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July 10, 2026

Dear Member,

You are cordially invited to attend the 24th Annual General Meeting ("AGM") of the members of Infosys BPM Limited ("the Company") to be held on Monday, July 20, 2026 at 4.30 PM 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/-

Karmesh Gul Vaswani
Chairperson

Enclosures:

1. Notice of the 24th AGM
2. Instructions for participation through VC
3. Explanatory statement pursuant to section 102 of the Companies Act, 2013

INFOSYS BPM LIMITED
CIN: U72200KA2002PLC030310
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Notice of 24th Annual General Meeting

Notice is hereby given that the 24th Annual General Meeting (AGM) of the Members of Infosys BPM Limited ("the Company") will be held on Monday, July 20, 2026 at 4:30 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, 2026 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 Rs. 89,000/- per equity share for the year ended March 31, 2026.

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

To appoint a Director in place of Inderpreet Sawhney (DIN: 07925783), who retires by rotation and, being eligible, seeks reappointment.

Inderpreet Sawhney who retires as a Director at the ensuing AGM, being eligible, seeks reappointment. Based on performance evaluation, the Board recommends her reappointment.

RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Inderpreet Sawhney (DIN: 07925783) who retires at the Annual General meeting be and is hereby reappointed as a director liable to retire by rotation.

Special Business

Item No .4 – Reappointment of Anantharaman Radhakrishnan as Chief Executive Officer and Managing Director

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203, read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modifications or re-enactments thereof, for the time being in force) and subject to the approval of the shareholders of the Company, Anantharaman Radhakrishnan (DIN: 07516278) be and is hereby reappointed as the Managing Director and Chief Executive Officer (MD & CEO), a Key Managerial Personnel of Infosys BPM Limited for a further period from May 16, 2026 to June 30, 2027 on the following remuneration and all other terms and conditions of existing Employment Contract:

1. Gross (Fixed) pay: An annual salary of INR 1,90,89,036/- as compensation for his services. The Fixed Pay will be paid monthly in accordance with the Company's normal payroll practices and be subject to the usual, required withholdings. Annual increments to fixed cash compensation will be determined by the Board or Committee on an annual basis at its sole discretion.
2. Variable pay: Eligible for annual variable pay (as per the Company's Bonus Plan) of INR 1,20,38,160/-, at a maximum payout of 100%. The variable pay will be paid in accordance with the Company's bonus payout practices and be subject to the usual required withholdings. Annual increments to variable pay compensation will be determined by the Board or Committee on an annual basis at its sole discretion.
3. Stock compensation: Annual stock grant of under the Infosys Limited Stock Incentive Compensation plans. Stock compensation will be determined by the Board or Committee on an annual basis at its sole discretion.
4. Employee Benefits: During the term of office, he will be entitled to participate in the employee benefits plan as per the terms of employment.

RESOLVED FURTHER THAT, the Board of Directors, be and is hereby authorized to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Company shall pay the above remuneration to Anantharaman Radhakrishnan as minimum remuneration notwithstanding the Company incurs loss or its profits are inadequate in any financial year during his tenure subject however to the limits prescribed under section 197, 198, and Schedule V of the Act.

RESOLVED FURTHER THAT he shall be liable to retire by rotation as a Director.

RESOLVED FURTHER THAT Directors and Key Managerial Personnel of the Company be and are hereby authorized to do all such things, acts and deeds that may be necessary to give effect to the above resolution.

Item No. 5 – Reappointment of Anup Kapoor as a Whole-time Director

To consider and, if thought fit, to pass, the following resolution as an ordinary resolution:

RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof, for the time being in force) and subject to the approval of the members of the Company, Anup Kapoor (DIN: 10588851) be and is hereby reappointed as Whole-time Director and Key Managerial Personnel of the Infosys BPM Limited in the designation of Whole time Director and Chief Operating Officer for a period from November 15, 2025 to November 30, 2027, on the existing terms and conditions, and the Company shall pay the following remuneration as per the existing employment contract;

1. Gross (Fixed) pay: An annual salary of INR 1,11,46,812/- as compensation for his services. The Fixed Pay will be paid monthly in accordance with the Company's normal payroll

practices and be subject to the usual, required withholdings. Annual increments to fixed cash compensation will be determined by the Board or Committee on an annual basis at its sole discretion.

2. Variable pay: Eligible for annual variable pay (as per the Company's Bonus Plan) of INR 70,45,980/-, at a maximum payout of 100%. The variable pay will be paid in accordance with the Company's bonus payout practices and be subject to the usual required withholdings. Annual increments to variable pay compensation will be determined by the Board or Committee on an annual basis at its sole discretion.
3. Stock compensation: Annual stock grant of worth INR 95,60,632/- at 100% under the Infosys Limited Stock Incentive Compensation plans. Stock compensation will be determined by the Board or Committee on an annual basis at its sole discretion
4. Employee Benefits: During the term of office, he will be entitled to participate in the employee benefits plan as per the terms of employment.

