

## Integrated Annual Report | 2023-2024

TRANSFORMING INDUSTRIES



20 years of creating value for you  
Since our IPO in 2004



## About TCS

Tata Consultancy Services is an IT services, consulting and business solutions organization that has been partnering with many of the world's largest businesses in their transformation journeys for over 56 years. Its consulting-led, cognitive powered, portfolio of business, technology and engineering services and solutions is delivered through its unique Location Independent Agile™ delivery model, recognized as a benchmark of excellence in software development.

A part of the Tata group, India's largest multinational business group, TCS has over 601,000 of the world's best-trained consultants in 54 countries. The company generated consolidated revenues of US\$29.1 billion in the fiscal year ended March 31, 2024, and is listed on the BSE and the NSE in India.

TCS' proactive stance on climate change and award-winning work with communities across the world have earned it a place in leading sustainability indices such as the MSCI Global Sustainability Index and the FTSE4Good Emerging Index. For more information, visit [www.tcs.com](http://www.tcs.com)

### Transforming Industries

The TCS' FY 2023-24 (FY 2024) Integrated Annual Report delves into the capability of technological innovations and their impact on business models. Technology is increasingly an enabler in what enterprises can do to adapt and thrive in this new era. Businesses are relying on technologies to help improve their competitive advantage, drive strategy and growth. From Banking, Retail and Manufacturing to Healthcare and Utilities, technology is **Transforming Industries** in the way they operate, and enhance their customer and employee experience.

TCS, with its full services capability and industry specific contextual knowledge, has always remained relevant to clients and stayed close to them in the past technology cycles. The synergistic relationship between Cloud and AI/GenAI technology, is ushering in a significant shift in how industries approach innovation and efficiency. With over half of the workforce trained in AI/ML and Gen AI, TCS will continue to be clients' trusted transformation partner.

### Recent Annual Report Themes



Innovate,  
Adapt, Thrive



Innovating for  
Greater Futures



Building on Belief



Purpose-driven.  
Resilient. Adaptable



Growth and-  
Transformation with  
Business 4.0™

# Content

About TCS.....	02
Board of Directors.....	04
Management Team.....	05
Letter from the Chairman.....	06
Letter from the CEO.....	08
The Year Gone by.....	11

## Integrated Reporting Framework

TCS Integrated Business Model.....	15
Financial Capital.....	16
Human Capital.....	18
Intellectual Capital.....	20
Social Capital.....	22
Natural Capital.....	24

## Thematic Section

Trading old for new: SIX unveils an advanced post trading platform.....	26
Shaping a future of accessibility and financial inclusion.....	27
Connecting India, Faster: BSNL 4G/5G Network roll-out...	28
A joint venture gives rise to a digitally powered insurance firm.....	29
AI for Business Study.....	30
Disrupting Industry Boundaries from Transactions to Interactions.....	32
AI and GenAI Stories.....	33

## Statutory Section

Notice.....	35
Directors' Report.....	55
Management Discussion and Analysis.....	69
Awards and Accolades.....	91
Corporate Governance Report.....	93
Corporate Social Responsibility.....	117
Business Responsibility and Sustainability Report.....	127

## Consolidated Financial Statements

Independent Auditor's Report.....	173
Consolidated Balance Sheet.....	180
Consolidated Statement of Profit and Loss.....	181
Consolidated Statement of Changes in Equity.....	182
Consolidated Statement of Cash Flows.....	184
Notes forming part of the Consolidated Financial Statements.....	186

## Standalone Financial Statements

Independent Auditor's Report.....	241
Standalone Balance Sheet.....	250
Standalone Statement of Profit and Loss.....	251
Standalone Statement of Changes in Equity.....	252
Standalone Statement of Cash Flows.....	254
Notes forming part of the Standalone Financial Statements.....	256
Statement under section 129 of the Companies Act, 2013 relating to Subsidiary Companies.....	304

Glossary .....	307
----------------	-----

## Sustainability Disclosures

Stakeholder Engagement and Identification of Material Topics.....	315
Climate Related Disclosures.....	318
GRI Content Index.....	325

# Board of Directors

## Non-Independent, Non Executive



N Chandrasekaran  
Chairman

C C M N



Aarthi Subramanian

M N

## Independent, Non Executive



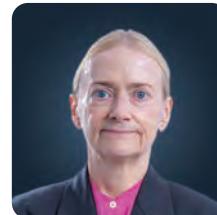
O P  
Bhatt

C M M I



Dr Pradeep Kumar  
Khosla

C M I



Hanne  
Sorensen

M M I

## Non-Independent, Executive



K Krishivasan  
CEO & MD

M M M NE



N G Subramaniam  
COO & ED

M M NE



Keki  
Mistry

C C M I



Al-Noor  
Ramji

M M I

Average Age (years)



Average Tenure on  
the Board (years)



Board Independence (%)



Average Tenure of Independent  
Directors on the Board (years)



I Independent, Non-Executive Director

NE Non-Independent, Executive Director

N Non-Independent, Non-Executive Director

Board Committees

C Chairman

M Member

Audit Committee

N Nomination and  
Remuneration Committee

Stakeholders' Relationship  
Committee

G Corporate Social  
Responsibility Committee

Executive  
Committee

R Risk Management  
Committee\*

\* Samir Seksaria (Chief Financial Officer), is also a member of the Committee



# Management Team

## Corporate

### **K Krishivasan**

Chief Executive Officer and Managing Director

### **N G Subramaniam**

Chief Operating Officer and Executive Director

### **Samir Seksaria**

Chief Financial Officer

### **Milind Lakkad**

Chief Human Resources Officer

### **Dr. Harrick Vin**

Chief Technology Officer

### **Abhinav Kumar**

Chief Marketing Officer

### **Madhav Anchan**

General Counsel Legal

### **Pradeep Manohar Gaitonde**

Company Secretary

## Business Heads

### Industries

#### **Susheel Vasudevan**

Banking Financial Services and Insurance

#### **Shankar Narayanan**

Banking Financial Services and Insurance

#### **Debashis Ghosh**

Life Sciences, Healthcare, Energy, Resources and Utilities

#### **Krishnan Ramanujam**

Consumer Business Group

#### **Anupam Singhal**

Manufacturing

#### **V Rajanna**

Technology, Software and Services

#### **Akhilesh Tiwari**

Communications, Media and Information Services

### Markets

#### **Suresh Muthuswami**

Chairman – TCS North America

#### **Amit Bajaj**

North America

#### **Amit Kapur**

UK & Ireland

#### **Sapthagiri Chapalapalli**

Europe

#### **Girish Ramachandran**

Growth Markets

### Services

#### **Siva Ganesan**

AI.Cloud

#### **Vikram Karakoti**

Enterprise Solutions

#### **Ganesa Subramanian Vaikuntam**

Cyber Security

#### **Ashok Pai**

Enterprise Cognitive Business Operations

#### **Regu Ayyaswamy**

IOT & Digital Engineering

#### **Kamal Bhadada**

TCS Interactive

*“Across industries globally, there are multiple mega trends that are shaping priorities of businesses: AI, New Energy, Supply Chain and Talent. These transitions will require substantial investment in technology across industry sectors. Your company is making significant investments and building capabilities to partner with customers during this phase of rapid technological shifts.*



## Letter from the Chairman

**Dear Shareholder,**

In FY 2024, your company has continued to deliver strong performance. I am pleased to share with you that your company has crossed annual revenues of **₹240,893 crore**, a growth of **6.8%**, over the previous year. With relentless focus on operational excellence, this growth has come at an industry leading operating margin of **24.6%\***, an increase from 24.1% last year. The order book for FY 2024 came at an all-time high of **US\$ 42.7 billion** supported by strong client relationships and engagement. Client metrics continue to exhibit healthy progress with strong client additions. Employee retention continues to be at benchmark levels in the industry. TCS has been selected as a **Top Employer of Choice** in 32 countries. TCS has retained its ranking as the second most valuable global IT services brand, valued at **US\$19.2 billion**, an increase of **US\$2 billion** from last year.

The global environment around the world continues to go through significant shifts. Post the pandemic, which resulted in supply chain shocks, there was an economic slowdown especially in developed markets. While initial signs of stability began to emerge, the military conflicts have further intensified this year and continue to impact the global supply chains.

After two years of recessionary fears, persistently high inflation, and unprecedented monetary tightening, the global macro-outlook looks relatively better now with improving growth, disinflation, and monetary easing in sight. Across industries globally, there are multiple mega trends that are shaping priorities of businesses: **AI, New Energy, Supply Chain and Talent**.

- GenAI technologies will impact almost every sector and country going forward. Enterprises have already invested in cloud, data infrastructure and large processing power which will aid AI/ GenAI. GenAI will not only improve productivity, but also create impact we hitherto have not seen or imagined.
- Global energy transition is accelerating, and businesses are making clear commitments towards a sustainable future. The energy requirement of our fast-changing world is enormous. Key is to lower the cost of energy while also transitioning to renewables. This transition requires large investment in technology, electric mobility, renewable power, hydrogen and sustainable fuel.

\*Excludes settlement of legal claim

- Geo-political challenges are continuing to alter established supply chains and companies are rebalancing their supply chains to address both resilience and efficiency. New global supply chain ecosystems are being created, with India playing an important role in advanced manufacturing.
- Advanced manufacturing, new technologies like AI, new energy, data and business models are changing the future of work and are compelling new skillsets to be built for the future.
- Secure networks have become a key necessity as data is the foundation for businesses of today. These networks power everything from predictive analytics and AI to personalized customer experiences. As value of data increases, along with concerns of privacy and protection, it has rightly become a focal point of security for all businesses.

The key question is what these disruptions mean to the IT services industry and how your company is preparing for these? As enterprises globally prepare to respond to these mega trends, we see multiple opportunities for your company. Every industry is embracing these trends and their business is being shaped for the future. For example:

- The deployment of AI and GenAI will significantly help financial institutions in both driving efficiency as well as target new customers and serve customers in a very personalized manner. For example, Insurance claims will be processed in a matter of minutes, lending and disbursements will become much faster.
- Adoption of new energy solutions and AI technology is driving the future of automobiles. It is not only driving reduction of emissions but also providing a new level of customer experience.
- AI is accelerating drug development by screening millions of compounds, predicting interactions and generating new candidates for testing.
- Connected medical devices together with AI and GenAI will transform Healthcare in a significant way. It will enhance productivity, enable remote care and help overcome shortage of skilled resources.
- In Advanced manufacturing, an AI-first approach will drive new benchmarks in productivity, efficiency and sustainability.
- Telecom industry globally is upgrading communication infrastructure to 5G/6G. These high speed, low latency networks, along with edge compute and AI will become the backbone of businesses in future.

These transitions will require substantial investment in technology across industry sectors. Your company is making significant investments and building capabilities to partner with customers during this phase of rapid technological shifts:

- In FY 2024, TCS has consolidated AI and Cloud expertise with the creation of the AI.Cloud unit. In addition, each of the business groups are developing domain-specific AI/GenAI offerings relevant to the industry value chain. Over 300,000 employees have been upskilled on GenAI technologies in FY 2024. TCS' products and services are also being enhanced with AI capabilities. For example, TCS BaNCS™ is enriching its product portfolio with integrated AI/ML and GenAI capabilities; AI is also being embedded in Cybersecurity services to enable predictive capabilities.
- To partner with customers on their energy transition agenda, TCS is investing in research on green hydrogen, biofuels; developing digital platforms to help customers reduce Scope 1/2/3 emissions. Our proprietary ESG framework enables enterprises to build transparency into operations and simplifies compliance reporting.
- TCS is pioneering the engineering of the 5G/6G communication stacks using open standards. Two state-of-the-art labs for future ready communication infrastructure and interoperability have been setup at Bengaluru and Gurugram. Investments are being made in multiple niche technologies such as 5G SA Core, O-RAN radios, to build these solutions indigenously.
- Your company continues to invest in upskilling its talent base of over 600,000 employees. Employees are actively leveraging experiential and personalized learning on a wide range of emerging technologies, clocking over 51 million learning hours in FY 2024. TCS continues to build strong talent supply chains with deep partnerships with leading educational institutions, shaping the curriculum for new skill needs for the future.

On behalf of the Board of Directors of the company, I want to thank you for your continued trust, confidence, and support.

