

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U72200KA2002PLC030310

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCP4478N

(ii) (a) Name of the company

INFOSYS BPM LIMITED

(b) Registered office address

PLOT NOS.26/3,26/4, AND 26/6,ELECTRONICS CITY,
HOSUR ROAD,
BANGALORE
Bangalore
Karnataka
561226

(c) *e-mail ID of the company

bindu.raghavan@infosys.com

(d) *Telephone number with STD code

08028522405

(e) Website

www.infosysbpm.com

(iii) Date of Incorporation

03/04/2002

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J7	Data processing, hosting and related activities; web portal	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Infosys Limited	L85110KA1981PLC013115	Holding	99.99
2	Infosys (Czech Republic) Limited		Subsidiary	100
3	Infosys Poland Sp. z.o.o		Subsidiary	100
4	Infosys McCamish Systems LLC		Subsidiary	100
5	Portland Group Pty Ltd		Subsidiary	100
6	Infosys BPO Americas LLC		Subsidiary	100
7	Infosys BPM UK Limited		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	123,375,000	33,827,751	33,827,751	33,827,751
Total amount of equity shares (in Rupees)	1,233,750,000	338,277,510	338,277,510	338,277,510

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	123,375,000	33,827,751	33,827,751	33,827,751
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,233,750,000	338,277,510	338,277,510	338,277,510

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						

At the beginning of the year	2,630	33,825,121	33827751	338,277,510	338,277,510	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	2,630	33,825,121	33827751	338,277,510	338,277,510	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0

i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
Type of transfer	<input type="text"/> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

54,494,958,534

(ii) Net worth of the Company

50,303,039,558

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	33,823,444	99.99	0	
10.	Others	0	0	0	
	Total	33,823,444	99.99	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	4,307	0.01	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	4,307	0.01	0	0

Total number of shareholders (other than promoters)

18

Total number of shareholders (Promoters+Public/
Other than promoters)

19

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	18	18
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0

(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	4	1	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ANANTHARAMAN RAC	07516278	Managing Director	0	
RAVIKUMAR SINGISE	07534544	Director	0	
INDERPREET SAWHN	07925783	Director	0	
GOPAL DEVANAHALLI	07105349	Director	0	
MICHAEL NELSON GIE	08177291	Director	0	
PREM JOSEPH PEREI	AHFPP2797K	CFO	0	
BINDU RAGHAVAN	AMAPB9051A	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
GOPAL DEVANAHALLI	07105349	Director	09/07/2020	Change in designation
MICHAEL NELSON GIE	08177291	Director	09/07/2020	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	09/07/2020	19	9	99.99

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2020	5	5	100
2	13/07/2020	5	5	100
3	12/10/2020	5	5	100
4	11/01/2021	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

16

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committ	16/04/2020	3	3	100
2	Audit Committ	13/07/2020	3	3	100
3	Audit Committ	12/10/2020	3	3	100
4	Audit Committ	11/01/2021	3	3	100
5	Nomination an	16/04/2020	3	3	100
6	Nomination an	13/07/2020	3	3	100
7	Nomination an	12/10/2020	3	3	100
8	Nomination an	11/01/2021	3	3	100
9	Corporate Soc	16/04/2020	3	3	100
10	Corporate Soc	13/07/2020	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 07/07/2021 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	

1	ANANTHARA	4	4	100	8	8	100	Yes
2	RAVIKUMAR	4	4	100	16	16	100	Yes
3	INDERPREET	4	4	100	0	0	0	Yes
4	GOPAL DEVA	4	4	100	12	12	100	Yes
5	MICHAEL NEI	4	4	100	8	8	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANANTHARAMAN	CEO & MD	62,986,909				62,986,909
	Total		62,986,909	0			62,986,909

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PREM JOSEPH PE	Chief Financial (14,048,813				14,048,813
2	BINDU RAGHAVAN	Company Secre	3,113,056				3,113,056
	Total		17,161,869				17,161,869

