

July 13, 2023

Dear Member,

You are cordially invited to attend the 21st Annual General Meeting of the members of Infosys BPM Limited ("the Company") to be held on July 17, 2023 at 5:30 p.m. IST through video conference and other audio visual means ("VC").

The Notice of the meeting, containing the business to be transacted, is enclosed herewith.

Very truly yours,

Sd/-

Anantharaman Radhakrishnan
Chief Executive Officer & Managing Director

Enclosures:

1. Notice to the 21st Annual General Meeting
2. Instructions for participation through VC

INFOSYS BPM LIMITED

CIN: U72200KA2002PLC030310
Plot Nos. 26/3, 26/4 and 26/6
Hosur Road , Electronics City
Bengaluru - 560 100, India
Telephone: 91 80 2852 2405 /
4187 9999 Fax: 91 80 2852 2411

www.infosysbpm.com

Notice of 21st Annual General Meeting

Notice is hereby given that the 21st Annual General Meeting (AGM) of the Members of Infosys BPM Limited ("the Company") will be held on Monday, July 17, 2023 at 5:30 p.m. IST through video conference and other audio-visual means ("VC") to transact the following business:

Ordinary business

Item No. 1 – Adoption of financial statements

To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors ("the Board") and auditors thereon.

Item No. 2 – Declaration of dividend

To declare a final dividend of ₹ 2,34,000/- per equity share for the year ended March 31, 2023.

Item No. 3 – Appointment of Martha King, as a director liable to retire by rotation

To appoint a director in place of Martha King (DIN: 09166670), who retires by rotation and, being eligible, seeks reappointment.

Members are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Martha Geiger King (DIN: 09166670), who retires by rotation, be and is hereby reappointed as a director liable to retire by rotation.

By order of the Board of Directors
For Infosys BPM Limited

Sd/-

Sudhir Shridhar Gaonkar
Company Secretary

July 13, 2023
Bengaluru

Notes

1. Pursuant to the General Circular numbers 10/2022 dated December 28, 2022, 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the circulars, the AGM of the Company is being held through VC.
2. A member, who is entitled to attend and vote at the AGM, is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company.

Since this AGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members will not be available.

3. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company.
4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013 ("the Act").
5. The Register of Directors and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to: cosecretarybpm@infosys.com.
6. In compliance with Section 107 of the Act, the Company will provide to vote through show of hands at the meeting for each of the resolutions.
7. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
8. Details of the VC are provided below: Instructions to join
Recommended browser: Google Chrome
Meeting access code: 2519 875 5527
URL: <https://infymeet.webex.com/infymeet/j.php?MTID=mbeea0d554eb5edd2932d2ae38a751279>
Meeting password: The password will be shared before the AGM

Additional information on director recommended for appointment / reappointment / as required under the applicable Secretarial Standards:



Martha King

Martha King is the Chief Client Officer at Infosys, as well as the Executive Vice President and head of Infosys' Retirement Services Center of Excellence. She is responsible for navigating the next client-centric technology frontier in the financial services industry in order to enable better outcomes for millions of retirement savers. At the Retirement Services Center of Excellence, the current focus is on revolutionizing the retirement plan experience by developing the industry's first cloud-

native recordkeeping system, delivering greater insights and unprecedented personalization to plan sponsors and retirement savers, and maintaining an unwavering commitment to world-class client service.

Core to the Retirement Services Center of Excellence is a strategic relationship between Infosys and Vanguard, where Martha King most recently served as the Managing Director of the firm's institutional investor group, which serves nearly five million participants and 1,500 sponsors – all of whom will benefit from this relationship. Prior to that, she served as the Managing Director and founder of Vanguard's financial advisor services division, which now oversees more than US\$ 2 trillion in assets.

Martha King joined Vanguard in 1985 and earned a B.S. from Bloomsburg University of Pennsylvania. She has completed the Advanced Management Program at the Wharton School of the University of Pennsylvania.

Age: 59 years

Nature of expertise in specific functional areas: Financial Services, Investment Management and Retirement

Disclosure of inter-se relationships between directors and key managerial personnel: Nil

Companies (other than Infosys BPM Limited) in which Martha King holds directorship and committee membership
Directorship: EdgeVerve Systems Limited

Shareholding in the Company: Nil

Remuneration proposed to be paid: Nil

Date of first appointment on Board, last drawn remuneration and number of Board meetings attended: Martha was first appointed to the Board on May 11, 2021. The details pertaining to her appointment, remuneration, and number of meetings attended are provided in the *Corporate governance report* section of the Annual Report 2022-23.