 and rules and regulations framed thereunder, if any, income 1998 and rules and regulations framed thereunder, if any, income subject to such approvals, if and on the extent encessary or required from concerned authorities including, but not limited to, acceptable of the concerned authorities including, but not limited to, and also acceptable of the concerned authorities including, but not limited to, and an application of the concerned authorities including the approvals and present final multiple authorities will be subject to approvals, if any, of the appropriate authorities will be subject to approvals and entantied COSB must octain all specific approvals required to participate in the Buyback. The Company will have the right or make payment to the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equily. Shares from neighber shareholders in respect of whom no prior RBI approval is required and not accept Equily. Shares from the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equily. Shares from the eligible shareholders in respect of whom no prior RBI approval is required and not accept Equily. Shares from the eligible shareholders in respect of whom no prior RBI approval is required in the event object of such approvals are not submitted.

required in the event copies of such approvals are not submitted. By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make, sign, execute, deliver, achrowledge and perform all againstance to the file regulatory reportings, if required, including form FC-TRS, if necessary and undestance to provide assistance to the Company, for such regulatory reportings, if required, by the Company.

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

16. Compliance Officer and Investor Service Centre

KARVYIII

KARV III.

KARY Flinch Private Limited (formerly Karry Computershare Private Limited) (formerly Karry Computershare Private Limited) (Karry Steinmin Down B. Pitch Nos. 31.6.32, Financial Debrict Nanakramguda, Serlingamegly Mandal, Phylorabad - 500032, India Contact Person: M. Murali Kirshna Phone: 91.4.0.243.1551

Fax: 91.4.0.2343.1551

Email: enward regisarry com
SEBI Registration: NNR00000021

Validity Period: Permaneric Registration

16.2 In case of any query, the shareholders may contact the Registrar & Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Saturday, Sunday and Public holidays.
13 The Company has designated the following as the Compt
Officer for the Buyback.
Mane: A. G. S. Manisantha
Designation : Company Severtary
Address: Hotings Limited
No. 44. Electronics City Hour Road.
Bengatur 950 100, India
Tel: +91 80 4116 7775
Fax: +91 80 2952 0754
Email Id: Sharebouyback[pirlosys.com
Id. 8 In case of any cultifications or to address investor grevance

17. Merchant Banker to the Buyback



of Infosys Limited Chief Executive Chief Operating Officer and Officer and Whole-time Director Din: 01876159 DIN: 08782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru



Infosys Limited Regd. office: No. 44. Electronics City, Hosur Road, Bengaluru 560 100, India.

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF THE EQUITY SHARES OF INFOSY'S LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018.

MARKET INNOCE

EXCHANGE BOARD OF INDIA (BUTDOC.)

This public announcement (the "Public Announcement") is being made in relation to the Byracke, pursuant to the provisions of Regulation and contains the discosures, as specified in Scheduler (Negulations). The same been subject to rounding of adjustments. The tends of the Public Announcement, including any permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitted by the Byracke, Regulations or the Company or such other source as may be permitte and contains the disclosures, as specified in Schedule N thereunder. Certain figures contained in this Public Announcement, including Financial information, have been subject to rounding off adjustments. All decimals have been rounded of 10 bits decimal points. In certain instances, 0) the sam or percentage change of such numbers may not conform exactly to the bits fligure; given, and (0) the sum of the numbers in a column or row in certain stoles may not conform exactly to the lotal fugure given to that column or row Further certain auxiliary to the lotal fugure given for that column or row Further certain auxiliary information in this Public Announcement has been presented in core! One core represents 10 million, i. e. 100,000,000.

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES

Part A -Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF BUYBACK AND OFFER PRICE

- yback Regulations
 DETAILS OF BUYBACK AND OFFER PRICE
 The board of directions of the Company (hereinable referred to as the "Board", which expression includes any committee duly constituted by the Board resolution), at its meeting held or junior 11, 2019. This subject to the approval of the members of the provision of the members of the provision of such satutory, regulatory or governmental authorities as may be required under applicable lives, approved the proposal to by back its own fully pask-up (buylly Shares of time value of \$5'-seathern") and subject to the approval of the Company (provision of the Company) (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies Act), the Companies Act), the Companies Act), the Companies Act (provision of the Companies) (provision of the total padro) capital and determined the Companies Act), the Standard of the Companies Act), the Standard of the Companies Act) and the Buyback (Provision) (the Companies) (the C
- 15% prescribed in mylemented by the Company from its free reserves in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations and in accordance with Regulation 4(b) of the Buyback Regulations by way of open market prochases through the abook exchanges, by the order matching whech are sprowded under the Buyback Regulations. For market prochases through all or none or does matching system as grounded under the Buyback Regulations. For Company small on the Obstack and Duyback Regulations. For Company small on the buyback and and Duyback and an open standard and the standard and t
- in arreas.

 A copy of this Public Announcement will be made available on the Company's website (https://www.infosys.com/investors/shareholdes-reach-2019 sapps and is expected to be available on the website of SEBI (www.sebi.gov.in) and the stock exchanges during the Buyback Period The proposed simetable for the Buyback is set out under Paragraph 3 of Part B below.

- of the Company in the medium term.

 1. The Board decided to retain its policy of returning up to 70% of the feet cash flow of the corresponding Financial Year in such memors, as may be decided by the Board from time to time, subject to decide the properties of the
- (a) A special dividend of ₹10/- per equity share (₹5/- per equity share after adjusting for bonus issuance). The Company paid ₹2,633 crore in June 2018, to the eligible members and
- paid 2-253 cited with a 20 in the legislate interities and to be designed in the control of the proportion of the propor
- collumning proposals:

 (a) Declared a special dividend of ₹4/- per equity share. The Company paid ₹2,107 crore in January 2019, to the eligible members.
- Recommended buyback of Equity Shares of Maximum Buyback Size of up to ₹8.280 crore
- Butybeck Size of us to 18,200 cores As the USSIMIR exchange rates have moved from April 2018 rates when the capital allocation policy was announced, the total capital allocation in USS terms amounts to \$1.872 million (comprising of \$100 million lowards special dividend paid mentioned above and \$300 million* towards special dividend paid to shareholders in January 2019) 1758.116.8724 and Excessor 37.0181

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company efter taking into account the strategic and operational cash requirements of the Company in the medium term and for returning supplies funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following resource.

 a. The Buyback will help the Company to return surplus cash to its members.
- b. The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base, thereby leading to long term increase in members' value; and
- c. The Buyback gives an option to the members of the Company, either to self their Equity Shares and receive cash or not to self their Equity Shares and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES
- FAILU OF CAPITAL AND FREE RESERVES
 The maximum source of table squared for the Buyback will not exceed 16 250 crore (Rupees Eight Thousand Two Invaried and Saly crore only, being 16 24% of the aggregate of the state) acquired and feer reserves of the Company which is less than 15%, of the aggregate of the total paid-up called and feer reserves of the Company which is less than 15% of the aggregate of the total paid-up called and feer reserves of the Company beard on the latest anabled financial seafments of the The Marianem Sub-thirt. The Marianem Sub-thirt.
- Company as at December 31, 2018 (on a standatione basis).

 3.2 The Maximum Buyback Size does not include any expenses or transaction costs incurred or to be incurred in the Buyback, such as, brokerage, filling fees, advisors' fees, intermediaries' fees, public amountement publication expenses, printing and dispatch

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK
- COMPANY PROPOSES TO BLY- BACK
 At the Massimum Buylanck Price and the Massimum Buylanck
 Size, the indicative maximum number of Equity Shares bought
 buck would be 10,25,0000 Equity Shares (Massimum Buylanck
 Shares), compassing approximative 2,26% of the propil-op equity
 Shares (1,000) Compassing approximative 2,26% of the propil-op equity
 Fine Equity Shares are bought back at a price below the Madimum
 Duylanch Price and Shares are bought back at a price below the Madimum
 Duylanch Price and Shares are bought back at a price below the Madimum
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 Duylanch Price Address and the Shares are bought back and the Shares are bought back at a price below the Madimum
 Duylanch Price Address and the Shares are bought back and the Shares are bough
- subject to the Maximum Beyback Size.

 The Company shall ultimate at least 50% of the amount aurmanived as the Maximum Buyback Size for the Buyback, i.e. 74,130 crose as the Maximum Buyback Size is the Minimum Buyback Size.

 (Minimum Buyback Size). Based on the Minimum Buyback Size and Maximum Buyback Size, the Company would purchase a minimum of 51,62,5000 Equity Shares.
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS

- Premium of 20.7% and 20.8% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the date of internation (January 8.2019) to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- the board Meeting to consider the priposal or the Buylask.

 Premium of 19.4% over the closing price of the Equity Shares on BSE as well as NSE as on January 8, 2019, the date of intimation to the Indian Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.
- Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Indian Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of \$8000, per share.
- COMPLIANCE WITH REGULATION 4 OF THE BUYBACK REGULATIONS
- TO THE OTHER PROPERTY OF THE STATE OF THE ST

S. No.	Particulars	Amount (₹ crore)
1.	Total paid-up equity capital	2.184
2.	Free reserves	54,636
3.	Aggregate of the total paid-up equity capital and free reserves	58,820
4,	15% of the aggregate of the total paid-up equity	8 523

Based on the above, the Maximum Buyback Size, i.e. ₹8,260 crore, a less than 15% of the aggregate of the total paid-up capital and free researces of the Company.