Warm regards,  
**N Chandrasekaran**  
Chairman





*The rise of GenAI has been catching customers' attention, and it promises a leap in productivity and accelerates the creation of new products and services. Although still in the early stages of adoption, the use of GenAI is expected to transform every industry.*

## Letter from the CEO<sup>1</sup>

### Dear Stakeholder,

It is my privilege to be writing to you from this desk as we near 20 years to our listing since August 25, 2004. Over the last two decades, your company's Revenue and Net Profits have grown at a compounded annual growth rate of over 18% each.

It has been almost a full year since my transition as CEO, and I am happy to report that it has been a very stable and seamless experience for all our stakeholders. During this period, we refocused on our industry and technology expertise, emphasized and refreshed the core values that define who we are as a company, and doubled down on customer centricity and employee empathy.

We had a strong finish to the fiscal year FY 2024, with revenue for the year at **₹240,893 crore**. This is, a growth of **6.8%** over the previous year (**3.4%** in constant currency). Demand for our services showed remarkable resilience as macroeconomic uncertainties and geopolitical volatilities continued in major markets through the year.

This growth came with an industry leading operating margin of **24.6%**<sup>2</sup>. More importantly we exited the year with a quarterly operating margin of **26% in Q4**, demonstrating our commitment to the margin band of 26% to 28%. Our Net Margin was at **19.3%**<sup>2</sup>.

The Earnings Per Share was at **₹127.74**<sup>2</sup>, a growth of **10.9%** over the prior year.

Among the Business Segments, Manufacturing grew **10.6%**, Life Sciences and Healthcare grew **8.7%**, Banking, Financial Services and Insurance grew **5.6%**, Consumer Business grew **4.9%**, Communication, Media and Technology grew **4.6%**, while Others grew **14.5%** (YoY in reported currency).

Among geographies, growth was led by emerging markets: Latin America grew **21.1%**, India grew **20.3%**, Middle East & Africa grew **14.8%** while Asia Pacific grew **4.0%**. The UK grew **17.7%**, Continental Europe grew **6.5%**. North America grew **2.3%** (YoY in reported currency).

We are seeing strong deal momentum across markets resulting in double-digit growth in our TCV of **US\$ 42.7 billion**, which reflects our deepening partnership with our clients and gives us optimism for the medium to long term growth outlook.

In keeping with our capital allocation policy of returning substantial free cashflow to shareholders, the Board has recommended a final dividend of **₹28** per share, bringing the total dividend for the year to **₹73** per share. The company also successfully completed its fifth buyback program, distributing **₹17,000 crore** to shareholders. For the full year, the company's shareholder payout was **₹47,445 crore**, which will be our largest payout to date. Our average shareholder payout has been **more than 100%** during the last 5 years.

<sup>1</sup>GRI 2-22

<sup>2</sup>Excludes settlement of legal claim

## Business Overview

Established in 1968, our company has been a pioneer in the IT industry, across various technology cycles. At each of these defining moments, we refocused our investments, reinvented ourselves, and helped clients transform their businesses to stay ahead of the technology curve.

During FY 2024, customers continued reprioritization of projects in favor of those which are considered business-critical and where ROI realization is likely faster. We continue to see pressure on customers' discretionary spending. The recently won deals are converting into revenue as planned, the ongoing engagements started during the pandemic are being re-examined for the incremental value generated. While transformation remains a key ask, customers are expecting the same to be funded through savings from operations. Hence, the key engagement themes we saw during the year were around cost optimization and cloud transformation.

Demand was led by vendor consolidation, cloud migration and transformation, customer and employee experience enhancement, operating model transformation, business process optimization, supply chain initiatives, sustainability, AI enablement i.e. creating a cloud and data foundation for AI, and early-stage AI-infused transformational engagements.

Today, clients are seeing cloud as a strategy for business transformation and growth. The shift to cloud-native products and platforms is being fast-tracked, to achieve increased collaboration, security, scalability and efficiency. Hybrid, multi-cloud platforms are now becoming mainstream. Cloud adoption is a catalyst for innovation, and a strategy for business and growth itself. It provides the unifying digital fabric that forms the foundation for a connected future—one that continues to unfold with each technological advancement, including generative AI (GenAI).

The rise of GenAI has been catching customers' attention, and it promises a leap in productivity and accelerates the creation of new products and services. Although still in the early stages of adoption, the use of GenAI is expected to transform every industry. Many of our clients who are early adopters have begun experimentation and exploration on various use cases of GenAI, with our help.

## The Innovation Edge

Exploring innovative uses of GenAI continues to be a key focus area. We are helping our customers to use AI to:

(i) Assist, leveraging AI to supplement tacit knowledge with contextual knowledge to boost work effectiveness (ii) Augment, accelerating elite performance through collaborative intelligence, where humans and machines complement and magnify each other's talents, and (iii) Transform, leaping to a knowledge-driven superstructure with fast, consistent, and high-quality decision output to deliver new ways of working and the full realization of enterprise-wide AI. We have created one of the largest AI / ML and GenAI talent pools in the industry. We have doubled down on partnerships in areas such as AI, cloud, quantum computing and cybersecurity. These early investments have given TCS a head start in being a partner in our customers' technology adoption journey.

With our contextual knowledge and domain expertise, engineering DNA and intellectual capital, we have been the preferred partner for many customers in their strategic initiatives. This year, we signed several deals that are industry-defining in nature. We have included narratives about the work we did for **BSNL** – building an indigenous network, a true nation building project and how we built an advanced post trading platform for **SIX** in this Integrated Annual Report.

Our continued investments in Research and Innovation, and in building intellectual property, have further strengthened our transformational credentials. Many of our earlier R&I programs have matured into successful platforms and solutions which performed very well this year and helped differentiate our growth. We leveraged TCS HOBS™ to transform Celcom Axiata Berhad's core business support systems. For PostNord, TCS TwinX™ is helping increase sorter capacity, remove bottlenecks, and improve the collection and distribution sort plan. Similarly, TCS Omnistore™ is helping European home improvement company Kingfisher orchestrate a faster, smoother, and seamless checkout experience.

## Building a Skilled Workforce

Our approach to talent is strategic — we consider our employees as key stakeholders in our growth. Our ability to cycle through different technology and business model changes, continuously embrace new knowledge and stay relevant, defines us and gives us a significant edge over our competitors.

We have a strength of **601,546** employees, and our LTM attrition in IT services was **12.5%**, down by **760 bps** over the previous year. Our workforce continued to be very diverse, with over **152** nationalities represented and with women making up **35.6%** of the employee base.

**“**

We launched several initiatives this year to inculcate a strong engineering culture among our employees and build deeper skills in market relevant technologies like Cloud, AI, Cyber Security and more. TCS is collaborating with all the hyperscalers and entering new partnerships with other important players in the AI ecosystem to upskill at scale and build AI computing infrastructure to develop AI solutions for our customers.



We launched several initiatives this year to inculcate a strong engineering culture among our employees and build deeper skills in market relevant technologies like Cloud, AI, Cyber Security and more. TCS is collaborating with all the hyperscalers and entering new partnerships with other important players in the AI ecosystem to upskill at scale and build AI computing infrastructure to develop AI solutions for our customers.

In FY 2024, TCSers logged **51 million** learning hours, and acquired nearly **5 million** competencies. A culture of lifelong learning and innovation, by closely linking learning with careers and rewards, has placed us as the Global Top Employer for the 9th consecutive year, across 32 countries — placing us as one in only 16 organizations worldwide to achieve this status.

### **Embracing Aalingana**

We have fully adopted Project Aalingana, the Tata group's sustainability roadmap and the aim is to be net zero by 2045, integrating sustainability into business strategy and concentrating on three interlinked pillars of the project, i.e., promoting the decarbonization of our company and value chains; utilizing a systematic, circular economy approach to reduce resource usage and waste; and protecting and regenerating the environment.

We continue to make good progress in our net zero journey, on the environmental front. TCS had set a target to reduce its absolute Scope 1 and Scope 2 emissions by 70% by 2025 and become net zero by 2030. We are well ahead of our initial Scope 1 and 2 targets and have achieved a reduction of **80%** in Scope 1 and 2 emissions in FY 2024 over a baseline of 2016. We are doing this by increasing use of renewable sources of energy and improving energy efficiency.

The company's strategy for reducing emissions includes addition of more green buildings to the company's real estate portfolio, reduction of IT system power usage, responsible sourcing, and the use of TCS Clever Energy™, which leverages IoT, machine learning and AI to optimize energy consumption across campuses.

TCS is not only improving its own sustainability but also helping clients develop and implement their sustainability strategies and improve outcomes. We have built a comprehensive suite of over 200 offerings in sustainability services and solutions across different industry verticals. These solutions help enterprises decarbonize their operations and create net-zero pathways, addressing biodiversity loss and growing inequity. We help customers embed circularity in their products and services, by helping design agile, resilient, and sustainable supply chains and promoting reuse, recapture, and recycling.

### **Passion for Our Purpose**

TCS is meaningfully connecting marginalized groups, including women and youth, to economic opportunities. We continue to work with communities across the world, pursuing our long-standing commitment to programs in the areas of education, literacy for livelihood, skilling for employment, and digital entrepreneurship; while exploring areas of healthcare, digital inclusion, water, climate and sustainability.

Through clearly defined focus areas and strategic programs, our work has impacted the lives of over **7.1 million people**. We are working with public and social sector organizations to help close the literacy gap among the most marginalized adults, helping them access government entitlements and improving access to livelihood. We are empowering students in government schools with 21st century skills, introducing them to careers of the future, while empowering and building capacity of the teachers and education system.

By working with other private sector organizations, we are helping marginalized youth transition from college to meaningful careers across a variety of sectors. Our digital entrepreneurs are connecting disadvantaged communities in rural and aspirational districts across India with front line services in social welfare, banking, finance, insurance, health, e-commerce, logistics and more.

Our employee volunteer program called **HOPE** (Hours of Purpose by Employees) resulted in over **6.7 million hours** dedicated to purpose projects across dimensions of biodiversity, mental health, climate action, circularity, literacy, education, skilling, mentoring, conservation and more covering the 17 UN Sustainable Development Goals.

### **Greater Governance**

Governance at TCS encompasses ensuring ethical and transparent business conduct, addressing sustainability risks and opportunities and aligning robust disclosure requirements under the aegis of the board. At TCS, the Tata Code of Conduct serves as a guide for all employee behavior.

TCS consciously embeds the highest standards of governance in its operations. We have a holistic compliance framework and an integrated governance structure that encourages a strong commitment to global Environment, Social and Governance (ESG) disclosure standards for promoting transparency and accountability. As part of the Tata Group, we have long recognized the ESG stewardship as core to our purpose. We have a proud legacy of pioneering positive change, not just within the industry but in the communities where we operate as well, and our commitment remains steadfast.

### **Looking Ahead**

Our all-time high order book, continued deal flow and pipeline velocity give us confidence in our business momentum. Looking forward, we see greater opportunities ahead, as businesses become more technology-intensive and depend on technology to drive competitive differentiation and transform their industries. Our integrated business model which drives value creation for all our stakeholders, will continue to help us benefit from each new wave of technology change, and be a force multiplier for our growth and leadership in years to come. We thank you for your continued support in our journey ahead.

Best regards,

**K Krithivasan**

Chief Executive Officer and Managing Director



# The Year Gone By

**Q4**

Announced a 15-year expansion of its partnership with **Aviva**, the UK's leading insurance, wealth and retirement provider, to transform Aviva's UK life business and enhance customer experience leveraging the **TCS BaNCS™** platform. As part of this, the end-to-end policy administration and servicing will expand to cover over 5.5 million policies.

Announced a **final dividend of ₹28 per share**, taking the total dividend for the year to ₹**73** per share. The company also completed its fifth successful buyback returning ₹**17,000 crore** to shareholders, wherein the buyback process was completed in record time of **63** days. The **total shareholder payout** for the year was ₹**47,445 crore**.

Recognized as a **Global Top Employer** by the **Top Employers Institute** for the ninth consecutive year, for TCS' pioneering employee engagement and talent development initiatives. TCS was also named a top employer in **32 countries** and regions, including Europe, the UK, the Middle East, North America, Latin America, and South-East Asia.

Ranked the **#1 IT service provider for customer satisfaction in Europe** in an independent survey of over 2,000 CXOs of the continent's top IT spenders by **Whitelane Research**, for the **11<sup>th</sup> consecutive time**. The study also revealed that TCS demonstrated an 'exceptional' level of performance across five key IT domains: Digital Transformation, Workplace Services, Security Services, Application Services and Cloud Services, where TCS scored more than **80%**, and maintained a healthy lead compared to industry average scores.