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GOPAL DEVANAH,	Independent Dir	0	2,000,000	0	80,000	2,080,000
2	MICHAEL NELSON	Independent Dir	0	2,000,000	0	60,000	2,060,000
	Total		0	4,000,000	0	140,000	4,140,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Parmeshwar G. Hedge

Whether associate or fellow

Associate Fellow

Certificate of practice number

640

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ANANTHARAMA Digitally signed by
ANANTHARAMA
DN: ANANTHARAMA,
RDN=ANANTHARAMA,
E=ANANTHARAMA@ANANTHARAMA.COM,
O=ANANTHARAMA,
OU=ANANTHARAMA,
CN=ANANTHARAMA,
C=IN,
Date: 2021.08.10
11:17:51 +0530

DIN of the director

07516278

To be digitally signed by

Bindu Digitally signed by
Bindu Raghavan
DN: Bindu Raghavan,
E=Bindu.Raghavan@ANANTHARAMA.COM,
O=ANANTHARAMA,
OU=ANANTHARAMA,
CN=Bindu Raghavan,
C=IN,
Date: 2021.08.10
11:19:56 +0530

Company Secretary

Company secretary in practice

Membership number

20633

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

ListofShareholders_2021.pdf
ListofCommitteemeetings_2021.pdf
MGT-8_Infosys BPM.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

INFOSYS BPM LIMITED
 (Formerly Known as Infosys BPO Limited)
 Regd Office: Plot Nos.26/3,26/4 & 26/6, Hosur Road
 Electronics City, Bangalore 560100, India
 Corporate Identity Number: U72200KA2002PLC030310
 Telephone Number: 91 80 2852 2405
 Fax Number: 91 80 2852 2411
 Website Address: www.infosysbpm.com



IX.(C) List of Committee Meetings held during financial year 2020-21 and attendance of members:

Sl. No	Type of Meeting	Date of the meeting	Total no. of members as on the date of meeting	Attendance	
				Number of members attended	% of members attended
1	Audit Committee Meeting	April 16, 2020	3	3	100.00
2	Audit Committee Meeting	July 13, 2020	3	3	100.00
3	Audit Committee Meeting	October 12, 2020	3	3	100.00
4	Audit Committee Meeting	January 11, 2021	3	3	100.00
5	Nomination and Remuneration Committee Meeting	April 16, 2020	3	3	100.00
6	Nomination and Remuneration Committee Meeting	July 13, 2020	3	3	100.00
7	Nomination and Remuneration Committee Meeting	October 12, 2020	3	3	100.00
8	Nomination and Remuneration Committee Meeting	January 11, 2021	3	3	100.00
9	CSR Committee Meeting	April 16, 2020	3	3	100.00
10	CSR Committee Meeting	July 13, 2020	3	3	100.00
11	CSR Committee Meeting	October 12, 2020	3	3	100.00
12	CSR Committee Meeting	January 11, 2021	3	3	100.00
13	Investment Committee Meeting	April 16, 2020	3	3	100.00
14	Investment Committee Meeting	July 13, 2020	3	3	100.00
15	Investment Committee Meeting	October 12, 2020	3	3	100.00
16	Investment Committee Meeting	January 11, 2021	3	3	100.00

For Infosys BPM Limited

Bindu Raghavan
Company Secretary

INFOSYS BPM LIMITED
 (Formerly Known as Infosys BPO Limited)
 Regd Office: Plot Nos.26/3,26/4 & 26/6, Hosur Road
 Electronics City, Bangalore 560100, India
 Corporate Identity Number: U72200KA2002PLC030310
 Telephone Number: 91 80 2852 2405
 Fax Number: 91 80 2852 2411
 Website Address: www.infosysbpm.com