As per the latest audited Consolidated balance sheet of the Group as at December 31, 2018, aggregate total paid-up equity capital and free reserves is ₹61,103 crore.

- METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(IV)(B) AND REGULATION 16 OF THE BUYBACK REGULATIONS
- REGULATION 16 OF THE BUYBACK REGULATION.

 The Buyback is open to 10 and an immediate holding fourly Shares or 10 and 10 a
- from time to time.

 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the brokes, appointed by the Company, in accordance with the requirements of the Indian Stock Exchanges and SEBI.
- the Stoker, appointed by the Company, in accordants with me the Company and in a company and a company and a company in the Buyland by members he had Physical Shares. In this region the Buyland by members with hold Physical Shares, in this region the Company shall approach the Indian Stoke Exchanges for permission to use a separate window for the Buylands of physical characters in them of Regulation for of the Buylands of physical areas in thems of Regulation for on the Buylands (Regulation areas in the Buylands of Regulation of the Buylands of any rule, circular or notification issued by the Indian Stock Exchanges or SESH with respect to participation by members holding Physical Shares. Upon compasion of formalises with the Articoly that Company and Buylands for Physical Shares in the Microbio that Company and Buylands for Physical Shares in the Physical Share Buylands. Window shall be subject to the Buylands. Regulations, requirements provided by the Indian Stoke Exchanges of Contact or confidences asset only the Indian Stoke Exchanges of Contact or confidences asset of by the Indian Stoke Exchanges of State with the Company of the Indian Stoke Exchanges of State of the Indian State of the Indian Stoke Exchanges of State of the Indian State of Williams of the Indian State of Indian State o
- THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

MANAGERIAL PERSONNEL OF THE COMPARY
Details of the aggregate shareholding of the Promoters an
Promoter Group, the directors of the Promoter where Promote
is a Company and of Directors and Key Managerial Personn
of the Company as on the date of the Public Announcement (i.e.
March 15, 2019) is as below.

8.1 The aggregate shareholding of the Promoters and Promoter Group as on the date of the Public Announcement (i.e., March 15, 2019)

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)				
A. Pron	A. Promoters						
1	Sudha Gopalakrishnan	9,53,57,000	2.18				
2	Rohan Murty	6,08,12,892	1.39				
3	S. Gopalakrishnan	4,18,53,808	0.96				
4	Nandan M. Nilekani	4,07,83,162	0.93				
5	Akshata Murty	3,89,57.096	0.89				
6	Asha Dinesh	3,85,79,304	0.88				

S. No.	Name	No. of Equity Shares Held	Shareholding Percentage (%)
7	Sudha N. Murty	3,45,50,626	0.79
8	Rohini Nilekani	3,43,35,092	0.79
9	Dinesh Krishnaswamy	3,24,79,590	0.74
10	Shreyas Shibulal	2.80,49,350	0.64
11	N.R. Narayana Murthy	1,66,45,638	0.38
12	Nihar Nilekani	1,26,77,752	0.29
13	Janhavi Nilekani	1,26,65,162	0.29
14	Kumari Shibulal	1,04,97,930	0.24
15	Deeksha Dinesh	76,46,684	0.18
16	Divya Dinesh	76,46,684	0.18
17	Meghana Gopalakrishnan	48,34,928	0.11
18	Shruti Shibulal	27,37,538	0.06
19	S.D. Shibulal	17.65.768	0.04
B. Pror	noter Group		
20	Gaurav Manchanda	1,55,36,226	0.36
21	Milan Shibulat Manchanda	1,54,35,868	0.35
22	Bhairavi Madhusudhan	63,34,240	0.14
	Total A+B	56,01,82,338	12.82

- 8.2 The aggregate shareholding of the directors of the Promoter, as on the date of the Public Announcement (i.e., March 15, 2019), where the perimeter is a Company.
 The Company does not have any corporate promoter.
 8.3 The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (ii.e., March 15, 2019);

S. No.	Name	Designation	No. of Equity Shares Held	Shareholding Percentage (%)
A. Direc	tors			
1	Nandan M. Nilekani	Non-Executive Chairman	4,07,83,162	0.93
2	D.N. Prahlad	Independent Director	21,92,190	0.05
3	U.B. Pravin Rao	Chief Operating Officer and Whole-time Director	10,73,696	0.02
4	Salil Parekh	Chief Executive Officer and Managing Director	65,770	-
5	Kiran Mazumdar-Shaw	Independent Director	-	-
6	Roopa Kudva	Independent Director	-	-
7	Dr. Punita Kumar-Sinha	Independent Director	-	-
8	Michael Gibbs	Independent Director	-	-
9	D. Sundaram	Independent Director	-	-
B. Key I	Managerial Personnel			
10	Krishnamurthy Shankar	Group Head, HRD	12,050	-
11	Nilanjan Roy ⁽¹⁾	Chief Financial Officer	-	-
12	A.G.S. Manikantha	Company Secretary	2,160	-
13	Ravi Kumar S.	Deputy Chief Operating Officer	-	-
14	Mohit Joshi	President	-	-
15	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	-	-
Total A	-8	·	4,41,29,028	1.01

- n effect from March 1, 2019. Milanjan Roy has been appointed as the Chief Financial Officer and a Key Managerial Personnel, and Jayesh Sanghrajka has resumed responsibilities as the Depui) Chief Financial Officer Pour to such date and as of the date of the postal batter notice; i.e., January 11, 2019, Jayesh Sanghrajka was Interim Chief Financial Officer.
- 8.4 The aggregate American Depositary Receipts ("ADRs") held by the Directors and Key Managerial Personnel of the Company as on the date of the Public Announcement (i.e., March 15, 2019);

S. No.	Name	Designation	No. of ADRs
1.	Inderpreet Sawhney	General Counsel and Chief Compliance Officer	32,164
	Mohit Jashi	President	30,050

- 8.5 The aggregate Restricted Stock Options ("RSU's") and Options held by Directors and Key Managerial Personnel of the Company as on the date of Public Announcement (i.e., March 15, 2019):

S. No.	Name	Designation	Type of stock incentive	Unvested	Vested but not exercised
1	Salil Parekh	Chief Executive Officer and Managing Director	Equity RSU	3.82.574	Ni
2	U.B. Pravin Rao	Chief Operating Officer and	Equity RSU	1.09.126	Ni
	l	Whole-time Director	Equity Option	64,500	21,500
3	Ravi Kumar S.	Deputy Chief Operating Officer	ADR RSU	2,94.126	Ni
			ADR Options	1,12,750	Ni
4	Mohit Joshi	President	ADR RSU	2,88,276	N
			ADR Options	1,12.750	1.12,750
5	Inderpreet Sawhney	General Counsel and	ADR RSU	1,03.736	Ni
		Chief Compliance Officer	ADR Options	66,676	22,224
6	Nilanjan Roy	Chief Financial Officer	Equity Options / RSUs	Nil	Ni
7	Krishnamurthy Shankar	Group Head - HRD	Equity RSU	55,050	Ni
			Equity Option	19,000	19,000
8	A.G.S. Manikantha	Company Secretary	Equity RSU	8,000	Ni

No Equity Shares of the Company have been purchased I sold by any Promoter I Promoter Group. Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of shares purchased or sold		Maximum price (₹)	Date of maximum price	Minimum price (₹)	Date of minimum price
Promo							
1	Sudha Gopalakrishnan	4,76,78,500	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
2	Rohan Murty	3,04,06,446	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
3	S. Gopalakrishnan	2,09,26.904	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
4	Nandan M. Nilekani	2,03,91,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
5	Akshata Murty	1.94,78,548	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
6	Asha Dinesh	1,92.89.652	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
7	Sudha N. Murty	1,72,75,313	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
8	Rohini Nilekani	1,71,67.546	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
9	Dinesh Krishnaswamy	1,62,39,795	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
10	Shreyas Shibulal	1,40,24,675	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
11	N. R. Narayana Murthy	83,22.819	Bonus	Nit	06-Sep-18	Nil	06-Sep-18
12	Nihar Nilekani	63,38.876	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
13	Janhavi Nilekani	63,32,581	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
14	Kumari Shibulal	52,48,965	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
15	Deeksha Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
16	Divya Dinesh	38,23,342	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
17	Meghana Gopalakrishnan	24,17,464	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
18	Shruti Shibulal	13,68,769	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
19	S. D. Shibulal	8,82,884	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Promo	ter Group ⁽¹⁾						
20	Gauray Manchanda	8,05,860	Sale	1,382.48	09-Aug-18	1,362.38	08-Aug-18
	I	77,88.113	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
21	Milan Shibulal Manchanda	77,17,934	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
22	Bhairavi Madhusudhan	8,05,860	Sale	1,382.47	09-Aug-18	1,362.40	08-Aug-18
	1	31,67,120	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
Directo	ors						
23	D.N. Prahlad	10,96.095	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
24	Salil Parekh	1,03,604	Exercise of RSUs	5	27-Feb-19	Nil	27-Feb-19
	1	37.834	Sale	737.11	01-Mar-19	737.11	01-Mar-19
25	U.B. Pravin Rao	6.812	Exercise of RSUs	5	02-May-18	5	02-May-18
	1	5,36,848	Bonus	Nil	06-Sep-18	NII	06-Sep-18
26	Kiran Mazumdar-Shaw	800	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	1.600	Sale	722.70	28-Feb-19	722.70	28-Feb-19
Key Ma	anagerial Personnel						
27	Krishnamurthy Shankar	3.012	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	12.226	Exercise of RSU	5	13-Nov-18	Nil	13-Nov-18
		6.200	Sale	737.11	01-Mar-19	737.11	01-Mar-19
28	A.G.S. Manikantha	330	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	1	1.500	Exercise of RSU	5	12-Nov-18	Nil	12-Nov-18