Launched an **AI Experience Zone** to foster hands-on proficiency in AI and GenAI for its employees. Within this immersive environment, TCS employees can explore, engage, and experiment with cutting-edge GenAI-powered applications, creating innovative use cases, with all necessary guardrails and while upholding Responsible AI principles.

Launched **TCS Pace Port™ London**, the company's sixth global research and co-innovation hub, which is set to become a dynamic center for cutting-edge technology research and development in the region. The Pace Port will focus on innovation across a cross-section of industries, government priorities and critical national infrastructure while creating an ecosystem of experiences.



Featured on **FORTUNE® Magazine's 2024 list of the World's Most Admired Companies**, also featured in the **Forbes Global 2000 Rankings of the largest companies** in the world.

From Fortune, ©2024 Fortune Media IP Limited.  
All rights reserved. Used under license.

Ranked the **second most valuable IT services brand** (brand value up **11.5% to US\$19.2 billion**) by **Brand Finance**, with the incremental **US\$2 billion** growth being the highest absolute growth posted among the Top 25 leading IT firms in the world.

Former Executive Director, **Phiroz Vandrevala**, passed away in January 2024. He was a key part of the leadership team and made many significant contributions, such as being part of the efforts to take TCS public in its IPO in 2004, opening-up new markets, mentoring a new generation of TCSers, and in building a strong foundation for the company in the life and pensions industry.

Enabled Europe's most modern post-trade platform with **Euroclear Finland**, the national central securities depository of Finland, to integrate its core platform with the European securities settlement engine. This transformation program ensures easier cross-border settlements for investors in Finnish securities, attract more investment into the country, improve access to capital for Finnish issuers and also reduce cross-border settlement risks and costs for investors.



Sponsored 13 running events through the year, including the **TCS New York City Marathon**, **TCS Amsterdam Marathon**, **TCS London Marathon**, **TCS Toronto Waterfront Marathon** and **TCS Lidingöloppet**, where total distance covered by the runners crossed more than 80 million miles.



**TCS New York City Marathon**



**TCS London Marathon**



**TCS Toronto Waterfront Marathon**

Partnered with **Macquarie University** to launch the **TCS GoZero Hub**, a research and innovation center to guide Australian organizations in their journeys towards **net zero carbon emissions**. Aligning with the central themes of COP28, this hub will focus on five core themes – *energy transition, carbon management, nature positive future, circular economy and sustainable waste management, and climate adaptation and resilience* – and how to limit and prepare for future climate change. The TCS GoZero Hub will also support education pathways, providing relevant skills and knowledge to prepare students for successful, future-focused careers.



Professor Dan Johnson, Pro Vice-Chancellor – Research, Innovation and Enterprise, Macquarie University; K. Krishivasan, CEO & MD, TCS; and Girish Ramachandran, President, TCS Growth Markets at the launch of the TCS GoZero Hub in Sydney.

Paid tribute to the passing away of **Mr. Y P Sahni**, one of the members of the original founding team at TCS, who laid the foundations of the company and served as the President till his retirement in 1996.

Signed a multi-year partnership with **ASDA** in a divestiture and digital transformation deal, to help implement a new organization-wide IT operating model, following its divestiture from Walmart. The strategic partnership will leverage TCS' cloud, AI, and security solutions to help ASDA deliver the divestiture smoothly, on-time and securely, in addition to further enabling ASDA in enhancing its customer experience and innovation capabilities to help increase their market share and retain price leadership.

Selected by **TPG Telecom**, Australia's leading telecommunications company, as a strategic technology transformation partner, to simplify and streamline internal systems and platforms, enhance customer journeys and products, and increase digitisation. This will help TPG Telecom become Australia's best digital telco by delivering great value connectivity services to end customers.

**Q3**

Selected by **ASX**, Australia's primary securities exchange to provide a next generation clearing and settlement platform to service the Australian market. TCS will leverage its flagship product TCS BaNCS for Market Infrastructure to enable the transformation, replacing ASX's existing platform for cash equities clearing and settlement.

Partnered with **The Munch Museum** in Oslo, to create immersive and interactive drawing experiences for local visitors and global audiences. Scientists from TCS Research will leverage their expertise in AI and Machine Learning to bring Edvard Munch's artworks and creative process to life through the power of digital innovation. TCS will also provide IT consultancy, collaborative workshops, and talent exchanges to help create immersive museum experiences that showcase the future of art.

Partnered with **SIX**, the operator of the Swiss and Spanish financial market infrastructures, to transform its post trade market infrastructure, which offers greater flexibility, security, and ease of maintenance and its modern, cloud-ready architecture can also integrate more easily with digital

ecosystems, opening-up possibilities of innovative new products and services. The program is more scalable and currently processes more than 4 million transactions per day, covering more than 60 global markets.

The signing of the Swiss Securities Clearing Corporation (SECOM) deal in 1989, marked TCS' entry on the global stage, competing with a select set of large consulting firms for executing large, complex programs involving deep domain expertise. SIX' mission critical core platform was originally built by TCS, and was one of the world's first online real-time settlement systems.



**Q2**  
Selected by **BSNL**, state-owned telecom operator of Government of India, to roll out a modern 4G/5G mobile communication infrastructure across India covering 100K telecom sites, as part of its efforts to build indigenous telecom technology and local manufacturing of the telecom gear.

Partnered with **JLR**, a large UK based multinational automobile company, to accelerate digital transformation across its business, TCS will deliver a broad range of services spanning application development & maintenance, enterprise infrastructure management, cloud migration, cybersecurity, and data services. TCS will help JLR transform to a leaner and scalable operating model with a future-ready digital core, by leveraging new technologies to transform IT operations and adopting new ways of working.

Chosen by **British Council**, the UK's international organization for educational opportunities and cultural relations, to transform its professional services function that includes Finance, Procurement, Human Resources and Digital & Technology. TCS will leverage its contextual knowledge, deep domain expertise and proprietary platforms to help develop more innovative and user-friendly services. The partnership will also enable the British Council to focus on improving the quality and efficiency of services, ultimately leading to an enhanced customer experience.

Selected as a strategic partner by the **Government of India** to transform the **Government e-Marketplace (GeM) platform**, into a world-class platform. The project will enable growth and scale, improve inclusivity for MSME enterprises, enhance data analytics for improved supply-chain operations and provide enriched user experience through innovation and domain expertise of TCS.



Partnered with **Dassault Systèmes** through its **Living Heart Project** that unites an ecosystem of cardiovascular researchers, educators, medical device developers, regulatory agencies including US FDA, and practicing cardiologists, to develop and validate realistic digital simulations of the human heart. The TCS Bio Digital Twin is a biophysics-based high-fidelity computational model developed by TCS' researchers, to enable investigation of the function of a particular human organ remotely and non-invasively.

- Created the first-ever digital heart of long-distance runner, two-time Olympian, and Boston Marathon champion Des Linden. The twin will help see, measure, and monitor the heart going through significant stress—and predict with high accuracy how it will perform, to transform how the athlete trains.



## Q1

Selected by **Nest**, UK's largest workplace pension scheme, to digitally transform its scheme administration services with a future-ready, digitally enabled, omnichannel platform powered by TCS BaNCS™. TCS will leverage the latest technologies and data analytics to deliver enhanced, personalized, and self-directed experiences to members. This will enable Nest's 12 million members and 1 million employers to access the right information at the right time, in the way that suits them best.

Awarded a 10-year contract by the **UK's Department for Education (DfE)** to manage the scheme administration services and further enhance customer experiences for the **Teachers' Pension Scheme in England and Wales**. TCS' future-ready, digitally enabled, omnichannel platform, powered by TCS BaNCS™, will enable accurate administration of pension records, payment of benefits, effective scheme finance management, proactive member engagement and easy access to information.

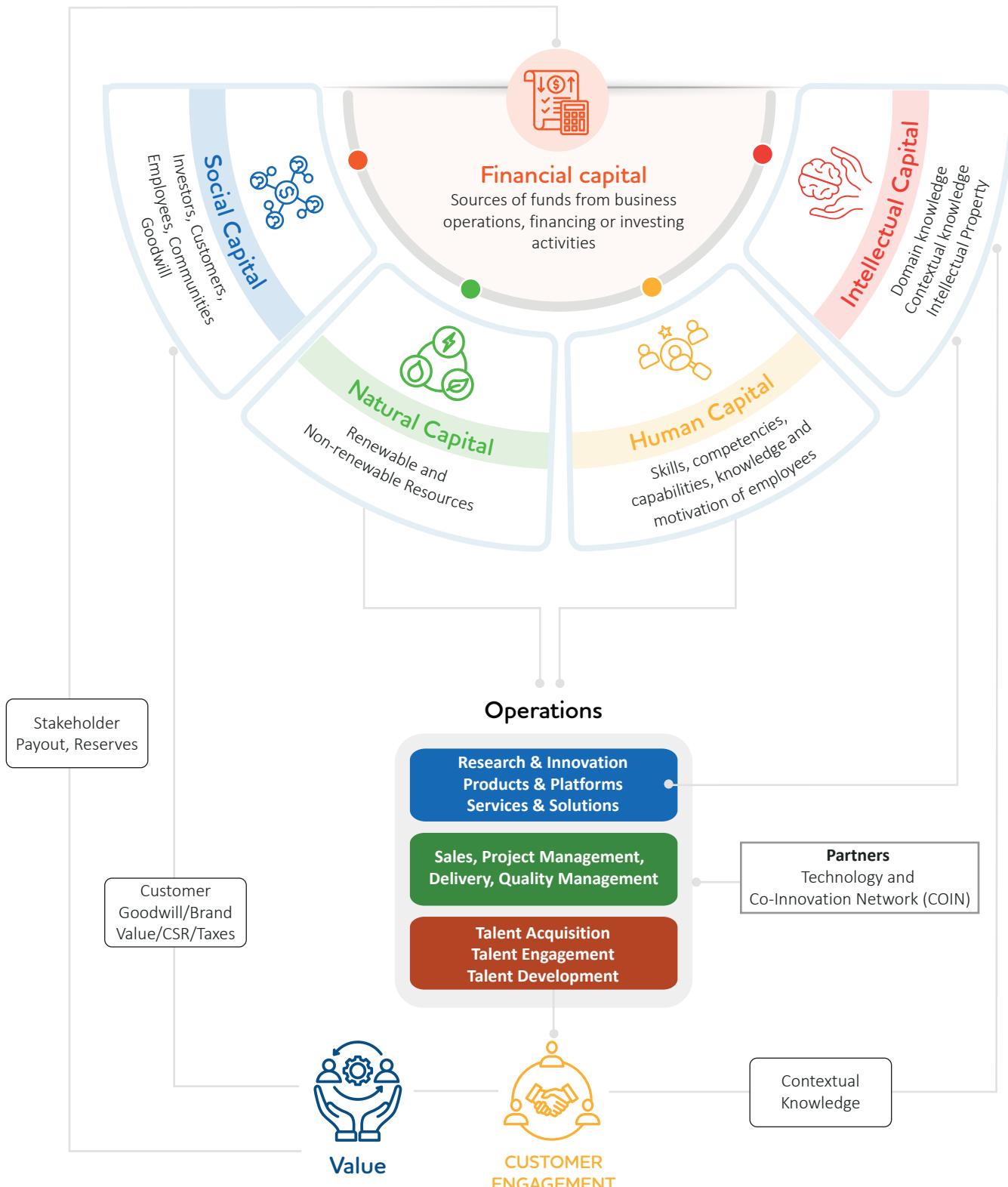
Engaged by **Standard Life International DAC**, a wholly owned subsidiary of the Phoenix Group, to transform its operating model and enhance the customer experience for its policyholders in Europe, using the TCS Digital Platform for Life and Pensions, powered by TCS BaNCS. TCS will set up a customer operations center in Germany, and a future-ready Life and Pensions Digital Platform for Germany and Austria. As part of the transformation, TCS will create comprehensive, omnichannel, journey-based digital experiences for policyholders and advisors.

Celebrated 20 years in Mexico by inaugurating a new office in **Monterrey**, becoming TCS' **ninth office** in the country overall, with a state-of-the-art building which is one of the tallest in the cities. TCS serves more than 250 clients out of these centers.



# TCS Integrated Business Model

## Value Creation using the Five Capitals



# Financial Capital

TCS' longevity is a testimony to the strength of our business model and our ability to reinvent ourselves in an ever-evolving technology landscape to stay relevant to our customers while remaining focused on creating value for all our stakeholders.

