#### Corporate

Infosys was incorporated in Pune, in 1981, as Infosys Consultants Private Limited, a private limited company under the Companies Act, 1956. In 1983, the corporate headquarters were relocated to Bengaluru. The name of the Company was changed to Infosys Technologies Private Limited in April 1992 and to Infosys Technologies Limited in June 1992, when the Company became a public limited company. We made an initial public offering in February 1993 and were listed on stock exchanges in India in June 1993. Trading opened at ₹145 per share, compared to the IPO price of ₹95 per share. In October 1994, we made a private placement of 5,50,000 shares at ₹450 each to Foreign Institutional Investors (FIIs), Financial Institutions (FIs) and body corporates.

In March 1999, we issued 20,70,000 American Depositary Shares (ADSs) (equivalent to 10,35,000 equity shares of par value ₹10 each) at US\$34 per ADS under the ADS Program, and these ADSs were listed on the NASDAQ National Market. The above data is unadjusted for stock split and bonus shares. In July 2003, June 2005 and November 2006, we

issued secondary-sponsored American Depositary Receipts (ADRs) of US\$294 million, US\$1.1 billion and US\$1.6 billion, respectively.

During fiscal 2012, the name of the Company was changed from Infosys Technologies Limited to Infosys Limited to mark the transition from being a technology services provider to a business transformation partner to our clients.

During fiscal 2013, we delisted our ADSs from NASDAQ, and listed them in the New York Stock Exchange (NYSE), Euronext London and Euronext Paris. On July 5, 2018, we voluntarily delisted ADSs from Euronext Paris and Euronext London and ADSs were removed from the operation of Euroclear France on July 10, 2018. The primary reason for voluntary delisting from Euronext Paris and Euronext 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 will continue to be listed on the NYSE under the symbol "INFY" and investors can continue to trade their ADSs on the New York Stock Exchange.

# Bonus issues and stock split

Fiscal	1986	1989	1991	1992	1994	1997	1999	2005	2007	2015	2016	2019
Bonus	1:1	1:1	1:1	1:1	1:1	1:1	1:1	3:1	1:1	1:1	1:1	1:1

Notes: In addition to issuing the above bonus shares, the Company split the stock in the ratio of 2:1 in fiscal 2000.

#### Unclaimed dividend

Section 124 of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules"), mandates that companies transfer dividend that has remained unclaimed for a period of seven years from the unpaid dividend account to the Investor Education and Protection Fund (IEPF). Further, the Rules mandate that the shares on which dividend has not been paid or claimed for seven consecutive years or more be transferred to the IEPF.

The following table provides a list of years for which unclaimed dividends and their corresponding shares would become eligible to be transferred to the IEPF on the dates mentioned below:

Year	Type of dividend	Dividend per share <sup>(1)</sup> (₹)	Date of declaration	Due date for transfer	Amount (₹) <sup>(2)</sup>
2011-12	Final <sup>(3)</sup>	32.00	June 09, 2012	July 14, 2019	1,24,75,904
2012-13	Interim	15.00	October 12, 2012	November 17, 2019	68,25,060
2012-13	Final	27.00	June 15, 2013	July 20, 2020	1,06,95,105
2013-14	Interim	20.00	October 18, 2013	November 23, 2020	93,65,780
2013-14	Final	43.00	June 14, 2014	July 19, 2021	1,41,00,087
2014-15	Interim	30.00	October 10, 2014	November 14, 2021	97,40,370
2014-15	Final	29.50	June 22, 2015	July 23, 2022	1,92,81,053
2015-16	Interim	10.00	October 12, 2015	November 17, 2022	1,50,68,840
2015-16	Final	14.25	June 18, 2016	July 17, 2023	2,14,96,439
2016-17	Interim	11.00	October 14, 2016	November 19, 2023	1,78,36,643
2016-17	Final	14.75	June 24, 2017	July 25, 2024	2,77,09,040
2017-18	Interim	13.00	October 24, 2017	November 24, 2024	3,06,07,044
2017-18	Final <sup>(4)</sup>	30.50	June 23, 2018	July 24, 2025	6,91,37,609
2018-19	Interim	7.00	October 16, 2018	November 14, 2025	2,12,23,511
2018-19	Special	4.00	January 11, 2019	February 10, 2026	22,90,044