RESOLVED FURTHER THAT, the Board of Directors, be and is hereby authorized to alter and vary the terms and conditions of appointment and /or remuneration, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THATthe Company shall pay the above remuneration to Anup Kapoor as minimum remuneration notwithstanding the Company incurs loss or its profits are inadequate in any financial year during his tenure, subject however to the limits prescribed under section 197, 198, and Schedule V of the Act

RESOLVED FURTHER THAT Directors and Key Managerial Personnel of the Company be and are hereby authorized to do all such things and deeds to bring the above resolution into effect.

by order of the Board of Directors

For Infosys BPM Limited

Sd/-

Roshni Yashwant Raval

Company Secretary

Membership No. ACS56758

April 21, 2026
Bengaluru

Notes

1. Pursuant to the General Circular number 3/2025 dated September 22, 2025and other previous 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. The 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 657 8623

URL: https://infymeet.webex.com/infymeet/j.php?MTID=ma85fee98c7544f1724d6554f261773f0

Explanatory statement pursuant to section 102 of the Companies Act, 2013:

Item No. 4

The members of the Company had approved the appointment of Anantharaman Radhakrishnan (DIN: 07516278) as the Chief Executive Officer and Managing Director (CEO & MD) for a period of five years effective May 17, 2016. His first term of appointment completed on May 16, 2021, whereas the second term has completed on May 15, 2026.

Anantharaman Radhakrishnan has played multiple roles at Infosys BPM, spanning technology, transformation, enterprise capability and global centers management, working with clients in their transformation journey, enhancing business value delivered. Under his able leadership as the CEO & MD, he has implemented a client-facing but employee-friendly strategy to turn around the Company's growth story. Considering his performance and contribution to the growth of the Company, the Board of Directors of the Company at their meeting held on April 21, 2026, subject to the approval of the members of the Company have reappointed Anantharaman Radhakrishnan as the CEO & MD of the Company for a further period from May 16, 2026 to June 30, 2027, on such remuneration as set out in the resolution and the agreement of appointment of Managing Director entered into with him.

The Company has received from him, all statutory disclosures / declarations including, (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules") and (ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act. The Agreement entered into between the Company and Anantharaman Radhakrishnan is available for electronic inspection without any fee by the members till the date of AGM.

A brief profile of Anantharaman Radhakrishnan is annexed to this Notice.

No director, key managerial personnel or their relatives except Anantharaman Radhakrishnan, to whom the resolution relates, is interested in or concerned with the resolution in Item no. 4.

The Board of Directors recommends the resolution set out at Item No. 4 for approval of the Members as a ordinary resolution.

Item No. 5

The members of the Company had approved the appointment of Anup Kapoor as Whole-time Director of the Company from April 16, 2024 till November 14, 2025. His first term completed on November 14, 2025.

Anup Kapoor has been serving as Whole-time Director and Chief Operating Officer of the Company and has contributed significantly to the Company's operational performance, efficiency initiatives, and overall growth. The Board of Directors, at its meeting held on November 11, 2025, had approved, subject to the approval of Members, the re-appointment of Anup Kapoor as Whole-time Director and Chief Operating Officer of the Company from November 15, 2025 till November 30, 2027, on such remuneration as set out in the resolution and the agreement entered into with him.

The Company has received from him, all statutory disclosures / declarations including, (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules") and (ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act.

The terms and conditions of his employment with Infosys BPM Limited shall continue to remain applicable. The Agreement entered into between the Company and Anup Kapoor is available for electronic inspection without any fee by the members till the date of AGM.

A brief profile of Anup Kapoor is annexed to this Notice.

No director, key managerial personnel or their relatives except Anup Kapoor, to whom the resolution relates, is interested in or concerned with the resolution in Item no. 5.

The Board of Directors recommends the resolution set out at Item No. 5 for approval of the Members as a ordinary resolution.

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

Inderpreet Sawhney

Inderpreet is the Chief Legal Officer and Chief Compliance Officer of Infosys. In this role she leads the legal and compliance function for the Company. She is a strategic business partner ensuring success for Infosys in legal and regulatory matters, while spearheading its compliance and ethics program. Inderpreet also has additional responsibility for Privacy and Data Protection at Infosys.

Inderpreet is a seasoned professional with over 25 years of experience, including as General Counsel of a large IT services company, and as Managing Partner of a mid-sized law firm in Silicon Valley. She serves on the Board of Directors of NYSE listed Hillenbrand Inc. and is a member of the National Advisory Council of SABANA (South Asian Bar Association of North America).

She was an honoree at the 2017 Transformative Leadership Awards, recognizing General Counsel who demonstrate commitment to advancing women in law. She is also a recipient of the Thought Leadership Award at the 2018 Global Transformative Leadership Awards and was featured among the top 25 Women Leaders in IT Services of 2020, published by The IT Services Report.

She is a frequent speaker at global conferences.