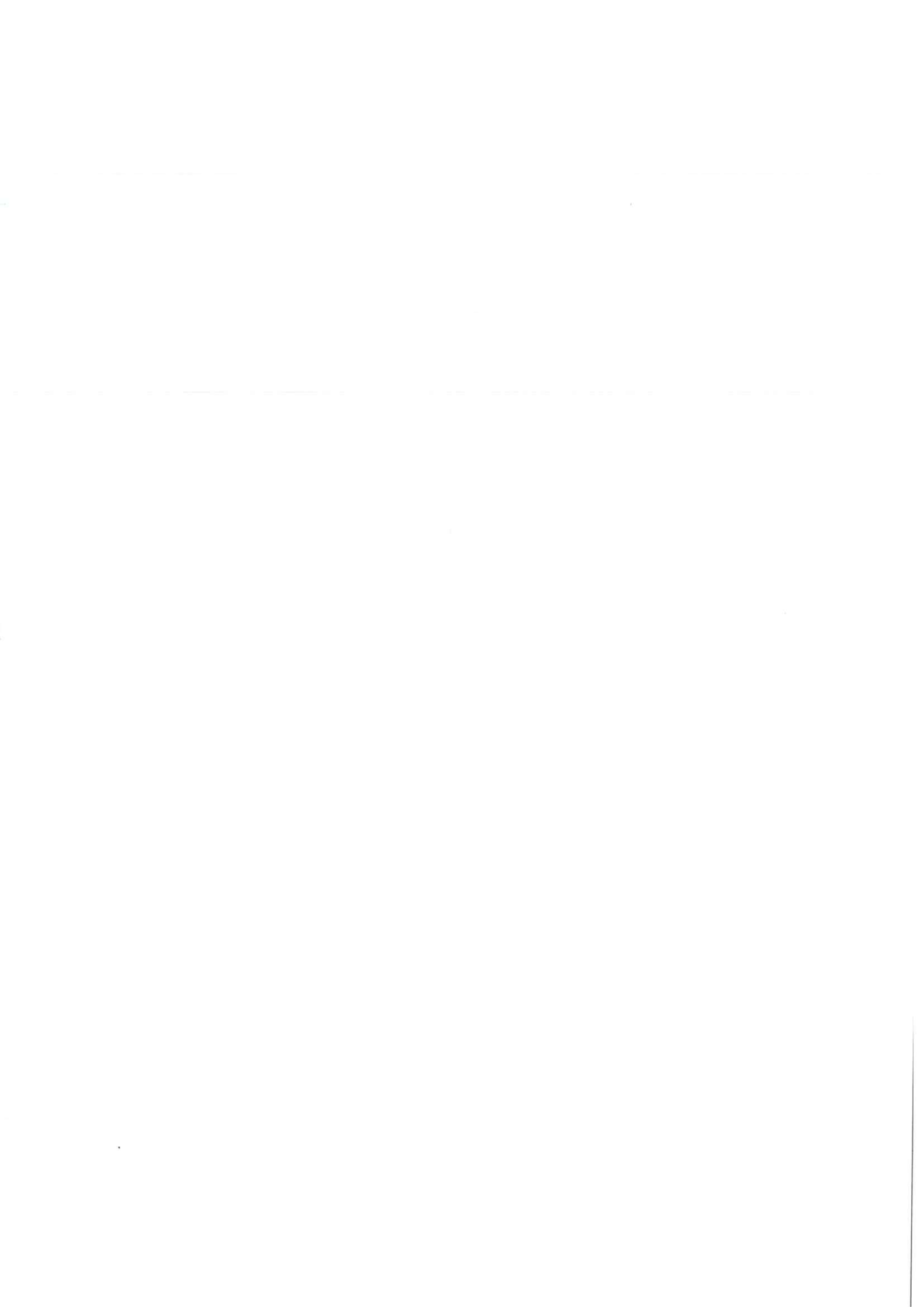
INFOSYS BPM LIMITED

List of Shareholders as on 31 March 2021 (Total)