<sup>(1)</sup> Not adjusted for bonus issue

<sup>(2)</sup> Amount unclaimed as on March 31, 2019

<sup>&</sup>lt;sup>3)</sup> Includes special dividend of ₹10 per share on the successful completion of 10 years of Infosys BPM (formerly known as Infosys BPO) operations

<sup>(4)</sup> Includes special dividend of ₹10 per share

The Company sends periodic intimation to the shareholders, advising them to lodge their claims with respect to unclaimed dividends. Shareholders may note that both the unclaimed dividend and corresponding shares transferred to IEPF, including all benefits accruing on such shares, if any, can be claimed from IEPF following the procedure prescribed in the Rules. No claim shall lie in respect thereof with the Company.

# Dividend remitted to IEPF during the last three years

Fiscal	Type of dividend	Dividend declared on	Date of transfer to IEPF	Amount transferred to IEPF (₹)
2018-19	Interim 2011-12	October 12, 2011	November 16, 2018,	
			March 26, 2019 <sup>(1)</sup>	69,18,540
2018-19	Final 2010-11	June 11, 2011	July 16, 2018	68,70,340
2017-18	Interim 2010-11	October 15, 2010	November 20, 2017	1,45,91,560
2017-18	Final 2009-10	June 12, 2010	July 17, 2017	58,56,210
2016-17	Interim 2009-10	October 09, 2009	November 12, 2016	53,48,610
2016-17	Final 2008-09	June 20, 2009	July 25, 2016	15,69,766

<sup>(1)</sup> The amounts transferred during the year to IEPF also include bank credits received pursuant to cancellation of demand drafts beyond the validity period. The banks have cancelled the issued demand draft in accordance with the SEBI circular dated April 20, 2018 on "Strengthening the Guidelines and Raising Industry Standards for RTA, Issues companies & Banker to an issue". Apart from the above, the Company has also transferred ₹16,31,056 during the year pertaining to previous years.

#### Shares transferred to IEPF

During the year, the Company has transferred the following shares in accordance with IEPF rules due to dividends unclaimed for seven consecutive years.

- 8,564 shares on August 10, 2018
- 49,123 shares on December 20, 2018

Further, the Company has also transferred 1,13,798 shares due to bonus entitlement for the shares held by the IEPF authority in the ratio of 1:1 during September 2018.

#### Financial year and Registered office

The Company's financial year begins on April 1 and ends on March 31. The address of our registered office is Electronics City, Hosur Road, Bengaluru 560100, Karnataka, India.

#### Investor services

#### Tentative calendar

Quarter	Earnings	Trading window closure			
ending	release				
Jun 30, 2019	Jul 12, 2019	Jun 16, 2019 to Jul 16, 2019			
Sep 30, 2019	Oct 11, 2019	Sep 16, 2019 to Oct 15, 2019			
Dec 31, 2019	Jan 10, 2020	Dec 16, 2019 to Jan 14, 2020			
Mar 31, 2020	Apr 14, 2020	Mar 16, 2020 to Apr 16, 2020			

#### Annual General Meeting (AGM)

June 22, 2019, Saturday,
3 p.m. IST
Christ University Auditorium,
Hosur Road, Bengaluru 560 029
https://www.infosys.com/Investors/
June 17, 2019 to June 21, 2019
June 15, 2019
June 25, 2019

#### Dematerialization of shares and liquidity

Infosys shares are tradable in the electronic form only. We have established connectivity with the National Securities Depository Limited (NSDL) and Central Depository Services

(India) Limited (CDSL) through Karvy Fintech Private Limited, our registrars and share transfer agents. The International Securities Identification Number (ISIN) allotted to our shares under the Depository System is INE009A01021.

As on March 31, 2019, 99.86% of our shares were held in dematerialized form and the rest in physical form.

We were the first company in India to pay a one-time custodial fee of ₹44.43 lakh to NSDL. Consequently, our shareholders do not have to pay depository participants the custodial fee charged by NSDL on their holding.