9.1 No ADRs of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price (\$)	Date of maximum price	Minimum price (\$)	Date of minimum price
1	Mohit Joshi	59,600	Exercise of RSU	0.10	01-Nov-18	Nil	01-Nov-18
		29,550	Sale	10.61	27-Feb-19	9.34	13-Nav-18
2	Ravi Kumar S.	1.15,976	Exercise of RSU and options	15.26	01-Nav-18	Nil	01-Nov-18
		1.15,978	Sale	10.61	27-Feb-19	9.33	13-Nov-18
3	Inderpreet Sawhney	28,082	Exercise of RSU	0.10	01-Aug-18	0.10	01-Aug-18
		12,000	Sale	*20.21	01-Aug-18	*20.21	01-Aug-18
		16,082	Bonus	Nil	06-Sep-18	Nil	06-Sep-18

9.2 No RSUs and Options of the Company have been purchased / sold by Directors and Key Managerial Personnel of the Company during the twelve months preceding the date of the Public Announcement (i.e., March 15, 2019), except for the following transactions:

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
1	Salil Parekh	2.21,624	Bonus of Equity RSU	Nil	06-Sep-18	Nil	06-Sep-18
		1.03,604	Exercise of Equity RSUs	₹5	27-Feb-19	Nil	27-Feb-19

S. No.	Name	Aggregate no. of RSUs and options purchased or sold		Maximum price	Date of maximum price	Minimum price	Date of minimum price
2	U.B. Pravin Rao	63,438	Bonus of Equity RSU and options	NI	06-Sep-18	NII	08-Sep-18
		6,812	Exercise of Equity RSU	₹5	12-May-18	₹5	12-May-18
3	Ravi Kumar S.	1,90,676	Bonus ADR RSUs and options	Nil	06-Sep-18	Nil	06-Sep-18
		1,15,976	Exercise of ADR RSUs and options	\$15.26	01-Nov-18	NI	01-Nov-18
4	Mohit Joshi	2,18,863	Bonus ADR RSUs	Nil	05-Sep-18	Nil	05-Sep-18
		59,600	Exercise of ADR RSUs	\$ 0.10	01-Nov-18	No	01-Nov-18
5	Inderpreet Sawhney	28,082	Exercise of ADR RSU	\$ 0.10	01-Aug-18	\$ 0,10	01-Aug-18
		74,518	Bonus ADR RSUs and Options	Nit	06-Sep-18	NE	06-Sep-18
7	Krishnamurthy Shankar	40,438	Bonus Equity RSUs and options	No	06-Sep-18	Nil	05-Sep-18
		12,226	Exercise of RSU	₹5	13-Nov-18	Nil	13-Nov-18
8.	A.G.S. Manikantha	2,750	Bonus	Nil	06-Sep-18	Nil	06-Sep-18
	II i	1,500	Exercise of Equity RSUs	₹5	12-Nov-18	Nil	12-Nov-18

10. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK:

- Promotes, Promoter Group and Persons in Control of the Company. The Company, confirms that there are no defaults subsisting in the respirant of deposits, interest payment thereon or redemption of debanture. Or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest playable thereon to any financial institution or banking company.
- regulyment or any entroduct or interest payabes experient to any entroduction of bening company.

 12. The Sound has confirmed that this made a full enquiry into the affairs and prospects of the Company and has formed the opinion that it is immediately following the date of the Sound meeting held on January 11, 2019 and the date of passing of the members which the Company can be found unable to pay its debts, and b. as registed the Company spospects for the year immediately following the date of the Board meeting held on January 11, 2019 as well as the year immediately following the date of passing of the members' resolution approving the Buyback. Analysis greates to the Board intertion with respect to the management of the Company's business during that year and to the Board of the financial resources, which that year. The Company will be able to meet its liabilities as an an when they fall due and will not be respected insolvent within a period of one year from the date of the Board meeting approving the Buyback held on January 11, 2019, as also from the date of the Possal Balot Resolution.

 In forming its opinion for the above purposes, the Board hais
 - c. In forming its opinion for the above purposes, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, and the Insolvency and Bankruptoy Code, 2018 (to the extent notified).
- and Bankruptoy Code, 2016 (to the extent notified).
 Report addressed to the Board by the Company's Auditors on the permissible capital payment and the opinion formed by directors, regarding insolvency.

 The test of the Report dasked January 11, 2019 received from belotice Haskinia & Selfs LLP the Statutory Auditors of the Company; addressed to the Board of Directors of the Company is reproduced below:

To.
The Board of Directors.
Infosys Limited
No. 44, Infosys Avenue,
Hosur Road, Electronics City,
Bengaluru,
Karnataka – 500100

Dear Sir / Madam,

Data Sir a mauum.

Re Stautory Audior's Report in respect of proposed buyback of Equity Shares by infosys Limited (the "Company") in terms of Clause (xi) of Schedule of the Securities and Exchange Beard of India (Buyback Regulations, 2016, as amended ("Buyback Regulations")

redule I of the Securities and Exchange Board of India (Buy-Back securities) Regulation, 2018, as armedred (Buyback Regulation). This Report is issued in accordance with the terms of our engagement letter dead June 26, 2019.

The Board of Direction of the Company have approved a proposal for buyback of Egylish Shreet by the Company at its Meeting held on January 11, 2019, in pursuance of the provision of Sections 6, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

We have been requested by the Management of the Company to the Variety of the Companies Act, 2013, as an employed to the Companies Act, 2013, as an employed and the Buyback Regulations.

Section 19 Payment (including premium) ("Annexus A1) as at December 31, 2016 Revenabler referred to a the "Statement Phase been prepared by the Management, which we have intalled for the purposes of identification only nagements Responsibility".

The preparation of the Statement in accordance with Section 68(2)(c) of the Act, the provision to Regulation 4 (vi) of the Buyback Regulations and the compliance with the Buyback Regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and different relevant supporting records and documents. This responsibility in includes the design, implementation and maintenance of all accounting and different relevant supporting records and documents. This responsibility is a supporting the responsibility of the management of the Company, includes the design implement and and maintenance of all accounting and definitions that the second-beller in the commissions.

- Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:
 - we have inquired into the state of affairs of the Company in relation to the audited interim condensed standalone financial statements as at December 31, 2018;

 - statements as at December 51, 2018. It is associated to the service of permissible capital payment is a stated in American Conference of permissible capital payment is a stated in American Conference standards from the statements as at December 11, 2018 in accordance with Section-68(2) of the Act and the proviso to Regulation (4) of the Buyback Regulations; and it the Board of Directions of the Company, in their Meeting held in Jianusy 11, 2019 have formed the opinion as specified in Clause (b) of Schedule 1 to the Buyback Regulations, and reasonable grounds and that the Company will not, having period of one year from the accessible state and from the date on which the results of the shareholders recolution with regard to the proposed buyback are declared.
- the proposed buyback are declared. The interim condessed standations financial statements referred to in paragraph 3 above, have been audited by us, on which we have saused an unmodified audit opinion in our report dated January 11, 2018. We conducted our audit of the interim the Standards on Auditing and other applicable submotative procouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are fire of material misstatement.
- susmerrorits are tree or material insistatement. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Charlered Accountants of India (the 'Guidance Note). The Guidance Note requires that we comply with the efficial requirements of the Code of Ethics issued by the Institute of Charlered Accountants of India.
- We have compiled with the relevant applicable requirements of the Standard on Quality Control (SOC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

- We have inquired into the state of affairs of the Company in relation to its audited interim condensed standations financial statements as at and for nine months period ended December 31, 2018, which have been approved by the Board of Directors of the Company on January 11, 2019.
- of the Company on January 11, 2019.

 The amount of permissible capital payment (including premium) towards the proposed Bluyback of Equity Shares as computed in the Statement attacked interventing, as Amesium A. Section 86 (2)(c) of the Act. The amounts of share capital and the free reserves have been extracted from the audited interim condensed standardore forancial statements of the Company as at and for nine methics period decided interim.
- condenses standardore francial statements of the Company sat and for mine morths period ended December 31, 2018.