## Outcomes

- Best in class profitability and strong balance sheet provide greater ability to invest in newer capabilities and to weather economic downturns
- Superior Return Ratios
- Sustained long term cashflow
- Consistently high shareholder returns

₹ crore

	TCS Value Creation and Distribution <sup>1</sup>			
	FY 2023	FY 2024	% of FY 2024 Revenue	Y-o-Y Growth (%)
Revenue from operations	225,458	240,893	100.0	6.8
Employee cost	127,522	140,131	58.2	9.9
Other cost of operations *	43,699	41,451	17.2	(5.1)
R&D and innovation expense	2,500	2,751	1.1	10.0
Community Investments	866	953	0.4	10.0
Tax expense *	14,604	16,262	6.8	11.4
Shareholder payout including proposed final dividend	42,079	47,445	19.7	12.8

\* Excludes settlement of legal claim in FY 2024

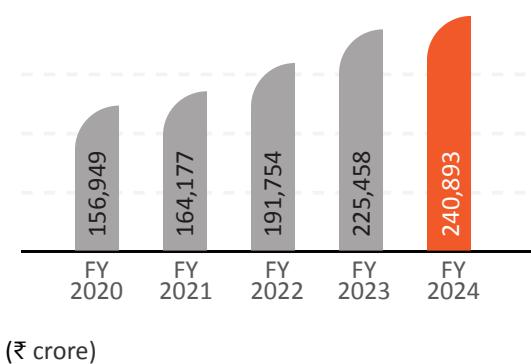


<sup>1</sup>GRI 201-1

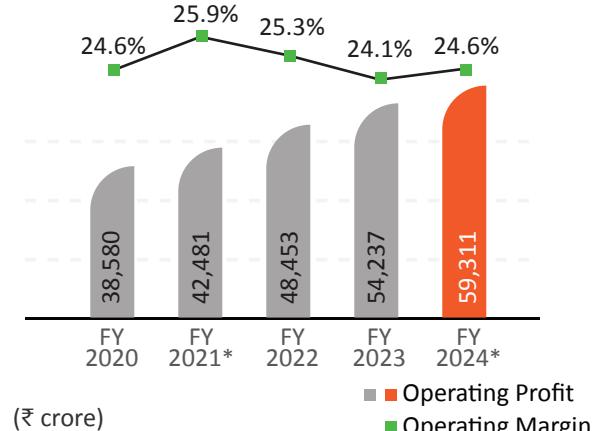
<sup>2</sup>Adjusted for Bonus shares

\*From listing till Jan'2024, not considered while calculating share price return

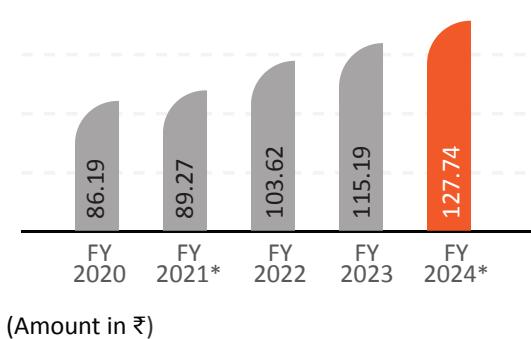
### Revenue Trend CAGR 10.5%



### Operating Profit Trend

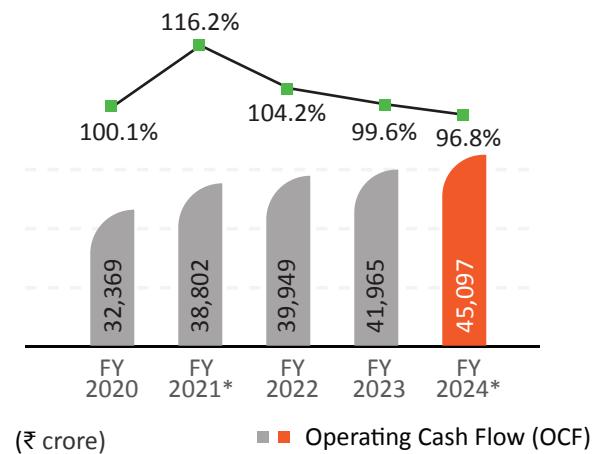


### Earnings per share CAGR 9.0%

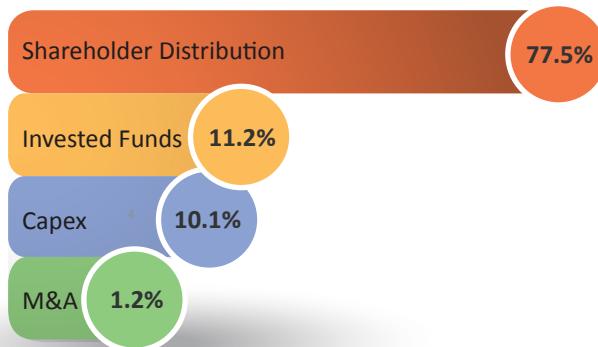


(Amount in ₹)

### OCF and Cash Conversion

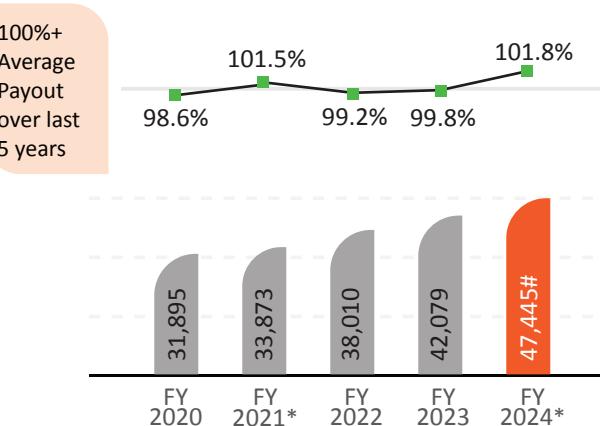
(₹ crore) ■ Operating Cash Flow (OCF)  
■ OCF to Net Profit Ratio

### Cash Usage for the last 20 years #



# For the period FY 2005 to FY 2024

### Shareholder Payouts

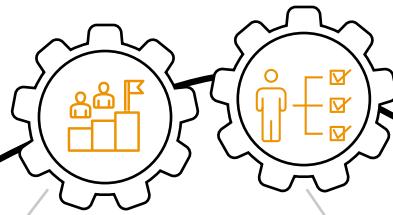
(₹ crore) ■ Shareholder Payout (including Dividend, Special Dividend, Buyback and taxes)  
■ Shareholder Payout ratio

# includes proposed final dividend

\* Excludes provision (in FY 2021) and settlement (in FY 2024) of legal claim

# Human Capital<sup>1</sup>

## Best in Class Talent Management



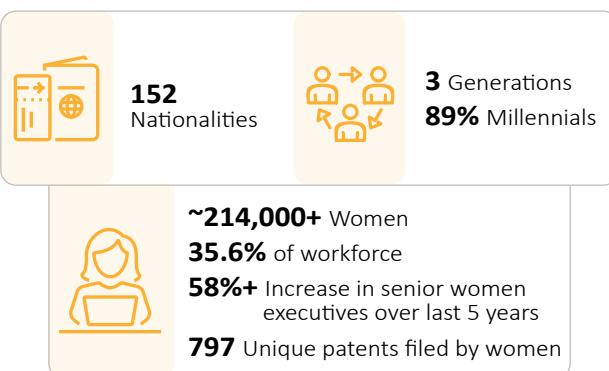
**601,546**  
Employees

**Workforce**  
Globally distributed,  
highly localized

**12.5%**  
LTM  
attrition in IT  
services

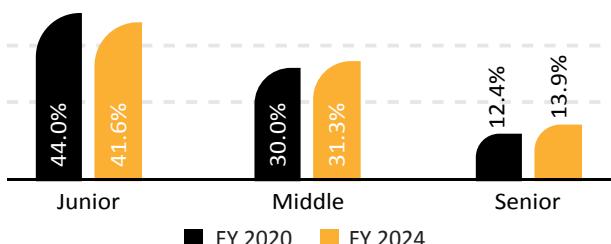
**Talent Retention**  
Revert to normal  
range in FY 2024

## Talent Diversity and Inclusion

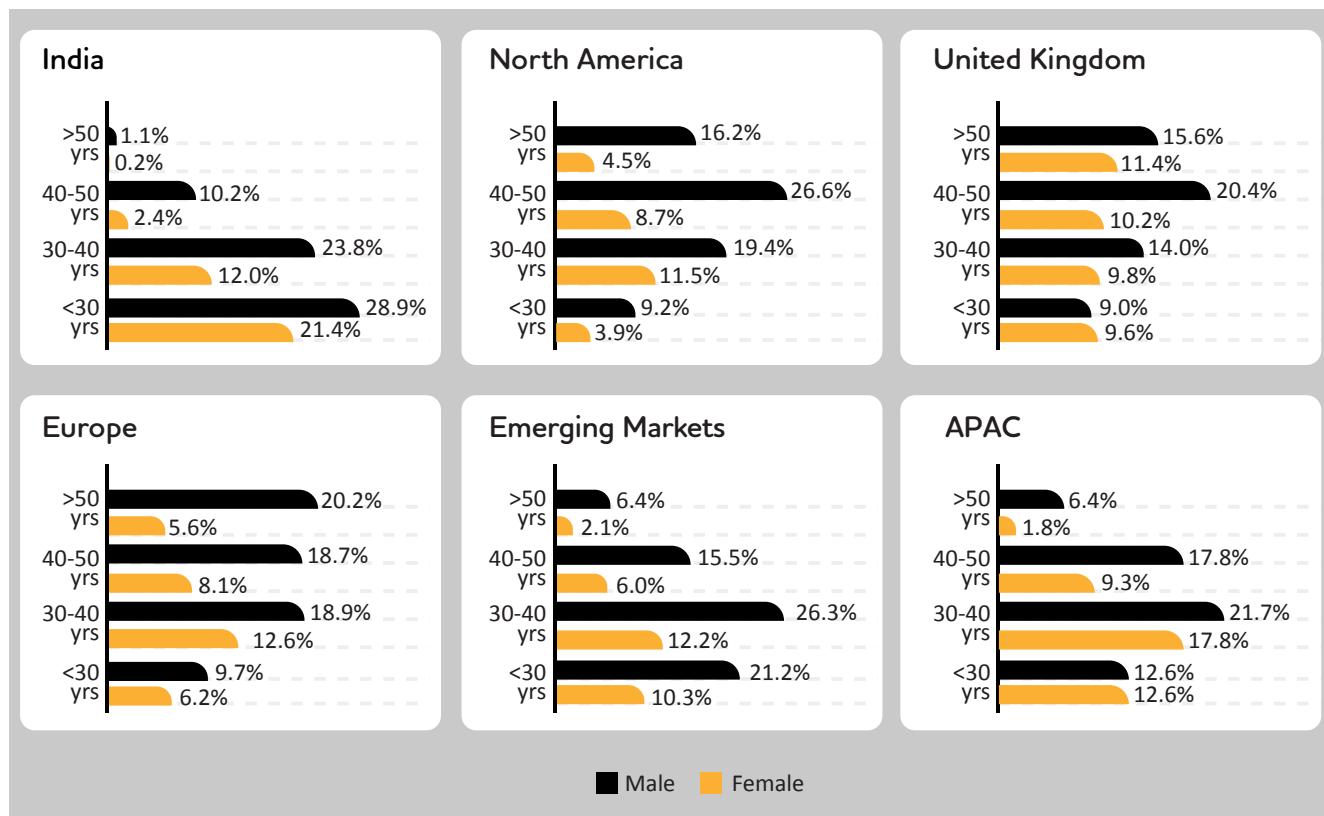


### Rising up the ranks

% Women improved at mid- and senior levels over last 5 years



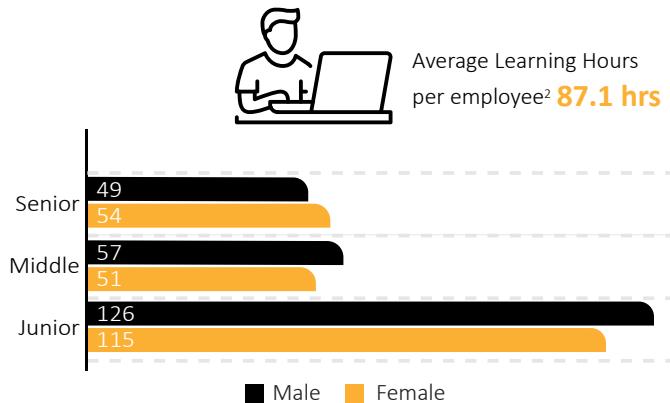
## TCS Employees by Region, Age and Gender