Shares held in demat and physical mode (folio-based) as on March 31, 2019 are as follows:

Category	Nu	% to total	
	cases <sup>(1)</sup> shares		equity
Demat mode	9,53,639	435,54,27,729	99.86
Physical			
mode	361	63,05,715	0.14
Grand total	9,54,000	436,17,33,444	100.00

(1) The total number of cases will not tally with the number of shareholders, since shareholders can have multiple demat accounts with the same PAN. The number of shareholders based on PAN as on March 31, 2019 is 9,19,720.

We request shareholders whose shares are in the physical mode to dematerialize their shares and update their bank accounts and email IDs with the respective depository participants to enable us to provide better service.

#### Investor awareness

We have provided a synopsis of the rights and responsibilities of shareholders on our website, https://www.infosys.com/investors/shareholder-services/pages/faqs.aspx. We encourage you to read the details provided and seek answers to questions that you may have regarding your rights as a shareholder.

The Company is committed towards promoting effective and open communication with all the stakeholders, ensuring consistency and clarity of disclosure at all times. We aim to communicate with investors throughout the year by providing frequent interaction through a variety of forums including meetings, earning calls, investor conferences and

management presentations. We strive to be accessible to both institutional and other investors, and proactively encourage all shareholders to participate in the AGM. Every quarter, the Company holds results briefings for investors. The Company also participates in investor conferences held both in India and overseas, in an ongoing effort to communicate directly with investors.

In order to educate the shareholders and with an intent to protect their rights, the Company also sends persistent reminders to the shareholders to claim the unclaimed dividend / shares before it is transferred to IEPF.

# Swagatham – Shareholders' visit to Mysuru campus

During the year, the Company organized a day's event named 'Swagatham' for the shareholders to visit the Company's Mysuru campus on November 24, 2018. More than 275 shareholders participated in the event.

#### Secretarial audit

Pursuant to Section 204 of the Companies Act, 2013 and rules thereunder, the Board of Directors of the Company appointed Parameshwar G. Hegde of Hegde & Hegde, Practicing Company Secretaries, to conduct Secretarial Audit of the records and documents of the Company. The Secretarial Audit Report confirms that the Company has complied with all applicable provisions of the Companies Act, 2013, Depositories Act, 1996, and all the Regulations and Guidelines of the Securities and Exchange Board of India (SEBI), as applicable to the Company. The audit also covers the reconciliation on a quarterly basis, the total admitted capital with NSDL and CDSL, and the total issued and listed capital. The audit has confirmed that the total issued / paid-up capital is in agreement with the aggregate total

number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. Further, the Company complies with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

#### Investor grievances

Nature of	Rece	ived	Resolved		
complaints	2019	2018	2019	2018	
Dividend /					
Annual Report					
related / others	2,507	1,286	2,507	1,286	
Buyback <sup>(1)</sup>	_	12,349	_	12,349	

(1) In addition to the above the Company has received and resolved 154 queries from shareholders between January 11, 2019 to March 31, 2019.

We attended to most of the investors' grievances and postal / electronic communications within a period of seven days from the date of receipt of such grievances. The exceptions have been for cases constrained by disputes or legal impediments. Shareholders may note that the share transfers, dividend payments and all other investor-related activities are attended to and processed at the office of the Registrar and Transfer Agents (RTA).

For any grievances / complaints, shareholders may contact the RTA, Karvy Fintech Private Limited. For any escalations, shareholders may write to the Company at investors@infosys.com. The contact details of RTA and the Company are available in 'Investor contacts' of this section.

#### Legal proceedings

There are certain pending cases related to disputes over title to shares in which we had been made a party. However, these cases are not material in nature.

#### Paid-up capital

#### Shareholding pattern

During the year, the total shareholding of the Company changed due to ESOP allotment, bonus and buyback of shares. The total shareholding as on March 31, 2019 is 436,17,33,444.