 In The Board of Directors of the Company, at their meeting helid on January 11, 2019 have fromed their opinion as specified in disuate (c) of Schedule 1 to the Buyback Regulations, on disuate (c) of Schedule 1 to the Buyback Regulations, on state of dartar, with not the middened inschedule 1 to the Supplications, on state of dartar, with not the middened inschedule that a period of one year from the date of passing the Board Resolution dated January 11, 2019 and from the date on which the results of the Santenbodien' resolution with negard to the proposed Suprack. John 1 of the Company (c) in connection with the proposed Suprack. Of Equity States of the Company in pursuance to the provisions of Sections 68 and other agplicable provisions of the Act and the Suprack Regulators, (i) to tendine the Board of December 4 to the Suprack Regulators, (ii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to the Suprack Regulators, (iii) to enable the Board of December 4 to Company or Results of the Company or Results of the Company or Results of the Company of Results of Suprack Regulators, and many not be subside to any other purpose.

 For Decime Health and Sales LLD Plantered Accountants (rim Regulators No. 11756WWW-100018)

 P. R. Ramesh Partner

sengaluru lanuary 11, 2019

nnexure A - Statement of Permissible Capital Payment orgunation of amount of permissible capital payment towards years of equity phases in accordance with Section Self-Sign) of the programment Act. 2013 ("the Act."), based on audited interim condensed and aclades financial statements as atl and for the nine months period idded December 31, 2018.

Particulars	(7 in crore)
Paid up equity capital as at December 31, 2018 (A)	2,184
Free Reserves as at December 31, 2018:	
- Retained earnings*	52,340
- Securities Premium	95
- General reserve	2,201
Total Free Reserves (B)	54,636
Total paid up Equity capital and free reserves (A+B)	56,820
Maximum amount permissible for buyback under Section 68 of the Act, i.e. 25% of the total paid up capital and free reserves.	14,205
Maximum amount permissible for buyback under the proviso to Regulation 4(w) of the Buyback Regulations, i.e. 15% of the total paid up capital and free reserves.	8 523

For Infosys Limited Sd/-

- January 11, 2019

 14. GENERAL OBLIGATIONS OF THE GOMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

 14. In accordance with Regulation 24(9)(b) of the Buyback Regulations. The Company shall not issue any shares or other specified securities. According by way of borns, lift the script of the Company share of the specified securities.
- the Buyback Period.

 12- The Company shall not make any further issue of the same kind of shares or other sociaties including allotiment of new shares under Section (31)(ji)) of other specified issuenties within service of social soc
- or debentures into Equity Shares.

 14.3 In accordance with Regulation 24(0)(ii) of the Buytack Regulations. The Company shall not trais e through capital for a period of one year subsiding obligations.

 14.3 The special resolution approach to discharge of its subsiding obligations.

 14.4 The special resolution approach the Buytack will be waite for a maximum period of one year from the date of passing of the said special resolution of such extended period as may be permitted under the Companies Act or the Buytack Regulations or by the appropriate subcrities; The result intended for the Buyback shall be appropriated subcrities; The result intended for the Buyback shall the above time limit.

be decided by the land; or this day constituted committee) within the above time land.

14.5 The Equity. Shares bought back by the Company will be computerly canceled and will not be held for re-insulance.

14.6 The Company shall not withdraw the Buyback after the Public Amountment for the Buyback as made, and

14.7 The Company shall not buyback the locked in Equity Shares and until the Equity Shares become teamfacially.

All the material documents referred to in the Public Amountment as the shares and an experiment of the buyback that the Company, relevant Board resolution for the Buyback, the Austrian such as the Memorandium and Articles of Association of the Company, relevant Board resolution for the Buyback, the Austrian's Report dated April 13, 2018 and the austrial accounts for the period from April 1, 2017 to March 31, 2018 the Austrian's Report dated from the Company at the Shares and 16.00 hours up to the last date of receipt of Postal Ballot Form specified in the Postal Ballot Notes. The audited accounts for the period from April 1, 2017 to March 31, 2018 and the audited accounts of a second to the period from April 1, 2017 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for the period from April 1, 2019 to March 31, 2018 and the audited accounts for

DATE OF BOARD AND SHAREHOLDERS' APPROVALS

The Board approval for the Buyback was granted on January 11, 2019 and the shareholders' approval for the Buyback, by way of postal be was seconed on March 12, 2019, the results of which were announced on March 14, 2019.

- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
- At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 10.3.25.0.000 Equity Shares, comprising approximately 2.38% of the past-up equity share capital of the Company as of December 31, 2018 and as not the date of the Public Announcement (on a standation basis) if the Equity Shares are bought back at a price below Maximum

Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares, but will always be subject to the Maximum Buyback Size

- 2.2 Further, the Company shall ublize at least 50% of the amount earmanked as the Maximum Buyback Size for the Buyback i.e. **C4.130 crore (Rupees Four Thousean One Hundred and Thirty Crore civil) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of \$1,02.500 Equily Shares.
- 2.3 The funds for the implementation of the Blugback will be sourced up of the fire reserves of the Company or such other source, as may be permitted by the Buyback Regulations or the Companies Act.

 2.4 Borrowed funds from barns and firencial installations, will not be upset for the Buyback.
- As mentioned in Paragraph 3.1 of Part A above, in continuation of the Company's efforts to effectively utilize the surplus cash, it is prop to Buyback 14.54% of the aggregate of the total packup capital and fine reserves of the Company based on the latest auction final statements of the Company as a December 31, 2016 (on a standation base) from the open market through the indus forcios Exchange

PROPOSED TIMETABLE FOR THE BUYBACK

On March 20, 2019 cement of the Verification / Acceptance of Equity Shares accepted in the physical mode

Upon the relevant pay-out by the Indian Stock Exchanges

Within 15 (fifteen) days of the pay-out by the Indian Stock Exchanges

In case the Equity Shares bought back are in dematerialized form the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018, as wherebody, and the bysishest trained fleetangle file in Early Siness bought both we in physical month, on or before the 19th object of the physical month, on or before the 19th object of the succeeding month. Provided that, the Company shall ensure that all the Equity Shares bought back are resignished within 2 (seven) days of the expriny of the Buydack Percol California (a) on September 19, 2019 (that is 6 months from the date of the opening of the Buydack), or (b) when the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California (c) at such as the Company completes the Buydack by deploying the amount equivalent to the Maximum California California Committee thereof constituted to

Buyback Size: or all such earlier data as may be determined by the Board (including a committee thereof, constitute the Board or persons normisated by the Board or committee to exercise its powers, and or of the po-conferred by the Board resolution in resident in the Bupback, after giving notion of such search cost subject to the Company having desloyed an amount equivalent to the Minimum Buyback Size (or if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not bought back), however, that all payment obligations relating to the Buyback shall be completed be the sast date for the Buyback.

- bought back), however, that all build be the Bullyack.

 PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK.

 The Buyback is one to all members holding Equity Shares for the Buyback is one to all the promisers and the promisers and the promisers of any rule, circular or netification issued by the Indian Stock Exchanges of SEBIL and (ii) beneficial owners holding Equity Shares in demanterational form; Demat Shares). The promoter Group and Persons in Control of the Company what becomes the promoter of the

The contact details of the Company's Broker are as follows:



Kotak Securities Limited 27BKC, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbia-400051 Arikush Singh Phone: +91 22 4285 8455 Email: ankushr singh@kotak.com

- tiese stell Hegieration No. "McCouncounts" in the Season Hegieration No. "McCouncounts" in the Early Shares are based on complisory demandralated mode under the studies goodels 50000 at 85E and NRY at NSC. The Season Hegieration of the Season Hegieration Shares can sell their Equity Shares in the separate workow create for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created for the physical basing segment by the Indian endotox created the Participation Season Segment Season of SERS strong present the Participation Season Season of SERS strong present the Season Seas
- Indian Stock Exchanges furing the Buylance period.

 The Concepts, seal, in accordance with the applicable leavs commencing on March 20, 2019 (e. et ne date of commencement of the Buylanch, place four, order to Bell and / or NSE on the normal stading asgment to buy back the Equity Shares through the Congraph shoet in such quantity and at such post of the commencement of the succession of the season of the
- purchaser would be available to the market participants of the infolial Soutie Exchanges. Be Demail Shares: Beneficial covers in the Buyback of Demail Shares: Beneficial covers in the Buyback would have to do so through their Soutic Work who have to do so through their Soutic Work who have to do so through their Soutic work who have to do so through their Soutic Work who have to do so through their Soutic Work who have to do self-whenever the Company has placed a buy order for Buyback of the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Company has been the Equity Shares. In the Company has placed a buy order for Buyback of Demail Shares, by indicating to the Demail Shares in the Company has been the Equity Shares in their so to by the price at which the order matches the price sendered by the beneficial covers and that price would be the Buyback price for that Demerical covers and that price would be the Buyback price for that Demerical works and that price would be the Buyback price for that Demerical the Company has been and the price would be the Buyback on the through days of the Indian Stock Exchanges.

 It may be noted that a uniform price will not be placed on the through depend on the process at which the same would depend on the process at which the trade with that shareholder was executed.
- depend on the price at which the trade with that shareholder was executed.