Inderpreet has a BA (Hons.) and LL.B. degree from Delhi University and an LL.M. from Queen's University, Kingston, Canada.

Age: 61 years

Nature of expertise in specific functional areas: Legal Compliance and ethics

Disclosure of inter-se relationships between directors and KMP: Nil

Indian Companies (other than Infosys BPM Limited) in which Inderpreet Sawhney holds directorship and committee membership:

Board membership	EdgeVerve Systems Limited
Committee membership	EdgeVerve Systems Limited • Nomination and Remuneration Committee, *Member* • Corporate Social Responsibility Committee, *Chairperson*

Shareholding in the Company: Nil

Remuneration proposed to be paid: Nil

Key terms and conditions of appointment: As per the resolution at the item no. 3 of this Notice, Inderpreet, whose office as director is liable to retire at the ensuing AGM, being eligible, seeks reappointment.

Date of first appointment on Board, last drawn remuneration and number of Board meetings attended: Inderpreet was first appointed to the Board on October 13, 2018. The details pertaining to her appointment, remuneration, and number of meetings attended are provided in the *Corporate governance report* section of the Annual Report 2025-26.

Anantharaman Radhakrishnan

Anantharaman Radhakrishnan (Radha) is the Chief Executive Officer and Managing Director of Infosys BPM Limited. Prior to this role, Radha was the Chief Operating Officer (COO) managing global operations for the organization. He has played multiple roles at Infosys BPM, spanning technology, transformation, enterprise capability, and global centers management, working with clients in their transformation journey, enhancing business value delivered. Further, Radha has spent many years with the Infosys group, working across consulting and IT services, before his stint in BPM. Before Infosys, Radha worked with Unilever and brings with him rich leadership experience and intensive domain capability. Prior to Unilever, Radha has worked across multiple industries.

Radha is a proficient public speaker and reflects on and shares his Authentic Leadership experiences in various forums. A strong practitioner in balancing the Head and Heart quotient, Radha formulated the 4E way of reimagining business process management for Infosys BPM and its clients – Efficiency through lean industrialization and automation, Effectiveness through business insights and analytics, Experience through innovation, and Empathy through Humanware.

Radha is a post-graduate from the Indian Institute of Management, Lucknow (IIM-L), and an Honors graduate in mechanical engineering from the National Institute of Technology, Tiruchirappalli (NIT, Trichy). He has a certificate in Global Leadership, Innovation, and Entrepreneurship, from the Stanford Graduate School of Business and Disruptive Strategy from Harvard Business School.

Age: 58 years

Nature of expertise in specific functional areas: Information Technology Services and Business Management.

Disclosure of inter-se relationships between directors and KMP: Nil

Indian Companies (other than Infosys BPM Limited) in which Anantharaman Radhakrishnan holds directorship and committee membership Directorship: Nil

Shareholding in the Company: Nil

Remuneration proposed to be paid: The details of remuneration paid during fiscal 2026 is available in the *Corporate governance report* of the Annual Report.

Key terms and conditions of appointment: As per the resolution at Item no. 4 of this Notice, read with the explanatory statement thereto.

Date of first appointment on Board, last drawn remuneration and number of Board meetings attended: Radha was first appointed to the Board on May 17, 2016. The details o his appointment, remuneration and number of meetings attended are provided in the *Corporate governance report* of the Annual Report.

Anup Kapoor

Anup Kapoor is a Chief Operating Officer & Whole-time Director at Infosys BPM Limited, responsible for all operations across India and global centers for the organization. He is also responsible for all transformation initiatives across the organization. As a member of the Executive Council, he also participates in formulation and deployment of business strategy for Infosys BPM. Anup was the global head of capability and responsible for all enterprise and industry services. He led businesses at Infosys BPM in the areas of manufacturing, energy, utilities and services, media, entertainment and communication. He has also played other key leadership roles such as the global head of finance and accounting services. Anup has been a part of the BPO industry for over thirteen years and has handled a diverse portfolio during this period. Prior to Infosys, he worked as CFO for manufacturing and real estate companies.

Anup is a certified chartered accountant from the Institute of Chartered Accountants of India (ICAI), a certified management accountant and certified in financial management from the US.

Age: 60 years

Nature of expertise in specific functional areas: Manufacturing, Energy, Utilities & Services, Media, Entertainment and Communication

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

Indian Companies (other than Infosys BPM Limited) in which Anup Kapoor holds directorship and committee membership Directorship: Nil

Shareholding in the Company: Nil

Remuneration proposed to be paid: The details of remuneration paid during fiscal 2026 is available in the *Corporate governance report* of the Annual Report.

Key terms and conditions of appointment: As per the resolution at Item no. 5 of this Notice, read with the explanatory statement thereto.

Date of first appointment on Board, last drawn remuneration and number of Board meetings attended: Anup was first appointed to the Board on April 16, 2024. The details pertaining to his appointment, remuneration and attendance are provided in the *Corporate governance report* of the Annual Report 2025-26.