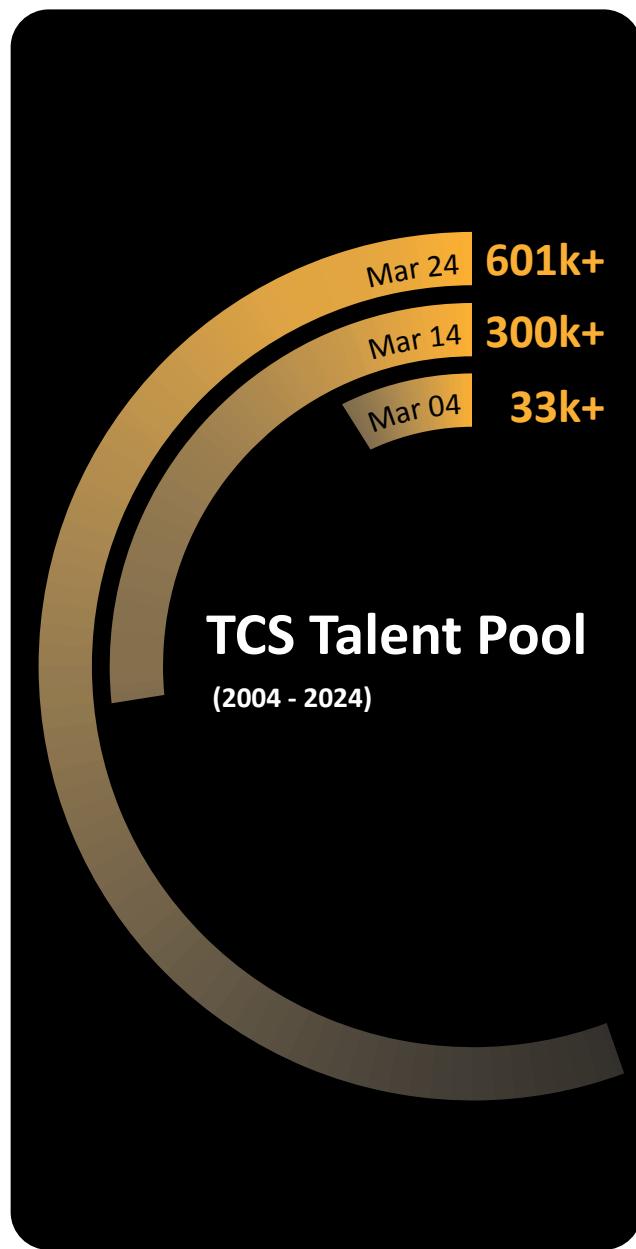
<sup>1</sup>GRI 401-1, GRI 405-1

## Talent Development

TCS is invested in its people for the long term, supporting them to build meaningful careers they aspire to, supporting the development of its people, providing them with opportunities and tools for them to continuously develop and reinvent their skills and careers, so they remain at the cutting edge of innovation.



## Engagement with Purpose



<sup>2</sup>GRI 404-1

# Intellectual Capital

## Highlights

**5,500+**

Researchers and Innovators

**3,919 / 8,040**

Patents Granted / Filed (cumulative)

**257**

Tier-1 Publications

**40+**

Research and Innovation centers

**70+**

Academic Partners

### 6 Pace Ports Co-Innovation Hubs

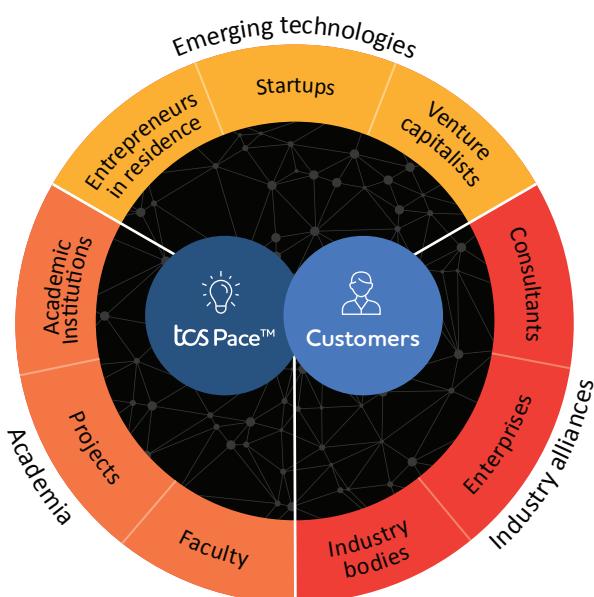
New York, Amsterdam, Toronto, Pittsburgh, Tokyo, London

**2,900+**

Start-up Partners

### The TCS Pace Innovation Ecosystem

A platform that brings together these three rings and the layers within them to create a comprehensive and engaged ecosystem of innovation. Pace is geared toward building innovation experiences and systems of rigor in innovation to create tangible business outcomes for customers speedily and at scale.



### Focus Areas of TCS' R&I:



Purposeful AI



Computing Futures



Digital Sciences



Sustainable Futures

#### Physical Sciences

- Meta Materials for Communications
- New Materials Formulation
- Li-ion Batteries
- Catalysis
- Effluent Treatment

#### Behavioural and Business Sciences

- Emotional Wellbeing for Enterprise
- Consumer Behavior in Retail
- Gamified Engagement and Learning
- Understanding Personae in Connected Homes

#### Life Sciences

- Generative Design in:
  - Drug (including vaccines and proteins) design and synthesis
  - Molecules, Formulations and Manufacturing Processes

#### Computing / Data Sciences

- Generative AI
- High Performance Computing and AI
- Multicloud deployments
- Cyber Cloud- Data Residency, Compliance, Security- Resilience on Cloud
- Low Energy Hardware, Low Energy High Performance Computing
- Edge Hardware for Compute and Communication
- Quantum Communications
- Robo Logistics
- Learning Aided Adaptive Software
- Digital Transformation for Applications
- AI in Software Development Lifecycle and Data Analytics
- AI for Cybersecurity
- Privacy preserving Service Operations, Privacy preserving Biometrics, Trustworthy AI
- Remote Sensing Spacetech for Sustainability and Infrastructure
- Energy Internet and Carbon Market
- Sustainability in Manufacturing, Carbon Capture, NetZero Transition and Renewables

# Products and Platforms

## tcs BaNCS™

- 29 new wins and 38 go-lives in FY 2024, including 5 large insurance platform wins
- Services more than 30% of the global population for Banking, 100+ Countries covered
- 8 out of top 10 custodian and asset management firms run on TCS BaNCS
- Largest independent solution provider in financial market infrastructure, serving over 20 countries with mission critical systems
- Market leader in Indian brokerage and trading system, with 35% volume market share, across front, back office, risk and professional clearing
- Largest BpaaS provider, delivering digital transformation to the UK Life & Pension industry, serving 1 in 3 UK citizens
- Services more than 140 million property and casualty policies globally; also leading India's general insurance segment



- Market leading autonomous enterprise platform encompassing unified observability, AI platform and end to end closed loop automation
- 130+ deals closed, 20 new customers went live in FY 2024 with AI and GenAI use cases
- Business Health Monitoring (BHM), Business Transaction Monitoring (BTM), hybrid and multi CloudOps with FinOps capabilities

## tcs iON

- 425+ new wins in FY 2024
- 65 million candidates assessed
- More than 2,900 question papers delivered in FY 2024, 54% increase YoY
- Over 3,100 corporates have access to fresher talent pool through TCS iON NQT

## tcs ADD™

- Comprehensive suite, powered by AI, for digital transformation of drug development and clinical trials
- 1250+ studies onboarded by TCS ADD Platform
- More than 1 million adverse event case processed by TCS ADD Platforms using AI.
- 2 new wins and 4 go-lives in FY 2024

## tcs HOBS™

- Plug and play SaaS based business platform to digitally transform business, network and revenue management domains of subscription-based businesses
- 3 new wins and 5 go-lives in FY 2024

## tcs Optumera™

- AI /ML powered merchandise optimization platform that enables retailers to unlock exponential value by optimizing space, mix, price in an integrated manner
- 1 new win in FY 2024

## tcs TwinX™

- AI powered enterprise digital twin covering customer, product and process to help business leaders simulate and optimize enterprise decisions, predict and proactively manage outcomes
- 13 new wins and 8 go-lives in FY 2024
- Helps businesses achieve:
  - Enhanced and accelerated cashflows upto 10%
  - Upto 10-15% increase in revenues
  - Upto 2X faster time to market
  - Build a sustainable competitive advantage
  - Enhanced customer experience
  - Improved asset utilization by 5%

## tcs OmniStore™

- AI powered composable commerce platform that provides a unified, personalized and 'always on' checkout experience for shoppers across channels, helping businesses roll out omnichannel customer journeys and new services quickly without worrying about channel constraints
- 2 wins and 1 go-live in FY 2024

## tcs MasterCraft™

- Digital platform to optimally automate and manage IT processes.
- GenAI driven digital products to optimally and securely modernize legacy applications and data.
- Processed 325 billion records for data privacy and 15 billion records for data quality
- Automated generation of 60+ mn lines of Java and JavaScript code, with over 50% productivity gains
- Analyzed 600 million lines of legacy code, delivering a productivity improvement of 20-30%
- 110 new wins in FY 2024

## jile

- Scalable Agile DevSecOps platform to accelerate software development and delivery
- 29 new wins in FY 2024

## QUARTZ

- Business solutions, foundational technology and tools that bring together combinatorial power of next-gen technologies including DLT/AI, across varied industries like BFSI, Supply Chain, Energy, Utilities and eGovernance.
- 6 new wins and 3 go-lives in FY 2024

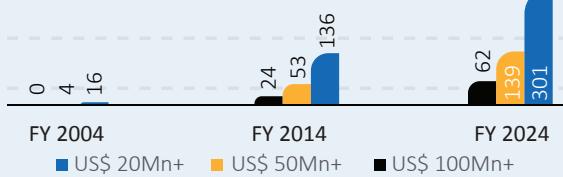
# Social Capital

TCS' business model and strategy have resulted in fostering long term relationships with its customers, suppliers, a highly skilled workforce, continuous increase in market share, maintain integrity and strong ethics as a responsible corporate citizen and transform industries through a proven track record in longer term value creation. All of this has significantly enhanced the company's brand value, which is a quantifiable measure of its social capital with stakeholders.

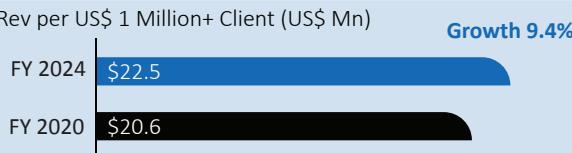
## Customers

Customer-centricity is at the core of TCS' business strategy. It seeks to deliver superior outcomes, and build strong, enduring relationships. By proactively investing in building newer capabilities, and launching new services and solutions with which to add value in newer parts of the client's business, TCS continually expands and deepens its client relationships.

### Large Client Metrics



### Rev per US\$ 1 Million+ Client (US\$ Mn)



TCS hosted customer summits across North America, Europe, Japan and APAC, bringing together distinguished C-suite executives, partners and thought leaders, with the focus shifting to face-to-face interaction and collaboration in FY 2024.

## Shaping our journey together

K. Krishivasan  
CEO & MD, TCS

## Outcomes

- Expanding participation across broad range of stakeholders across the enterprise including business heads, CMOs, CROs, COOs, CFOs and even CEOs
- Continual expansion of customer relationships in terms of services consumed
- Highly satisfied customers



## Investors

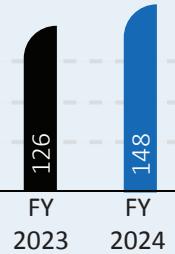
TCS is seen as a benchmark in its outreach to investors, its transparency and disclosures, and communication of its longer-term strategy. For the last many years, its Investor Relations program has been winning awards based on surveys of investors and analysts across Asia.



## Industry Analysts

TCS has a robust engagement program with research firms and industry analysts. Briefing industry analysts and participating in competitive assessments ensures visibility with prospective clients who use such reports to evaluate vendors.