 Procedure for Buyback of Physical Shares: The Company was approach the Indian Book Exchanges for permission to use of Regulation the Indian Book Exchanges for permission to use of Regulation 19 of the Buyback Mindow. Shareholders holding Physical Shares Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares and set their Equity Shares in the Physical Share Buyback Window. Shareholders holding Physical Shares Buyback Window. Backet to the provision of day in the ordinary end for the Shares Buyback Window. Shares Buyback Window. Backet the Shares and Exchange provise to Regulation. 4017 of the Securities and Exchange Power to Regulation. 4017 of the Securities and Exchanges Board India Chaling Obligations and Exchanges and Exchanges Board India Chaling Obligations and Exchanges and
- Share Buyback Window shall stand closed effective April 1, 2018. Upon receipt of the permission from the Indian Sock Exchanges to use their Physical Share Buyback Window, the Company shall boy back the Physical Shares from the shareholders. The procedure for Buyback of Physical Shares in the Physical Shares Buyback Window shall be subject to requirements provided by Indian Stock Extranges and any directions in this regard. As per indian Stock Extranges and any directions in this regard. As per

- Regulation 19 of the Bulyabac Regulations.

 (The Physical Share bulyaback Windows shall remain open during the Bulyaback Period, for the bulyaback of Physical Shares. However, SEBI has, through its press release dated December 3, 2016, directed that from April 1, 2019 no transfer of sourcines with sep processed unless securities with sep increased unless securities with septiment to supply the service share shall be builty to the service shall be served to the company and on completion of the successful verification, the sale transaction may be severated by the brower appointed by the eligible shareholder or Company's broker.

 (In The price at which the Physical Shares are bodglit back shall
- way on executed by the broker appointed by the eligible shareholder of company's broker.

 The price at which the Physical Shares are bought back shall be the volume weighted average price of the Equity Shares bought back in demat form, during the catendar week in which such Physical Shares are received by the broker. In case no the catendar week, the preceding week when the company as the catendar week, the proceeding week when the Company as tooght back, the Equity Shares is indemat form would be considered. The price of Physical Shares stridered during the first calendar week of the Buybout price of that the the volume weighted average market proce of the Equity Shares of Company during the proceding developed week.

 The Company's brickers wit charge a brokerage of 50 such that the company's brickers wit charge a brokerage of 50 such that the company is proceding classified week.

 The Company's brickers wit charge a brokerage of 50 such that the company is brickers wit charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brickers with charge a brokerage of 50 such that the company is brokerage of 50 such that the company is the company in the case of 50 such that the company is the company in the company in the company in the case of 50 such that the company is the company in the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the company is the case of 50 such that the case
- Shareholders holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out including the
- (i) original physical share certifical
- orginal physical share certificate(s). which samped, signed by the strateform (by 4th files stamped, signed by the stransferon (by 4th five eligible shareholders in case the Equity Shares are in join rames in the same order in which they hold Equity Shares in the Company) as per the specimen the appropriate dispose submicring the transfer of the Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares bought back in storu of the Company. In case of unregistered shareholder (a) Organia Equity Shares certificates accompanied by valid share transfer from as received from the market, wherein the name of the Equiteree has not been filed in and (b) Organia Doubs exchange in relation to the purchase of the Equity Shares being tendered in this case:
- peng rendered in this case;

 (v) XYC Form (be be filled and signed only by the first holder),
 Acceptance Form and Declaration Form to be signed by
 all sharhelshering; including jain holders of shares). The
 XYC Form, Acceptance Form and Declaration Form can be
 obtained by contacting the Company. Share Transfer Apent
 at the details mentioned in Paragraph 16 1 below;
 (v) Back account tetails of the first names shareholder along
 with the copy of a self-attested cancelled cheque;
- (vi) a self-attested copy of the shareholder's (including joint holders) PAN card or other document confirming the shareholder's identity.
- a self-attested copy of a document confirming the shareholder's current address:
- (viii) telephone number and email address of all the shareholders (including joint shareholders);
- (x) copies of regulatory approvals required, if any, by the shareholder for the transfer of Equity Shares to the Company.



- Kotak Securities Limited
 278KC, Plot No. C-27, "O" Block.
 Bandra Krufz Complex, Bandra (East),
 Bother Ferona, "Annual Singh
 Phone: #1 22 4245 8455
 Email: ankushr simph (Brokat-com
 Website: www. Moduseccurities com:
 SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ISSE SEEI Registration No. INZ000200137.
 ION: 19999984#1904PLC134951
 The following Set of documents are admissible as Proof of Identity; "O) Unique Identification Number (UIID) (Admina) (PA)
 Paspoor! Volve Health; Card V Diving License, (i) PAN
 sport (Institute of Institute Complex (Institute Complex (Institute

- 4.13 Shareholders are free to sell or hold their physical Equip Shares entirely at their discretion and that process is designed in accordance with Bulyback Regulations only to assist those shareholders holding Equip Shares in the physical form, who are desirous of setting their Equip Shares and who would like the shareholders holding Physical Shares should note that Physical Shares with no do so and with abeligned XYC requirements.

 4.14 Shareholders holding Physical Shares should note that Physical Shares with no te accepted for Bulyback unless a complete set of documents as mentioned in Paragraph 4.12 of Part B above is submitted to Company's Biotech Acoptance of the Physical Shares in the countriest southeat the state of the Desire of the Shares with the Locuments southeat by the shareholders are per the Bulyback Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares in the week subsequent to the week in which such Physical Shares will be price paperback in accordance with Paragraph 4.11 of Part B above during the week in which the documentation in respect of the boyadex of such Physical Shares has been completed in all respects.

 4.15 Shareholders are requested to get in book with the Macchant Charles.
- on the buyloack of such Physical Shares has been completed in all respects.

 Shasholders are requested to get in louch with the Merchant Banker of the Buyloack of the Company's locker or the Register and Share Transfer Appent of the Company to Carly's any doubts in the process.

 Subject to the Company purchasing Equity Shares for an amount the process and the created any obligation on the part of the Company or the buyloack Size, nothing contained herein shall create any obligation on the part of the Company or the Early Shares for any obligation on the part of the Company or the Early Shares buylih back, even if the Maximum Buyloack Size has not been reached, and / or impair supheroidar's in hear of Early Shares buylih back, even if the Maximum Buyloack Size has not been reached, and / or impair any power of the Company or the Buyloack to the extent the Buyloack equivalent to the Maximum Buyloack Size, the amount when the Company or the Size that the liable to be forfield and deposited in the Investor Protection and Education Fund of SEEI or as decided by SEEI in accordance with the Buyloack Reguistions.
- Buyback Regulations.

 The Company shall submit the information regarding the Equity Shares bought back by R, to the Indian Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on https://www.infosyoria.neboordshareholder-services/Pages/Buyback-2019.aspc on a daily basis.

 ADS holders are permitted to convert their ADS into Equity Shares book shareholder-services such Equity Shares on the indian Stock Exchanges during the Buyback period.

 METHOD OR STITT LIMENT

- Shares, and, subsequently, opt to sell such Equity Shares on the inlans Shote Exchanges during the Buyback perior.

 METHOD OF SETTLEMENT

 Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's broker on or before every pay-in date for reads residented, as applicable to before every pay-in date for reads residented, as applicable to determine the self-shares collection and the self-shares collection and the company will be undertained in the formation of the self-shares collection and the company will be undertained in the Buyback. Demat Account). Demat Shares bought back by the Company will be undertained in the Buyback Demat Account by will be undertained to the Buyback. Demat Shares bought back by the company will be undertained in the Buyback. Demat Shares sould be required to transfer the number of such Demat Shares sould be required to transfer the number of such Demat Shares sould be too the company pursuant to the Buyback. Demat Shares sould be the Company and the self-shares and the Company and the self-shares sould be required to provide the buyback that the self-shares sould to the Company are self-shared to the stock because through whom the trade was succured, by tendening the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the procedure applicable to normal secondary market that standards. The beneficial owners would also be required to provide to the Company as referred to in Paragraph 14 of Part BL. Settlement of by Physical Shares: Shares to such a Company is token within such time as may be prescribed. Standards and the Source of the Scurilles and Exchanges Board of India standards. Part of the Scurilles and Exchanges Board of India to the Supplace Scurilles and Exchanges Board of India market provided to the Scurilles and Exchanges Board of India the Company of Participants in Sequelations, 1908 as amended and its by-laws, in the manner specified in the Buyback. The Company for a

- 5.4 Extinguishment of Physical Shares: Physical shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of Kotak Mahindra Capital Company Limited (Merchant Banker). Kany Fintech Private Limited (Registrars) and the Statutory Auditor of

the Company by the 15th (fifteenth) day of the succeeding month-provided that the Company undertakes to ensure that all Physical Shares bought back are exdinguelsed within 7 (several days from the last date of competion of the Bulyback, in compliance with the Bulyback Regulation. Consideration for the Equity Shares bought back by the Company shall be paid only law yar of cash.