Movement in shareholding during fiscal 2019:

Date	Transaction details	Allotment	Extinguishment	No. of equity shares
April 1, 2018	Opening balance			218,41,14,257
April 7, 2018	ESOP allotment	12,834		218,41,27,091
July 6, 2018	ESOP allotment	185		218,41,27,276
August 15, 2018	ESOP allotment	64,214		218,41,91,490
September 6, 2018	Bonus issue	218,41,91,490		436,83,82,980
October 16, 2018	ESOP allotment	13,988		436,83,96,968
November 23, 2018	ESOP allotment	2,08,250		436,86,05,218
December 15, 2018	ESOP allotment	42,680		436,86,47,898
January 24, 2019	ESOP allotment	4,424		436,86,52,322
March 5, 2019	ESOP allotment	2,79,122		436,89,31,444
March 27, 2019	Buyback of shares		35,62,000	436,53,69,444
March 29, 2019	Buyback of shares		36,36,000	436,17,33,444

The detailed report on the shareholding pattern of the Company as on March 31, 2019 is presented in MGT-9 enclosed to the *Board's report as Annexure 6*.

#### Shareholders holding more than 1% of the shares

The details of shareholders (non-promoters and non-ADR-holders) holding more than 1% (PAN-based) of the equity as on March 31, 2019 are as follows:

Name of the shareholder	No. of shares	%
Life Insurance Corporation of India	25,43,32,376	5.83
HDFC Mutual Fund	12,62,54,239	2.89
SBI Mutual Fund	9,81,79,730	2.25
Government of Singapore	8,25,65,400	1.89
ICICI Prudential Mutual Fund	7,62,81,297	1.75
Vanguard Emerging Markets Stock Index Fund, A Series of Vanguard International Equity		
Index Fund	5,93,14,854	1.36
Vanguard Total International Stock Index Fund	5,87,11,707	1.35
Abu Dhabi Investment Authority	5,18,86,545	1.19
UTI Mutual Fund	4,67,22,073	1.07
ICICI Prudential Life Insurance Company Limited	4,58,97,932	1.05
Government Pension Fund Global	4,51,32,387	1.03
Reliance Capital Trust Co Ltd – A/C Reliance Dual Advantage fixed tenure fund XII plan A	4,38,07,952	1.00

# Distribution of shareholding as on March 31, 2019

No. of shares	No. of	% to	No. of shares	% to
held	holders	holders		equity
1	13,104	1.37	13,104	0.00
2-10	1,61,960	16.98	10,78,774	0.02
11-50	3,21,775	33.73	97,39,991	0.22
51-100	1,70,942	17.92	1,35,75,351	0.31
101-200	1,29,449	13.57	2,02,96,615	0.47
201-500	85,824	8.99	2,77,67,945	0.64
501-1,000	33,941	3.56	2,46,97,383	0.57
1,001-5,000	25,481	2.67	5,34,27,770	1.22
5,001-				
10,000	4,296	0.45	3,03,13,158	0.70
10,001 and				
above	7,228	0.76	418,08,23,353	95.85
Total	9,54,000	100.00	436,17,33,444	100.00

# Listing on stock exchanges

Codes	I	India	
	NSE	BSE	NYSE
Exchange	INFY	500209	INFY
Reuters	INFY.NS	INFY.BO	INFY.K
Bloomberg	INFO IS	INFO IB	INFY UN

The listing fees for fiscal 2019 have been paid for all of the above stock exchanges in India and overseas.

ISIN Code for ADS: US4567881085

# Stock market data relating to shares listed in India and NYSE

Our market capitalization is included in the computation of the S&P BSE Sensex (Sensex), the NIFTY 50 Index, NYSE Composite Index and Dow Jones Sustainability Indices (DJSI), among others.