### Assessment in which TCS was ranked a Leader by Research Firms



## Branding

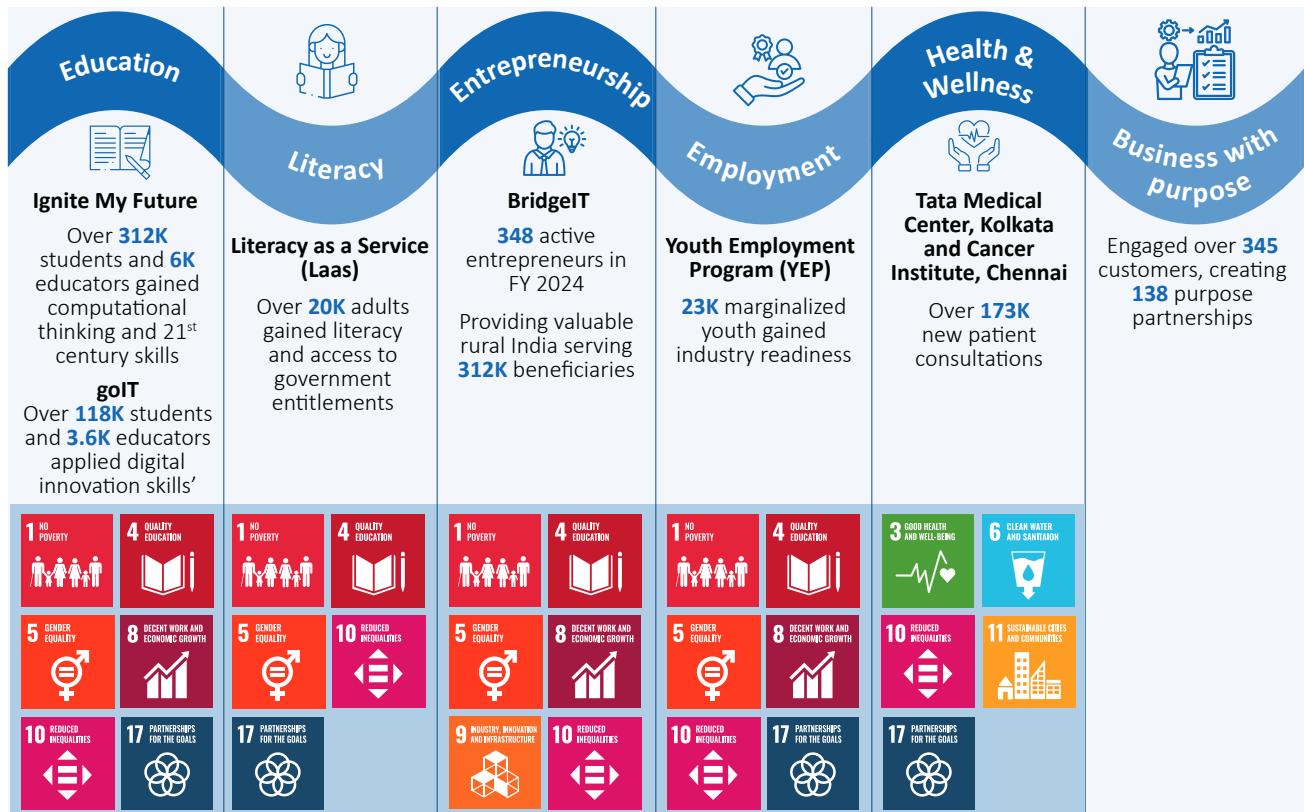
TCS posted the highest growth in brand value in the IT Services sector this year, increasing the value of its brand by US\$ 2 billion according to **Brand Finance**. Its current brand valuation of **US\$ 19.2 billion** cements its position among the Top 2 Brands globally in its industry. The Kantar BrandZ 'Most Valuable Global Brands 2023' report also ranked TCS among the Top 50 brands globally, across all industries.

### TCS Brand Valuation



Source: Brand Finance

<sup>1</sup> includes multiple investors in group meetings

**Community<sup>2</sup>**

↔ Our **CSR programs on Education, Livelihood, Employment, Entrepreneurship** ensured the inclusion of marginalized talent through social transformation ↔

**3.4x**

Enhancement in income for women who complete YEP and get employment in comparison to an average worker in rural area

**4.6x**

Higher earnings for women BridgeIT participants compared to other self-employed in rural India



**₹953 crore**  
CSR Spend



**7.1 million**  
beneficiaries



**143K+** volunteers  
**6.7 million** hours

**96%**

Students who completed goIT demonstrated understanding of how technology can be used to improve their community

**90%**

LaaS program participants encouraged their own children especially girls to go to school

<sup>2</sup> GRI 413-1



# Natural Capital

TCS combines its strong sense of purpose with digital expertise and innovation to drive not only its own sustainability journey, but also that of its customers, business partners and stakeholders.

The company's environmental stewardship rests on four pillars: carbon footprint mitigation, water conservation and recycling, waste reduction and recycling, and preserving biodiversity.

## Energy Management and GHG Emissions Reduction



### Target:

70% reduction of Scope 1 + 2 emissions by 2025 (vs base year 2016) and Net Zero by 2030

### Initiatives for reduction of Scope 1 and Scope 2 emissions:

- Energy Efficiency and Optimization
  - New campuses designed as per green building standard and innovative technology used.
  - Optimize operational energy efficiency with real-time monitoring and controls.
  - Upgrade legacy equipment/utilities
- Green IT
  - Procurement of energy efficient IT equipment.
  - Data center and distributed IT power management.
- Greater use of Renewable Energy
  - Maximize roof top solar capacities and RE procurement.

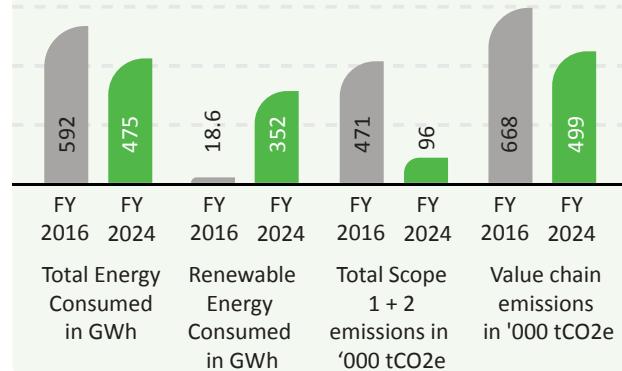
### Initiatives for reduction of Scope 3 emissions:

- Employee Commute:
  - Transition to transport fleet of cabs and buses with EV.
  - EV charging facility for private vehicles of employees.
  - Employee engagement for use of public transport.
- Business Travel:
  - Reduce business travel through use of collaborative tools and technology.
  - Use of flights having sustainable aviation fuel (SAF) or other options, as and when these are commercially available.

### Outcomes

Reduced Energy Consumption ...Increased Use of Renewable Energy...  
... reduced TCS' Carbon footprint.

20% ↓ 19x ↑ 80% ↓ 25% ↓



## Achievements

We have reduced our absolute carbon footprint across Scope 1 and Scope 2 by 80% in FY 2024 over a baseline of 2016, exceeding our target achievement by 10%, one year ahead of time



**67.3%**

% total office space (for India) as per Indian Green Building Council standards.



**74%**

Renewable energy as % of total energy consumed



**1.7 PUE**

weighted average PUE at TCS data centers



**10.2 MWP**

Rooftop solar generation capacity across TCS campuses

## Water Conservation



### Target:

3% YoY reduction in freshwater consumption across owned campuses

### Initiatives:

Initiatives include conservation, sewage treatment and reuse, rainwater harvesting (RWH) and employee awareness. All new campuses have been designed for higher water efficiency, treatment and recycling of sewage, and rainwater harvesting.

## Waste Reduction and Reuse



### Target:

Reduction in waste generation, maximizing recycling and reuse to divert waste to landfill

Maximize recycling of all recyclable waste like e-waste, office paper, packaging and plastic wastes

**95%**

Food waste treated in biodigesters and organic waste converters in owned campuses