Completerior for the Equity Gaines bought back by the Company self-completerior for the Equity Gaines bought back by the Company Hatory and Overview of the Company
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Hatory and Overview of the Company
Hatory and Overview of the Company
India, as in those Consultants Finale Limited, as provide immed can be a history to consultants Finale Limited as provide immed can was changed to Indiaya Technologues Limited in June 1992. When It became a public Intelled Company In June 2011, the Company changed its name from Indiaya Technologies Limited in April 1992 and to Infelya Technologues Limited in June 1992. The Company changed its name from Indiaya Technologies Limited on Social Rechanges in India in June 1992. The Company changed its name from Indiaya Technologies Limited as insidal public ordering of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company completed signored secondary completery of ADSs in the United States in 1999. In August 2000, June 2005 and November 2008, the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Mathematical Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Global Dow, and with wide abode intered medic up of 150 states (place-layer) and the Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was selected as an original component member of The Company was not commensurate with the Index of the Mathematical Company was continue

Overview of the Company

Overheev of the Company () infogre so applied leader in next-generation digital services and consulting. The Company enable clients in 46 countries to nexigate their digital transformation. With over three decades of experience in managing the systems and workings of policial enterprises, at experts share its clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise and experts share the clients through their digital pointry. The Company does it by enabling the enterprise charged the enterprise proposes the business with Agilie digital reader to device unsprecedented levels of performance and customer desight its always—in learning apends drives their continuous improvement through building and transforming digital skills, expertise, and dates from its invanction ecosystem.

(ii) Effective Financial Year 2019, the Company classified its solution into the following categories:

Digital Services ocerpties service and solution offerings of the Company that enable our clients to transform their businesses. These include offerings that enhance customer experience. It was to be a service of the company of t

Experience Insight Innovate
 Accelerate Assure

Core Services comprise traditional offerings of the Company that have scaled and industrialized over the years. These primarily include application management services, progretary application development services, independent validation solutions, product engineering and management, indistructure management, services, traditional enterprise application implementation, support and inforgation services.

Products and Platforms include:

• Finacle

Finacle³
 Redge Suite
 Infosys Nica
 Panaya³
 Skava³
 Skava³

(iii) The Company's corporate headquarters, is located at No. 44. Electronics City. Bengaluru, 560100, India and the telephone number of this office is +91-80-2852 02617 extn 67775.

number of this office is +91-80-2892 (2011 feeth 87775. Financial Information about the Company. The brief audited financial information of the Company, as extracted from the audited financial statements as at and for the latel three financial years ended. Martin 31, 2016, March 31, 2017, and March 31, 2018, and for the nine months ended December 31, 2018 is provided below.

(i) Based on the audited standalone financial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2018 and March 31, 2018.

(7 crore, except per share data)

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Revenue from Operations	54,171	61,941	59,289	53,983
Other Income, net	2,215	4,019	3,062	3,006
Total Income	56,386	65,960	62.351	56,989
Total expenses excluding interest, depreciation and tax 15	40,241	44,644	42,082	38,274
Interest	NIL	NIL	NIL	NIL
Depreciation	1,171	1,408	1,331	1,115
Profit before tax	14,974	19,908	18,938	17,600
Provision for tax (incl. deferred tax)*:	4,092	3,753	5,120	4,907
Profit after tax ®	10,882	16,155	13.818	12,693
Other comprehensive income / (loss) net of tax	66	21	(18)	(2)
Total comprehensive income	10.948	16.176	13.800	12 691

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity Share Capital	2.184	1,092	1,148	1,148
Reserves and surplus (\$17.0)	60,749	62,410	66,869	59,934
Net worth / Shareholders equity**	62,933	63,502	68,017	61,082
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (*) (Basic)(2<7,6)	24.91	#35.64	#30.08	#27.63
Book value per share (₹):31	144.06	#145.37	#148.06	#132.96
Debt-Equity ratio*	NA NA	NA.	NA.	NA
Return on net worth (%) ⁽²⁾	22 31	25.44	20 32	20.78

- Order: Anglasted for September 2018 bonus about (1.10) and Collapsing
 Anglasted for September 2018 bonus about (1.10) and Collapsing
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 Anglasted for September 2018 bonus about (1.10) and Collapsing
 Anglasted for September 2018 bonus
 Anglasted for September 2018
- oer 2017, on account of the conclusion of an Advance Pricing Agreement (APA) with the US Internal Revenue Service (IRS), the Company had, in acco PA, reversed income tax expense provision of ₹1,432 crore, which perfained to previous periods which are no longer required.
- (i) Based on audited consolidated fisancial statements under ind AS for the nine months ended December 31, 2018 and for the years ended March 31, 2019, March 31, 2017 and March 31, 2016.

 Excerpts from the Statement of Pr

				,.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Income from operations	61,137	70,522	68,484	62,441
Other income	2,218	3,193	3,080	3,123
Total income	63,355	73,715	71,564	65,564
Total expenses excluding interest, depreciation and tax 171	46,117	51,511	49,880	45,362
Interest	NIL	NIL	NIL	NIL
Depreciation	1,480	1,863	1,703	1,469
Profit before non-controlling interests / share in net profit / (loss) of associate	15,758	20,341	19.981	18,743
Share in net profit / (loss) of associate including impairment	NIL	(71)	(30)	(3)
Profit before tax	15,758	20,270	19,951	18,740
Provision for tax (incl. deferred tax) ^A :	4,426	4,241	5,598	5,251
Profit after tax ©	11,332	16,029	14,353	13,489
Other comprehensive income / (loss), net of tax	196	343	(278)	291
Total comprehensive income	11,528	16,372	14,075	13,780

Period Ending	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Period	9 Months	12 Months	12 Months	12 Months
Profit after tax attributable to:				
Owners of the Company	11,330	16,029	14,353	13,489
Non-controlling interests	2	_	_	

Excerpts from the Balance Sheet and Key Financial Ratios

As on	Dec 31, 2018	Mar 31, 2018	Mar 31, 2017	Mar 31, 2016
Equity share capital	2.176	1,088	1,144	1,144
Reserves and surplus ^{(c,7)(8)}	62,807	63,635	67,838	60,600
Net worth / shareholder's equity"	64,983	64,923	68,982	61,744
Total debt	NIL	NIL	NIL	NIL
Key Financial Ratios				
Earnings per share (₹) (Basic):2(7,69)	26.06	#35.53	#31.40	#29.51
Book value per share (₹) th	149.46	#149.36	#150.90	#135.07
Debt-Equity ratio ^a	NA NA	NA NA	NA.	NA.
Return on net worth (%)151	23.11	24.69	20.81	21.85

- Note:

 A diguised for September 2018 town issued 1.1

 Net worth in state equity which indicates is equity tooldars of the Company.

 Net worth in state equity without indicates in severy tooldars of the Company.

 Net worth in state equity which indicates in the state of the price.

 Dealer was pre-state in Place state in dealer of Staply Stores of the end of the price.

 Dealer was pre-state in Place state in Longing relie with Numbers for the mineral Excending Control of the State in Place state in Longing relie with Numbers for the mineral Excending Control of the Company has no borrowings.

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 Place and the Place state in Longing relie with Numbers of the Mineral Control of the Company has no borrowings.

 Place in the Company has not borrowing and the Company of the Control of the Control

March 8, 2019 Interns of the Esrow Agreement, the Company has opened an escrow account in the name and style "Infosys Ltd Buyback – Esrow Account" bearing the account number 2513294427. In accordance with Regulation 20 of the Buyback Regulations, the Company shall deposit a sum equivalent to 220 for the blad consideration payable to the Buyback and the Esrow Account and sumple for a barring serior large state of the S

- 8.2 If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buyback Size, shall be liable for forfeiture in accordance with the Buyback Regulations.
- 3.3 The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations and in accordance with Buyback Regulations.

Firm Financing Arrangements

- The Company of white the Buyback Committee, has identified and earmaned funds for the purpose of fulfillment of the obligations of the Company under the Buyback Such earmaned funds, together with funds provided for escrew arrangements, are in excess of the Buyback Size.
- 9.2 Based on the resolution of the Buyback Committee dated March 15, 2019 in this regard, and other facts / documents, Delorite Haskins & Sellis LLP. Statutory auditors of the Company (Hirm Registration number 1173/2004/W-100015, Chartered Accountants, have certified, vide their letter dated March 15, 2019 that the Company is made from framening arrangements for fulfilling the obligations under the Buyback.
- 9.3 The Manager to the Buyback, having regard to the above, confirm that firm arrangements for fulfilling the obligations under the Buyback are in place.

10. Listing Details and Stock Market Data

10.1 The Equity Shares of the Company are listed on BSE and NSE. Further, the ADSs of the Company are listed on the NYSE

10.2 The high, low and average market prices of the Equity Shares for the proceding three years and the monthly high, low and average market prices of the Equity Shares for the six months preceding the date of this Public Announcement and their corresponding volumes on BSE and the NSE are as follows

Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low ^e (?)	Date of low	No. of Equity Shares traded on that date	Average price® ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,244.00	13-Apr-15	33,879	1,910.00	14-May-15	1,32,623	2,045.55	1,01,74,618
15-Jun-15 to 31-Mar-16	1,234.65	28-Mar-16	1,62,252	932.55	10-Jul-15	1,54,023	1,096.00	3,80,19,668
31-Mar-17	1.278.00	03-Jun-16	63.514	900.30	9-Nov-16	4.08.320	1,054.79	6,67.61,210
31-Mar-18	1.220.00	24-Jan-18	5.31.006	861.50	22-Aug-17	19.67.963	996.52	9,03.30,126
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1.467.00	03-Sep-18	6.28.171	1,430.00	03-Sep-18	6,28,171	1,433.45	6.28,171
04-Sep-18 to 30-Sep-18	748.45	05-Sep-18	6,25,030	892.00	21-Sep-18	7,73,924	728.86	76,17,345
Oct-18	754.95	01-Oct-18	37,61,334	630.00	26-Oct-18	3,97.563	687.05	1,59,59,080
Nov-18	693.90	01-Nov-18	3,49,193	600.65	26-Nov-18	6,28.314	653.54	1,33,29,923
Dec-18	714.00	17-Dec-18	6,12,157	637.70	26-Dec-18	4,40,867	671.20	1,06,28,577
				001.00	0.1 .0		202.00	
Jan-19	751.00	31-Jan-19	11,28,305	651.15	04-Jan-19	5,32,339	707.93	1,37,53,258

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1:1 in FY 2016 with the record date on June 17, 2015.