Srl #	Dpid	Folio/Client ID	Name	Shares	Percentage
1	IN303028	51175295	INFOSYS LIMITED	33823444	99.9873
2		PRL0000028	SANJAY CHANDIRAM	750	0.0022
3	IN300214	12073068	NAVEEN KUMAR	750	0.0022
4	IN300214	15231050	DHIRAJ PODDAR	750	0.0022
5		PRL0000049	AVISHEK GUPTA	375	0.0011
6		PRL0000056	MANJESH VERMA	375	0.0011
7		PRL0000081	NAVEEN TIRUVALLURI	375	0.0011
8		PRL0000018	AMIT K GHANDHI	200	0.0006
9		PRL0000050	RAHUL NEHRU	200	0.0006
10		PRL0000080	SUGANDH MITTAL	175	0.0005
11		PRL0000280	ANISHA NANDI	175	0.0005
12	IN302236	10503012	FRANCIS ROSHAN PADAMADAN	175	0.0005
13		PRL0000003	DEEPAL NATRAJ	1	0.0000
14		PRL0000004	R NITHYANANDAN	1	0.0000
15		PRL0000005	H V GADIYAR	1	0.0000
16		PRL0000006	G S CHAITANYA	1	0.0000
17		PRL0000010	VINAYAK PAI	1	0.0000
18	IN302679	30066274	V BALAKRISHNAN	1	0.0000
19	IN302902	41155628	U RAMADAS KAMATH	1	0.0000
Total				33827751	100

For Infosys BPM Limited

Bindu Raghavan
 Company Secretary



FORM NO. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]

I have examined the registers, records and books and papers of **INFOSYS BPM LIMITED (CIN: U72200KA2002PLC030310)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with the provisions of the Act & Rules made there under in respect of:
 1. its status under the Act.
 2. maintenance of registers/records & making entries therein within the time prescribed therefor.
 3. filing of forms and returns with the Registrar of Companies within the prescribed time.
 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions if any, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed.
 5. The Company has not closed/was not required to close its Register of Members.
 6. As per the information given by the Company, the company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act during the financial year.
 7. contracts/arrangements with related parties as specified in section 188 of the Act.
 8. There was no issue or allotment of shares, transfer or transmission of shares and issue of share certificates during the year and there was no issue or redemption of preference shares/debentures, alteration or reduction of share capital/conversion of shares/ buy back of securities, during the financial year.

9. The company has not kept in abeyance any rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year.
10. declaration/payment of dividend; and there was no unpaid/ unclaimed dividend/other amounts due to be transferred to the Investor Education and Protection Fund in accordance with section 125 of the Act during the financial year.
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per section sub - sections (3), (4) and (5) of section 134 of the Act thereof.
12. constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; There was no casual vacancy in the Board during the year.
13. There was no appointment/ reappointment of auditors under section 139 of the Act and there was no casual vacancy of auditors during the year.
14. The Company has made application to the National Company Law Tribunal, Bengaluru Bench, (NCLT) seeking its confirmation of the consolidation of equity shares of Rs 10 each into equity shares of Rs 10,000 each pursuant to section 61 of the Act and the application is pending disposal by the NCLT; and the Company was not required to obtain approval of any other authority.
15. The Company has not accepted/renewed/repaid any deposits from the public during the financial year.
16. The company has not borrowed from its directors, members, public financial institutions, banks and others and has not created/ modified/ satisfied any charges during the financial year.
17. loans and investments or guarantees given to other bodies corporate or persons falling under the provisions of section 186 of the Act during the financial year.
18. alteration of the provisions of the Memorandum (relating to alteration of capital clause) and there was no alteration to Articles of Association of the Company.

Pravech
10/10
Bangalore
10/10/2021

P.G.HEGDE

HEGDE & HEGDE

COMPANY SECRETARIES

C.P. No. : 640

UDIN: F001325C000745651

Place: Bangalore
Date: 06.08.2021

This certificate is to be read with Annexure which forms an integral part of this certificate.

Annexure

To
Infosys BPM Limited,
Bengaluru

My certificate in Form MGT 8 on the Annual Return (MGT-7) as on the financial year ended on March 31, 2021 of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Form MGT-7. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of the Companies Act 2013, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of records on test basis.
4. Due to prevailing circumstance of COVID-19 pandemic, the certificate is issued based on the verification secretarial records furnished by/obtained from the Company and also the information provided by the Company electronically.

Place: Bangalore
Date: 06.08.2021

For and on behalf of
P.G. HEGDE
HEGDE & HEGDE
Company Secretaries
C.P. No. : 640
UDIN: F001325C000745651