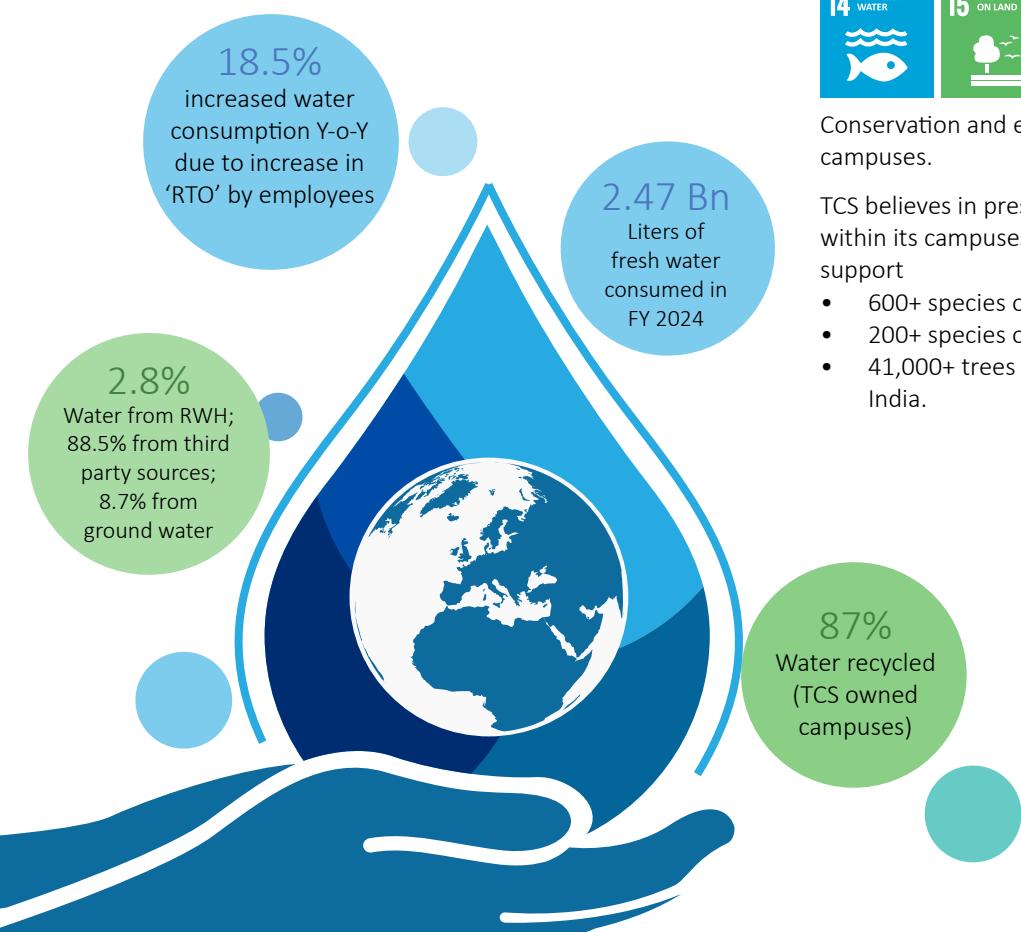
## Biodiversity

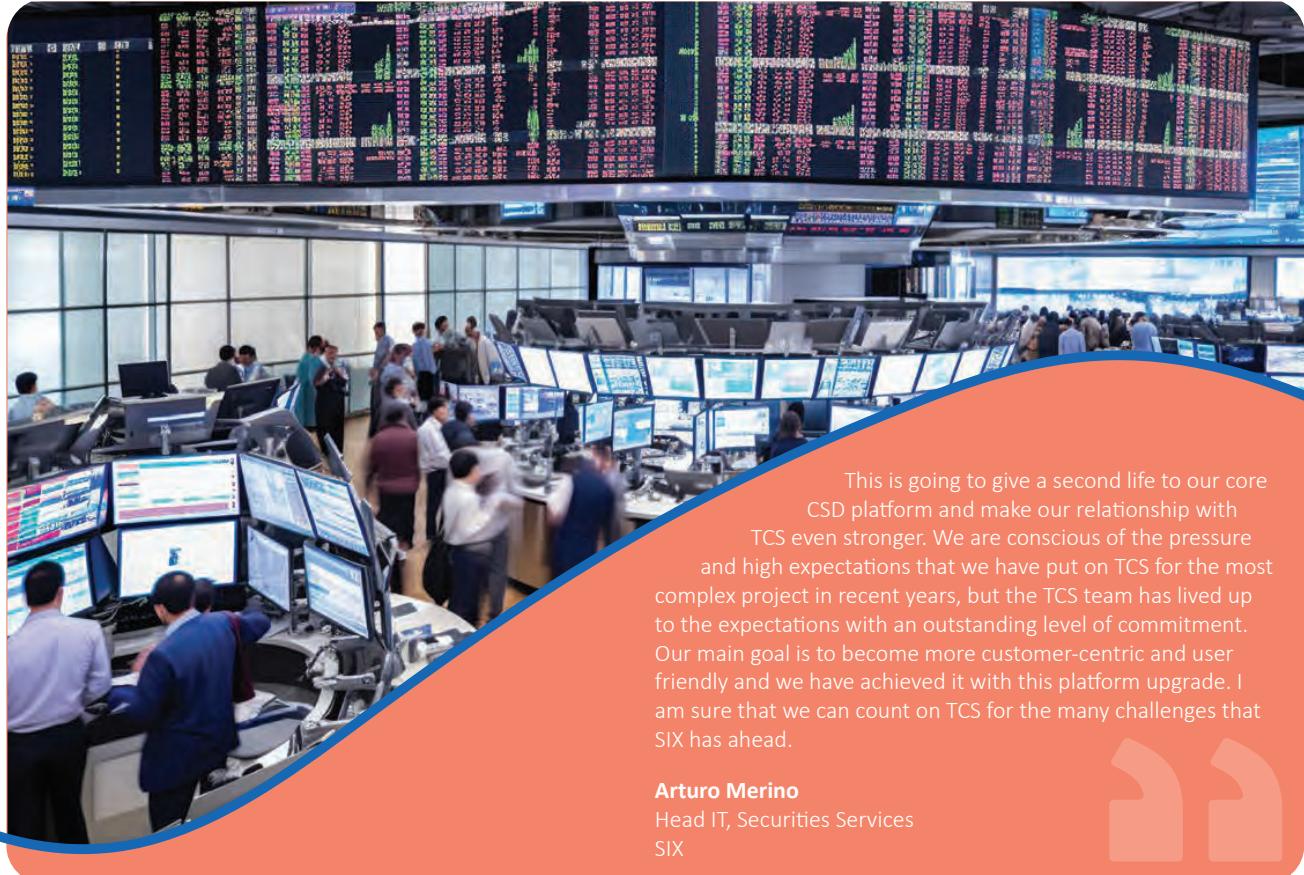


Conservation and enhancement initiatives within TCS campuses.

TCS believes in preserving and enriching the biodiversity within its campuses. Various initiatives have helped support

- 600+ species of flora
- 200+ species of fauna
- 41,000+ trees present across 18 TCS campuses in India.





## Trading old for new: SIX unveils an advanced post trading platform

With 13,500 trade legs per minute, 13 million transactions per day and few trillion USD worth of securities in custody, SECOM is the electronic post trading system used by SIX for automated processing and settlement of transactions. Built by TCS, SECOM was one of the world's first real-time gross settlement (RTGS) systems and formed the backbone of the Swiss capital market. But can a three-decade old system meet the strenuous demands of modern times? TCS and SIX both knew the answer was 'no'. SIX decided to embark on a journey of transformation yet again, backed by three decades of relation and trust it shares with TCS.

Back in 1990, when SIX was looking to enhance the scalability of its batch system to meet the market demands of the future, TCS proposed a new platform called SECOM. This platform would be real time, cutting-edge, scalable, and modular with robust architecture. Enabling straight-through processing, it was amongst the most sophisticated systems of its time. Over the years, TCS continued to manage this system for SIX.

Three decades later, SIX partnered with TCS to accomplish another mega feat. TCS executed a PoC to demonstrate the

This is going to give a second life to our core CSD platform and make our relationship with TCS even stronger. We are conscious of the pressure and high expectations that we have put on TCS for the most complex project in recent years, but the TCS team has lived up to the expectations with an outstanding level of commitment. Our main goal is to become more customer-centric and user friendly and we have achieved it with this platform upgrade. I am sure that we can count on TCS for the many challenges that SIX has ahead.

**Arturo Merino**  
Head IT, Securities Services  
SIX

feasibility of modernizing the existing system. TCS showed how this transformation would serve SIX for decades to come – making it more efficient, enabling speed and growth for the firm. Placing trust in TCS' execution capabilities, SIX decided to go ahead with the transformation. Thus, the next journey from mainframe to an open and more resilient system began.

To take this forward, TCS tapped into its design labs to create a platform that reimagined the user experience and enabled faster response to queries. TCS was able to fast-track this development with an ingenious automation solution which migrated over 500 billion records in record time, saving 10-12 months' time from the overall process.

The flexible, secure, and cloud-ready platform is economical and makes SIX' internal operations and process more efficient. The ability to customize individual post trade processes depending on market requirements in different parts of the world has set SIX on a steady path of growth and expansion. With this new and advanced system, SIX became more modern, up to date and market-friendly – boosting customer-centricity and overall competitiveness – and maintaining its pole position in the Swiss financial market.



TCS has been a critical partner of Experian in this initiative from day 1, working closely with the Support Hub team to structure our requirements and design an intuitive, accessible solution that could be deployed quickly. We're proud of Support Hub and its impact in supporting vulnerable consumers, and it's been a pleasure to have TCS join us on this journey.

**Paul Lamont**  
**Product Director**  
**Experian Consumer Information Services**



## Shaping a future of accessibility and financial inclusion

With a commitment to empower all individuals to access financial services equitably, Experian PLC, a global leader in consumer and business credit reporting services, has taken a significant step towards bridging the gap in financial inclusion for differently abled people in the UK.

As the Dublin, Ireland headquartered company helped differently abled people take control of their credit with complete access to their data and offers, it discovered that this demographic is mostly under-served. Organizations across utilities, retail and banking are not aware or not able to cater to their support needs effectively, providing the company an opportunity to get closer to its customer and deliver more accessible products and services.

With TCS as a partner, Experian developed the Support Hub to help vulnerable people get easier access to essential services like banking, utilities, telecom and retail. For the first time, consumers can disclose their support needs to multiple organizations at the same time and have complete control over their data with an intuitive and accessible UX designed exclusively for them.

Leveraging the TCS Pace™ and TCS Accessibility Centre of Excellence from design to testing, Support Hub is instrumental in improving Experian's user engagement. The Experian Support Hub allows people to share their support needs with multiple service providers in a simple, standardized way. For instance, the end customer can now define their needs like requesting statements in Braille or getting longer appointments or more support when visiting a branch.

Through this unique initiative, Experian has been able to expand its partner ecosystem which will help them enter new markets and make a pivotal advancement in fostering financial inclusion. By 2030, Experian aims to help seven million consumers connect with over 200 organizations.



## Connecting India, Faster: BSNL 4G/5G Network roll-out

In response to the Government of India's '*Atmanirbhar Bharat*' call, TCS collaborated with Centre for Development of Telematics (C-DOT) and Tejas Networks Limited (Tejas) to design and develop an indigenous telecom stack. This complex initiative was undertaken with significant efforts to design the equipment, establish a lab and testing infrastructure of scale besides building the entire manufacturing ecosystem in India. The resultant solution of EPC Core, RAN, IMS, and the cognitive NMS was proven by integrating it in the state-owned Bharat Sanchar Nigam Limited's (BSNL) existing network through a well-structured proof of concept. The indigenously designed equipment are programmable and the overall network will be 'Software Defined' and highly configurable. With this, India became only the fifth country in the world to have developed this complex technology end to end.

Post the satisfactory evaluation of the indigenous telecom stack, BSNL awarded TCS the mandate to supply, install and commission the pan India 4G/5G mobile network across 100,000 sites. The contract involves the following key dimensions:

- Establishing modern cloud native data centers with geographical redundancies for each of the four zones and about 30+ edge data centers closer to the clients.

- Deploying the EPC Core and IMS software supplied by C-DOT integrating it with the existing BSNL landscape in a high scalable cloud architecture along with TCS' Cognitive Network Operations (CNOps) to efficiently manage and configure the network.
- Install, commission, and optimize the Radios (RAN) meeting the specifications of BSNL and global standards, supplied by Tejas.
- Extend Operations and Maintenance support to the network on an on-going basis.

This project is governed as a 'mission-mode' project by TCS, BSNL and the Department of Telecommunications. As of April 2024, TCS has delivered 11,000 sites and are well on its way to complete the roll-out by end of this year. BSNL has already added to the scope another 22,000 sites to further densify the coverage and to include 'saturation' sites. This is to ensure digital inclusivity to rural and remote areas of India.

This is a historic and significant leap towards bridging the digital divide, ushering in the benefits of a powerful voice and data network to all corners of the country. With this, TCS along with its partners is enabling BSNL to enhance its competitiveness, increase revenues, offer a compelling enterprise proposition, and explore new business opportunities.





## A joint venture gives rise to a digitally powered insurance firm

What happens when two companies with a shared vision join forces? We have a greenfield insurance firm that is digital-first, always available and provides gold standard customer experience to its members.

Irish bank, AIB and Great West Life Co entered a joint venture to transform the life, pensions, and investment market in Ireland. They also wanted to address the 35% gender gap in pensions. TCS was selected as a strategic partner for the newly launched AIB life in Ireland, including greenfield operations set up in Letterkenny. TCS helped create a modern, cloud-based technology stack from the ground up with its unique insurance-in-a-box solution.

In Ireland, insurance offerings mainly follow a tiring process where the sales process can take weeks. TCS and AIB life re-imagined the entire journey, with a digital first ambition and customers at the heart of everything.

The entire system was built on a public cloud. The scalable, resilient, and future-ready system was up and running within 15 months and AIB life had exceeded 5,000 new policy sales by the end of 2023.

A dedicated, cloud-enabled contact center and back-office in Ireland supports AIB life's operations – allowing their distributor to advise customers on 12 different product offerings. Further differentiated products are envisaged to enable AIB life to respond to market changes.

TCS continues to support the firm in its mission of creating truly omnichannel experience, while handling 100+ policy activations on an average day, with self-service capabilities and straight through processing.



After an extensive review of the market, it was clear that TCS' contextual industry knowledge, European cloud-based technology and global delivery team based in Letterkenny was a great fit for us. As we build and scale what is a new greenfield life company, it is key that we start on a foundation of cutting-edge technology, and from the outset, establish a digital business with a partner that shares our vision, with the capacity and experience to back our ambition to build our new company at pace, while being committed to delivering the very best for our customers. In addition, TCS' investment in Ireland through their Global Delivery Centre in Letterkenny, from where we are servicing AIB life customers, enables us to deliver customer service excellence as we support the financial wellbeing of our customers, their families, and their businesses. Being able to do that from within Ireland was particularly important.

**Bryan O'Connor**  
Chief Executive Officer  
AIB life



# AI for Business Study

## From potential to performance by design

The advent of GenAI expands the arc of traditional machine learning and AI, which is one of recognition and reasoning intelligence, to create an operative intelligence that partners with humans to create new possibilities and new opportunities that have the potential to dramatically reshape business. Today's AI delivers far more than just cost savings or improvements in productivity or quality. When combined with human creativity and strategic thinking, companies can continuously improve

customer value chains through differentiation and consistent, high-quality organizational output designed to deliver elite outcomes. The recent GenAI technology revolution has taken the world, including business, by storm. The advent of GenAI tools raises the potential of "traditional AI" to a new level for TCS clients, especially those seeking to embrace a strategic approach to its adoption and integration.

**To understand how companies are approaching AI in the next few years, the TCS Thought Leadership Institute surveyed nearly 1,300 CEOs and senior executives in large cross-industry enterprises in 24 countries.**

### Survey highlights and takeaways

Executives weigh in about the potential impact of AI on their business



are excited or cautiously optimistic about AI's potential impact.

Assessing the best approach to AI adoption



want to take a strategic approach to AI, whether it's an AI-first or business-model-first approach to maximize benefits to their companies.

Many employees will come to rely on GenAI in the near future



think up to half their employees will be using GenAI daily in the near future.

AI impact on revenue streams



are already using AI in some way to enhance current revenue streams or to create entirely new revenue streams.

AI's impact on organizations' competitive positioning and decision-making



say human strategic decision making, intuition, and creativity will remain essential to their company's competitive advantage.

AI impact to strategy and operating models



are reworking or planning to rework their company's strategy, operating model or offerings to extract the most benefits from and to mitigate any risks of AI implementations.

Current focus of AI is innovation



are more focused on using AI to spur innovation than on lowering costs and optimization.