NSE								
Twelve months period ended	High ^ (₹)	Date of High	No. of Equity Shares traded on that date	Low * (₹)	Date of low	No. of Equity Shares traded on that date	Average price [®] ₹	Total volume traded in the period
01-Apr-15 to 12-Jun-15	2,245,00	15-Apr-15	15,59,446	1,908.00	14-May-15	15,58,461	2.045.68	11,28,46,711
15-Jun-15 to 31-Mar-16 31-Mar-17	1.237.00	28-Mar-16 03-Jun-16	53,93,755 19,99,190	932.65 901.00	10-Jul-15 09-Nov-16	37,05,761 63.82.079	1.096.13	70.95,58,962 89.92.35.121
31-Mar-18	1.221.05	24-Jan-18	1.03,02,359	860.00	22-Aug-17	2.46,21.299	996.67	1,24.85,66,580
Last six months	High (₹)	Date of High	No. of Equity Shares traded on that date	Low (₹)	Date of low	No. of Equity Shares traded on that date	Average price ₹*	Total volume traded in the period
01-Sep-18 to 03-Sep-18	1,467.90	03-Sep-18	54,88,164	1,430.00	03-Sep-18	54,88,164	1,434.25	54,88,164
04-Sep-18 to 30-Sep-18	748.50	04-Sep-18	1,53,70,124	692.00	21-Sep-18	1.43,50,769	726.82	14,05,44,389
Oct-18	754.90	01-Oct-18	82,52,398	629.90	26-Oct-18	54,64,141	687.39	18.65,38,368
Nov-18	689.70	01-Nov-18	58,60,244	599.85	26-Nov-18	1.50,75,209	653.75	16.97,40,064
Dec-18	713.70	14-Dec-18	95,60,576	637.35	26-Dec-18	61,78,552	671.45	15.47,14,992
Jan-19	751.30	31-Jan-19	1.38,25,233	651.00	04-Jan-19	78,89,310	708.29	21.25,09,846
Feb-19	772.25	08-Feb-19	59,15,169	721.30	19-Feb-19	94,01,334	747.38	11,90,07,692

The Company announced a bonus issue of 1 share for every share held by the shareholders on July 13, 2018 with the record date on September 5, 2018. The Company had also announced a bonus issue of 1.1 in FY 2016 with the record date on June 17, 2015.

Source: www.memeta.com

**Align a the hybers pair excoded for the Equity Share of the Company during the said period

**Low is the invest prior excoded for the Equity Share of the Company during the said period

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**Low is the invest prior excoded for the Equity Share of the Company during the said period

**Low is the investigation excoded for the Equity Share of the Equity Share had been to the shareholders on July 13, 2016 with the record date on

**September 5, 2018. The Company had also amnounced a bornus sease of 1.1 in FY 2018 with the record date on June 17, 2016.

**Experiment 5, 2018. The Company had also amnounced a bornus sease of 1.1 in FY 2018 with the record date on June 17, 2016. 10.4 The market price immediately after the date of the resolution of the Board of Directors approving the Buyback is as follows:

High (?) Low (₹) High (₹) Low (₹) Day prior to Notice of Board meeting to consider Buyback proposal was given to NSE and BSE Board Meeting Date*
First Trading Day post Board Meeting Date 673.60 685.50 710.20

The Board, at its meeting held on January 11, 2019, approved the proposal for the Burgback at a price not extend by share.

11. Present capital structure and shareholding pattern

Riceric except per share datas 411.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback will be, as follows:

Particulars	As on date of the public announcement	Post completion of the Buyback*
Authorised:		
4.80,00.00,000 Equity Shares of ₹5/- each	24.00,00,00,000	24.00.00,00,000
Issued:		
4,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21,32,84,07,220
Subscribed and fully paid up:		
4,36,89.31,444 Equity Shares of ₹5/- each fully paid up	21,84,46,57,220	21.32,84,07,220

- Assuming the Containy buys back the Maximum Buydack Shares. The capital structure post completion of the Buydack may Equity Shares bought back under the Buydack.
 11.2 As on the date of this Public Announcement, there are no partly paid up Equity Shares or calls in arrears
- 11.3 As on the date of Public Announcement there are no outstanding instruments convenible into Equity Shares (excluding instruments which upon conversion / exercise do not result in a fresh issuance of shares or increase in the paid up share capital of the document of 42.3312 outstanding and vested and unvested employee stock options. As of December 31, 2016, the Company had containing and

THE TIMES OF INDIA, KOLKATA MONDAY, MARCH 18, 2019 TIMES NATION

E-cigs can cause poisoning: Panel

Sushm.Dey@timesgroup.com

New Delhi. Electronic Nicotine Delivery Systems (ENDS) con cause suited and necidental poisoning, a government panel has said, adding another stroke of approval to the health ministry's advisory to states asking them to ban products like e-legarettes, Vape, e-Sheesha, e-Hookah, etc.

There is already mounting. There is already mounting and the said as any tobacco product in terms of causing premature deaths.

any tobacco product in terms of causing premature deaths and morbidity, said the pa-nel's report submitted to the health ministry recently.



The committee, formed by the ministry to evaluate the health effects of ENDS, analy-sed 251 studies and reports to arrive at its conclusion. It said arrive at its conclusion. It said ingredients used in ENDS we-re harmful and added to the toxicity of the product. More-over, the advertising strategy

used to market them — as a harm reduction product targeted at adolescents — only added to the problem, the panel said, it noted that ENDS could not be used as a cessation device.

The committee included doctors from AIMS, National Centrie for Disease Informatics and Research and other public health organises significance because ENDS producers have argued so far that there is no scientific evidence to show these products are harmful for health. See the content of the

Political rows haven't spared AG's office

ettmesproup.com

Trespective of the party in power, governments invariably
Lehoes seasoned advocates
for the post of attorney general.
Article 76 of the Constitution says. "It shall be the duty of
the AG to give advice to the spgal matters, and to perform such
other duties of a legal character,
as may from time to time be referred or assigned to him by the
President (read government)."
It is no coincidence that controversise enveloping the spvernment have often featured as

litigation in courts. The government rules on the AG to defend it insuch tricky hearings.

The effect of the suspension of the court against the court for the enforcement of the court against and the court against an appropriate the court against a court for the enforcement of the court against an appropriate the court against an appropriate the court against a court for the court against a co

Peter in hosp, angiography likely today

Mumbai: Petru Mukerjea (64), an accused in the Sheena Bora murder case, was admitted to JJ Hospital on Saturday with chest pain. Doctors said a cardiac diagnost of the saturday with chest pain. Doctors said a cardiac diagnost of the saturday with chest pain. Doctors said Mukerjea had been complaining of pain for five days. "Inwestigations are being carried out His condition is stable," call superintendent, JJ Hospital. Sources said he was likely to undergo an angiography on Monday, 1988.

TMC regime a Left clone: Nirmala

Times New Nervoors

Kolkata: Union defence minister Nirmala Sitharaman
on Sunday launched a scathing attack on the Yrinamool in the Trinamool
hing attack on the Trinamool
for creating what she called
an ambience of fear and violence in the state and driving
away investment.

Harping heavily on Bengalls sense of pride. Sitharaman alleged Trinamool had
ments in the state.

"Bengal has been the bedrock of patriotic and nationalist inoverments, but the states is now reeling under fear.
Bengal spent more than 30 ye-



ars in the communist party's ars in the communist party's regime and those were lost ye-ars for the state. We had tho-ught that the call for 'paribar-tan' will bring change to the state. But we found a bad clo-ning of those days (of Left

Front rule) now," she said at a seminar organised by the Dr Syama Prasad Mookerjee Research Foundation here. Search Foundation here. Search Foundation here. Search Foundation here are search foundation here. Search But Feather and the Bengal government was not ready to even allow democratic raillies by the opposition, said: "Its seems that they are scared. But I cannot understand the reason for that."

"She (CM Mamata Baneries) had fought against the portion of the control of the c

Confident of we will bring change to Bengal," she added. The BJP leader was critical of the questions raised by Bamerjee after LAP's Balakot read of the present of the state of the readmessage to the terrorists after the Balakot attack. We have given them (Pakistan) evidence after the Pulwama attack and asked Pakistan to could have." she said done what Pakistan could have "she said for what Pakistan could have "she said by Pakistan. They have to decide whether they are with Indiaor are supporting our enmies," Sitharaman said. solving Azhar issue: China

ISSUE: UTILIA

New Delbi: Chinese ambassador to India Luo Zhaohui on Sunday exuded confldence on resolving the
sticky issue of designating
Masood Azhar a global terrorist, days after Beljing
Masood Azhar a global terrorist, days after Beljing
Masood Azhar a global terrorist, days after Beljing
Masood Azhar a global terturn terUN to ban the Jaish-e-Muhammed chief.