#### Stock market data – exchanges in India

The monthly high and low quotations, as well as the volume of shares traded at the BSE, the NSE, and NYSE for the current year are provided as follows:

2018-19		BSE			NSE		Volume
Months	High (₹)	Low (₹)	Volume A (No.)	High (₹)	Low (₹)	Volume B (No.)	(A+B) (No.)
April	606	550	92,78,544	607	551	23,88,90,178	24,81,68,722
May	624	578	59,55,224	624	578	15,26,59,266	15,86,14,490
June	657	606	48,47,100	658	606	14,88,92,806	15,37,39,906
July	696	634	2,51,21,798	697	634	22,27,50,566	24,78,72,364
August	727	674	1,66,03,168	727	674	15,32,20,648	16,98,23,816
September	748	692	88,73,687	749	692	15,15,20,717	16,03,94,404
October	755	630	1,59,59,080	755	630	18,65,38,368	20,24,97,448
November	694	601	1,33,29,923	690	600	16,97,40,064	18,30,69,987
December	714	638	1,06,28,577	714	637	15,47,14,992	16,53,43,569
January	751	651	1,37,53,258	751	651	21,25,09,846	22,62,63,104
February	771	723	55,79,162	772	721	11,90,07,692	12,45,86,854
March	748	706	1,23,64,583	748	705	16,23,57,177	17,47,21,760
Total			14,22,94,104			207,28,02,320	221,50,96,424

Note: Share prices and volumes have been adjusted for the September 2018 bonus issue. Share prices have been rounded off to the nearest whole number.

The volume traded / outstanding shares (%) in the last three fiscals is as follows:

Fiscal	Volume (BSE)	Volume (NSE)	Volume (BSE +NSE)
2018-19	4	57	61
2017-18	5	69	74
2016-17	4	47	51

Note: The number of shares outstanding was 361,54,78,796 as of March 31, 2019. ADSs have been excluded for the purpose of this calculation.

#### Stock market data - NYSE

2018-19	High (\$)	Low (\$)	High (₹)	Low (₹)	Volume (No.)
Months					
April	9.11	8.25	596	538	35,58,84,246
May	9.25	8.62	632	579	21,23,04,378
June	9.76	9.07	669	617	20,52,06,798
July	10.34	9.46	712	650	28,60,43,434
August	10.57	10.07	738	688	18,87,45,674
September	10.65	9.89	776	711	17,55,98,150
October	10.52	8.85	777	650	29,78,84,796
November	9.89	8.95	701	639	15,66,21,985
December	10.05	9.07	708	635	19,69,21,537
January	10.82	9.47	768	660	25,05,54,803
February	10.94	10.38	783	741	13,66,47,364
March	11.11	10.36	763	726	14,11,94,366
Total					260,36,07,531

Note: 1 ADS = 1 equity share. The US dollar has been converted into the Indian rupee at the daily rates. The number of ADSs outstanding as on March 31, 2019 was 74,62,54,648. The percentage of volume traded for the year at NYSE, to the total float was 349%. ADS prices and volumes have been adjusted for the September 2018 bonus issue.

#### ADS premium compared to price quoted on NSE



#### **Outstanding ADSs**

Our ADSs, as evidenced by ADRs, are traded in the US on the NYSE at New York Stock Exchange under the ticker symbol 'INFY'. The currency of trade of ADS in the US is USD. Each equity share is represented by one ADS. The ADRs evidencing ADSs began trading on the NYSE, New York, from December 12, 2012, and Euronext London and Paris from February 20, 2013, when they were listed pursuant to the Listing Agreement entered with the NYSE. The ADSs listed on Euronext Paris and London were delisted effective July 5, 2018. As on March 31, 2019, there were 85,209 record holders of ADRs evidencing 74,62,54,648 ADSs (1 ADS = 1 equity share).

### Infosys share price versus the NSE Nifty 50 index



Note: Base 100 – Infosys share price on April 2, 2018 and NSE Nifty 50 index value on April 2, 2018 have been baselined to 100. Share prices and volumes have been adjusted for the September 2018 bonus issue.

### Infosys share price versus the S&P BSE Sensex (Sensex)



Note: Base 100 – Infosys share price on April 2, 2018 and S&P BSE Sensex (Sensex) value on April 2, 2018 have been baselined to 100. Share prices and volumes have been adjusted for the September 2018 bonus issue.

## Credit ratings

The Company has obtained rating from Moody's during the year ended March 31, 2019. There has been no change in credit ratings from Standard & Poor's and Dun & Bradstreet during the year.