"I am quite sure this matter will be resolved. This is
only a technical hold and
the matter can be resolved
tation," Luo said, adding that China understood India's
concerns on the issue. pn

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Aquai

rested and unvested employee stock options (excluding instruments which upon conversion / exercise do not result in a fresh issuance of histers or increase in the paid up share capital of the Company) pursuant to exercise of which the Company would be required to assue a smarriam of 23.24 NE Equity Shartes is the employees of the Company. an accordance with Regulation 34(10)(6) of the Buytack Regulations, the Company shall not issue any shares or other specified securities, relicting by way of bottoms. Bit the expris of the Buytack Regulations, the Company shall not issue any shares or other specified securities,

**No.company by Way or control, so there expire on the subjector Petrod.
17.5 In accordance with Regulation 24(f)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of one year from the expire of the Buyback Petrod, except in discharge of its subsisting obligations.
11.6 Shareholding pattern of the Company, as on the date of the shareholders' approval, was as shown below:

No. of Equity Shares 56,01,82,338 No. of Equity Shares 56,01,82,338 % of Shares % of Shares 12.82 concert (Promoter Group) Indian Financial Institutions Banks Mutual Funds Indian Public & Corporates 58,46,44,086 95,54,85,110 1,49,15,64,414 2,58,96,92

100.00 4.26.56.81,444 100.00

12. Shareholding of the Promoters, Directors and KMPs

12.1 For the aggregate shareholding of the Promoters and directors of the promoter emittes as on March 15, 2019, please refer to Paragraph 8 of Part A above.

12.2 For the details of the transactions made by the persons mentioned in paragraph 12.1 above, please refer to Paragraph 9 of Part Alabove.

Part A acove.

The Promoters are not permitted to deal in the Equity Shares on the Indian Stock Exchanges or off-market, including inter-se transfer of Equity Shares among the Promoters from the date of the shareholders' approval until the last date for the Buyback as specified in Paragraph 3 of Part B above.

specified in Paragraph 3 of Part B above.

14. The aggregate shareholding of the Prinnelers as on date of the Prinnelers have being the Part of the Pa

Such an increase in the percentage holding / voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

sgulations, 2011.

anagement Discussion and Analysis on the likely spact of the Buyback on The Company the Company of the Buyback on the Company of the Company of the Company of the Company except to the extent of the Company except the Company except to the extent of the Company except the Company except

investment recome

13.2 The Buyada is not expected to impact growth opportunities for
the Company.

13.3 The Buyada is generally expected to improve return on equity
reclution in the equity base, theory leading to long them increase
in members value. The Company believes that the Buyadax will
contribute to the evalual hashes returned of shareholders value going
forward. The amount required by the Company for the Buyadax
(including the cost of financing the Buyadax will
cost to be overell enhancing the Buyadax and the transaction
costs) will be invested out of cash and bare business or depotal and or
or short term reversements and or internal accurated or the Company.

Promoters are not entitled to participate under the Buyback.

15. The Buyback of Equity Shares with on treatful a change in control or otherwise affect the existing management structure of the Company.

16. Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the bottle Mily paid up equity share capital of

the Company.

37. As required under Section 88(2)(d) of the Companies Act, 2013 the ratio of the against of secured and insecured debts owed by the Company shall not be more than twice the paid is equity share capital and five reserves post the Buyback.

18. Unless otherwise determined by the Board or person normaled by the Board for person sharing a committee. The Board for person sharing the Section Section 1998 (and the Section Section 1998) the Buyback will be completed within a maximum period of 6 morths from the date of opening of the Buyback. The Company shall not withdraw the Buyback after this Public Announcement has been made.

the Buylack, after this Public Amouncement has been made in accordance with Regulation 24 (1)(f) of the Buylack Regulation, the Company shall not raise further capital for a period of one year from the early of the Buylack Period, except in deschape of year from the early of the Buylack Period, except in deschape of the Company of the Company of the Buylack Regulations, the Company shall not issue any shares or other specified securities including by way of bonus till the early of the Buylack Regulations, the Company shall not issue at the specified securities including by way of bonus till the early of the Buylack Regulations.

un me expiry of the Buyback Period

Occosequent to the Buyback and based on the number of Equity
Shares bought back by the Company from its shareholders other
than from its Promoters and Promoter Group!, the shareholding
pattern of the Company would undergo a change.

The Company shall transfer from its free reserves a sum equal
to the normal value of the Equity Shares purchased from
the the cetain of such transfer shall be disclosed in its subsequent
audited Balance Sheet.

13.12 The Promoters of the Company have not and shall not deal in Equity Shares of the Company on the Indian Stock Exchanges or off market, including by way of inter-se transfer(s) of Equity Shares among the Promoters during the period from the date of passing the board resolution, till the closing of the Offer.

STATUTORY APPROVALS
 Pursuant to Section 80, 99, 70 and 110, and all other applicable provisions, of the Companies Act, 2013 and the rules made thereusely. The Board at its meeting hald on January 11, 2015 approval for the Buyback, by way of postal ballot concluded on March 12, 2019

14.3 The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including

enshahire overseas corporate bodies), foreign institutional investors / foreign portfolio investors, non-resident Indians, members of foreign portfolio investors, non-resident Indians, members of foreign nationality and ADS holders with underlying Equily States consequent the new finds and four State) of the Carbon of the

required in the event copies of such approvals are not submitted. By agreeing to participate in the Buyback, the NR and NRI shareholders give the Company the authority to make sign, execute, deliver, achrowledge and perform all againstance to the file regulatory reportings, if required, including form FC-TRS, if necessary and undestance to provide assistance to the Company for such regulatory reportings, if required, by the Company.

for such regulatory reportings, if required, by the Company.

To the best knowledge of the Company, as on the date hereof, there is no other stuttings or regulatory approval required to implement the Buytack, other than that indicated above. If any stuttings or regulatory approval recommend applicable subsequently, the Buytack offer will be subject to such statutory or regulatory shareholders to obtain the conserts and approvals received for transfer of their Equity Shares to the Company set out under paragraphs 1.4 2 and 1.6 3 above, the Company shall obtain standard or regulatory approvals, as may be required from time to trave, if any, for completion of the Company shall obtain the conserts and the company shall obtain the objects.

Collection and Birklings of the company shall obtain the Buytack.

15. Collection and Bidding Centres

The Buyback will be implemented by the Company by way of open market purchases through the Indian Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

Compliance Officer and Investor Service Centre

KARVYIII

KARV III.

KARY Flinch Private Limited (formerly Karry Computershare Private Limited) (formerly Karry Computershare Private Limited) Karry Selenium Evoet 8. Prot Nos. 3 t 8 32. Financial District Naraskramguta, Serlingamagily Mandall, Phylorabad - Soorosiz, India Contact Person: 1. M. Murall Kirshna Phone: 914 106 719 2022 Fax: 914 02 343 135 Famall: enward 1918 2022 Fax: 914 02 343 135 Email: enward registration: Ningharay com SEBI Registration (SeBI Registration)

16.2 In case of any query, the shareholders may contact the Registrar & Transfer Agent on any day between 10:00 a.m. and 5:00 p.m. Indian Standard Time at the aforementioned address except Saturday, Sunday and Public holidays.

Saturtary, Sunday and Paloit holidays.

13. The Company has designated the following as the Comp
Officer for the Buydeck.

Name: A. G. S. Marinaurita
Designation: Company Societary
A. A. Electronics Cip. Hour Road.
Bengalus: 360 100, India
Tel: +91 80 4110 7775
Fax: +91 80 2526 0754

Email id: shareboyback@infosys.com
Email id: shareboyback@infosys.com

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. and 5:00 p.m. Indian Standard Time on all working days, at the above mentioned address.

17. Merchant Banker to the Buyback

The Company has appointed the following as Mar Buyback:



Kotak Mahindro Zapital Company Limited
27BKC, Isa Floor, Poot No. C-27, GF Block, Bandra Kurla Complex,
Bandra (East), Muraha 440 051
Contact Person: Clanselt Rane
Phone: -912-253 05128
Fax: -912-26713 2447
Email: project Indeplysup/back-2019@kotak.com
SEBI Registration: INMOCO0081704
Validity Period: Permanent Registration

Validity Period: Permanent Registation
Directors' Responsibility
As per Regulation 24(1)(a) of the Buyback Regulations, the Board
As per Regulation 24(1)(a) of the Buyback Regulations, the Board
As an experiment of the Buyback Regulations, scored
full and final responsibility for all the information contained in this
Public Announcement and for the information contained in this
all other advertisements, circulars, birochurus, publicly materials
ce which may be issued in relation to the Buyback and confirm
that this Public Announcement contains true, floatical and material
Public Announcement is issued under the authority of the Board
in terms of the resolution passed by the Buyback committee in its
meeting dated March 15, 2019.

For and on behalf of the Board of Directors
of Infogs Limiter

of Infosys Limited Chief Executive Chief Operating Officer and Officer and Whole-time Director Din: 01876159 DIN: 08782450 M. No. A21918 Date: March 15, 2019 Place: Bengaluru