Rating agency	Rating	Outlook
Moody's	A3	Stable
Standard & Poor's	A-	Stable
Dun & Bradstreet	5A1	Condition: Strong

# Global locations

Infosys is a leading provider of technology services and consulting and has operations spread across 191 locations in 46 countries. We do not have any manufacturing plants, but have development centers and offices in India and overseas. Visit <a href="https://www.infosys.com/investors/reports-filings/Documents/global-presence2019.pdf">https://www.infosys.com/investors/reports-filings/Documents/global-presence2019.pdf</a> for details related to our global locations.

# Investor contacts

## For queries relating to financial statements

#### Jayesh Sanghrajka

Deputy Chief Financial Officer & EVP

Tel: 91 80 2852 1705 Fax: 91 80 2852 0754 Email: jayesh.sanghrajka@infosys.com

#### Investor correspondence

#### Sandeep Mahindroo

VP, Financial Controller & Head – Investor Relations Tel: 91 80 3980 1018 Fax: 91 80 2852 0754 Email: sandeep\_mahindroo@infosys.com

# For queries relating to shares / dividend / compliance

#### A.G.S. Manikantha

Company Secretary

Tel: 91 80 4116 7775 Fax: 91 80 2852 0754

Email: investors@infosys.com

# For queries relating to business responsibility report

#### Aruna C. Newton

AVP & Head - Diversity and Inclusion

Tel: 91 80 2852 0261

Email: arunacnewton@infosys.com

# Registrar and share transfer agents

#### Karvy Fintech Private Limited

Karvy Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda Serilingampally Mandal, Hyderabad - 500 032

# Contact person

#### Shobha Anand

Deputy General Manager, Karvy Fintech Private Limited

Tel: 91 40 6716 1559

Email: shobha.anand@karvy.com

# Depositary bank (ADS)

#### **United States**

#### Deutsche Bank Trust Company Americas

Deutsche Bank, 60 Wall Street, 16th Floor Global Transaction Banking Depositary Receipts New York 10005, NY, U.S.

Tel: 1 212 250 2500 Fax: 1 732 544 6346

#### India

#### Deutsche Bank AG, Filiale Mumbai

Global Transaction Banking - Depositary Receipts The Capital, C-70, G Block

Bandra Kurla Complex, Mumbai 400 051, India Tel: 91 22 7180 6449 Fax: 91 22 7180 3794

#### Custodian in India (ADS)

#### ICICI Bank Limited

Securities Market Services 1st Floor, Empire Complex, 414, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, Maharashtra, India.

Tel: 91 22 6667 2005 / 4343 4116 / 4343 4121

Fax: 91 22 6667 2779

# Depository for equity shares in India

#### National Securities Depository Limited

Trade World, 'A' Wing, 4th Floor Kamala Mills Compound Senapati Bapat Marg, Lower Parel, Mumbai 400 013, India

Tel: 91 22 2499 4200 Fax: 91 22 2497 6351

#### Central Depository Services (India) Limited

Phiroze Jeejeebhoy Towers, 17th Floor Dalal Street, Fort, Mumbai 400 001, India Tel: 91 22 2302 3333 Fax: 91 22 2272 3199

# Addresses of stock exchanges

#### In India

### National Stock Exchange of India Ltd.

Exchange Plaza, Plot No. C / 1, G Block Bandra Kurla Complex Bandra (East), Mumbai 400 051, India Tel: 91 22 2659 8100 Fax: 91 22 2659 8120

#### BSE Ltd.

Phiroze Jeejeebhoy Towers Dalal Street, Kala Ghoda, Mumbai 400 001, India Tel: 91 22 2272 1233 Fax: 91 22 2272 1919

#### Outside India

# New York Stock Exchange

11 Wall Street, New York, NY 10005, US Tel: 1 212 656 3000 Fax: 1 212 656 5549

# Shareholder voting

Shareholders are requested to cast their votes on the resolutions mentioned in Notice of the 38th Annual General Meeting of the Company by using any of the following options:

Vote in advance of the meeting



Remote e-voting at https://www.evoting.nsdl.com/



Voting through proxy: Sign, date, and return the proxy form on or before June 20, 2019, 3:00 p.m. IST.

Vote in person at the meeting



Please refer to the Notes section in the *Notice* for details on admission requirements to attend the Annual General Meeting.