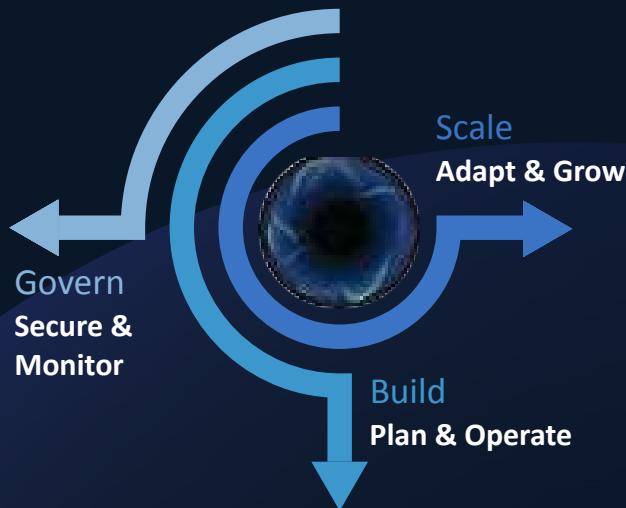
### Top 3 challenges to AI adoption

#1 – Current IT infrastructure

#2 – Customers' expectations

#3 – Current IT service providers

## TCS Methodology for AI Adoption with a multilayered approach



### Where do we start?

- Start with value (the why and what); identify use cases, not technology. Create a blueprint in the context of the overall value chain.
- 
- 

### How do we scale?

- Design and build for constant change. Maximize stakeholder collaboration and an enterprise network of continuously evolving purposive agents.
- 
- 

### How do we drive organizational changes?

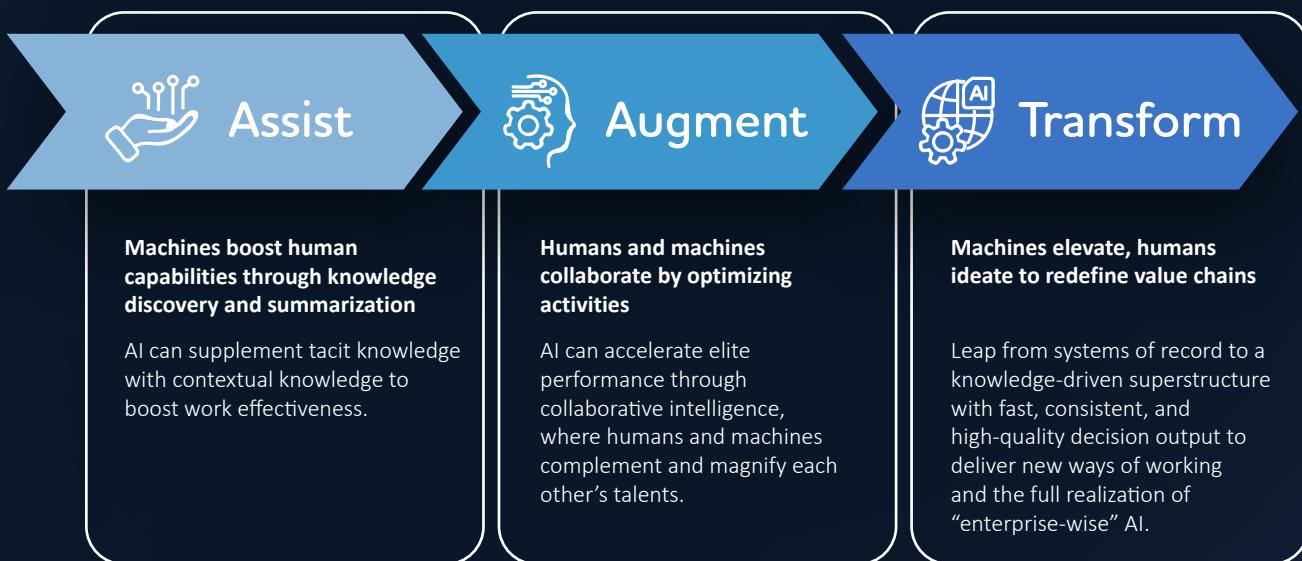
- Create space for adaptation and establish a culture of innovation. Evolve talent and redefine roles on an ongoing basis.
- 
- 

### How do we manage the risks?

Make the model safe. Establish a governance model for information security, regulatory compliance, and bias mitigation guardrails. Monitor primary metrics/KPIs with stakeholders at frequent intervals.

## By design: Accelerating better decisions, performance, and innovation

Getting the most from AI will require a multilayered strategy that creates a foundation designed for accelerated productivity, innovation, and performance. This means using AI strategically to:

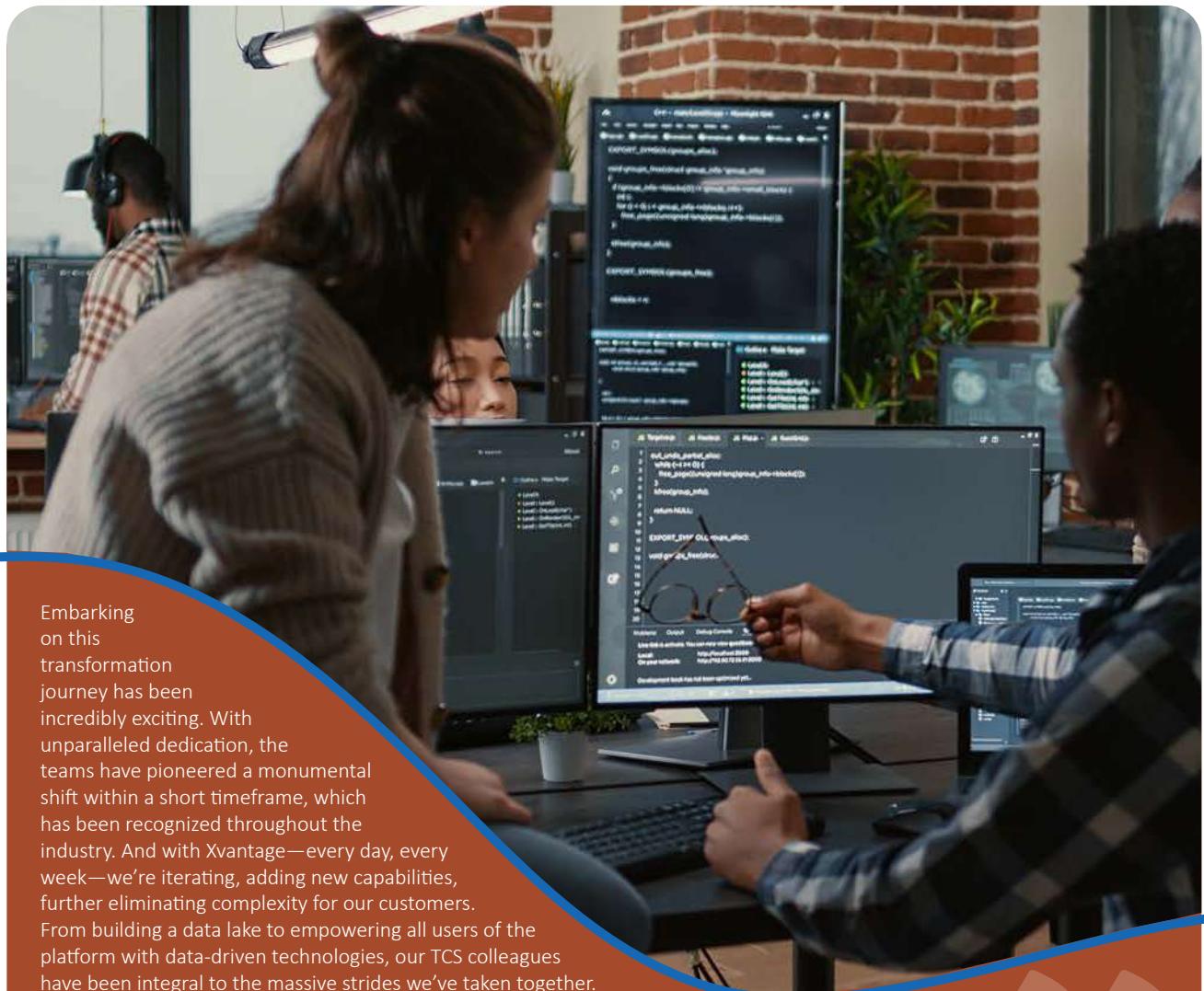




## Disrupting Industry Boundaries from Transactions to Interactions

In partnership with TCS, Ingram Micro, an innovative, US-based global technology distribution company, successfully completed an unprecedented industry transformation to a digital experience company through its groundbreaking platform, Xvantage™. This business model transformation leverages proprietary AI/ML-enhanced technologies and a global, real-time data mesh containing many years of operational and transactional data to enhance operational efficiencies, streamline supply chain processes, and provide world-class, unified experiences for its customers, vendors and associates.

The team at TCS was instrumental in the revolutionary build and implementation of Xvantage, resulting in end-to-end transformation across design, architecture, product development, AI, and cloud platform technologies. By embracing a customer-centric approach and fostering innovation in distributed channels with optimized value chains, Xvantage is serving as Ingram Micro's digital twin in helping their customers boost efficiency, increase revenue opportunities, and grow their businesses.



Embarking on this transformation journey has been incredibly exciting. With unparalleled dedication, the teams have pioneered a monumental shift within a short timeframe, which has been recognized throughout the industry. And with Xvantage—every day, every week—we're iterating, adding new capabilities, further eliminating complexity for our customers. From building a data lake to empowering all users of the platform with data-driven technologies, our TCS colleagues have been integral to the massive strides we've taken together.

**Sanjib Sahoo**  
**EVP & Chief Digital Officer**  
**Ingram Micro**





## Travel better with a Next GenAI Solution

A leading North American airline customer wanted to drive operational efficiency throughout the airport operations control domain by enabling key stakeholders with operations information in real time. In addition, their objective was also to improve customer experience through next GenAI technologies.

For all **US airlines**, **116 million** are the **delayed minutes** every year. With an average of 100 passengers on each flight, this results in 11.6 billion minutes of passenger delays and frustration. *Travel better during delays* was the core around which the airline customer and TCS embarked on a GenAI journey to help their end customers reach their destination by seamlessly capturing contextual data along with their preferences. TCS' solution provided a conversational experience to deliver contextualized personalized message while apologizing for the flight delay, leveraging GenAI to ask about preferences including final location, drive time, earliest arrival, or least waiting time along with an end-to-end integration to provide options and rebooking for a seamless passenger experience.

The boarding twin continuously monitors boarding progress and its deviations in real time by merging camera vision data with enterprise events and contextualizing the user experience with proactive and relevant notifications on boarding progress of all flights.



## Warranty Claims Anomaly Detection Solution

The warranty claims received by a global manufacturer of engines and power system products, for its service network included a mix of structured data, narratives/ notes. The notes were used by experts to determine the validity and the warrantable items in a manually adjudicated claim process. In auto adjudicated claims, there were certain anomalous claims that got cleared for payment if met the criteria of a standard claim.

TCS conceptualized and implemented an Intelligent adjudication and anomaly detection solution that automated the review of all claims using Machine Learning for structured data, Natural Language Processing for unstructured data and a scenario-based modelling approach for anomalies, in combination with business rules to provide informed inference to adjudicators or adjust claims wherever apparent before further adjudication.

TCS solution provides a scalable model for all types of claims including traceability needed for decision support, and could automate **91% of claims' approval**, resulting in efficient utilization of adjudicator's time and improved realization time for the service providers. The solution delivered an increase in productivity hours, an **annual savings of over US\$5 million in terms of warranty costs and identification of anomalous claims**.



## Built Proactive maintenance Paradigm for Gas Turbine Compressor casing

TCS customer is a leading electricity generating and gas retailing company in ANZ, whose strategy is to develop new power generation infra and improve existing assets to drive long-term growth while meeting sustainability. Currently, significant fuels used to generate electricity are natural gas and coal and three gas turbines are being used to meet peak load of grid. One of the gas turbine compressor casing had developed crack and functionally failed which resulted in shut down. The customer wanted to avoid these unwanted shutdowns by predicting the survival probability for combustor casings.

TCS' IP2™, an intelligent power plant solution that uses AI, IoT, and digital twin technologies was deployed to extract operational life experience profile from timeseries sensors' information of the gas turbine process including more than seven years of historical data. The solution summarizes the data and predicts and validates crack length based on the same for other gas turbines.

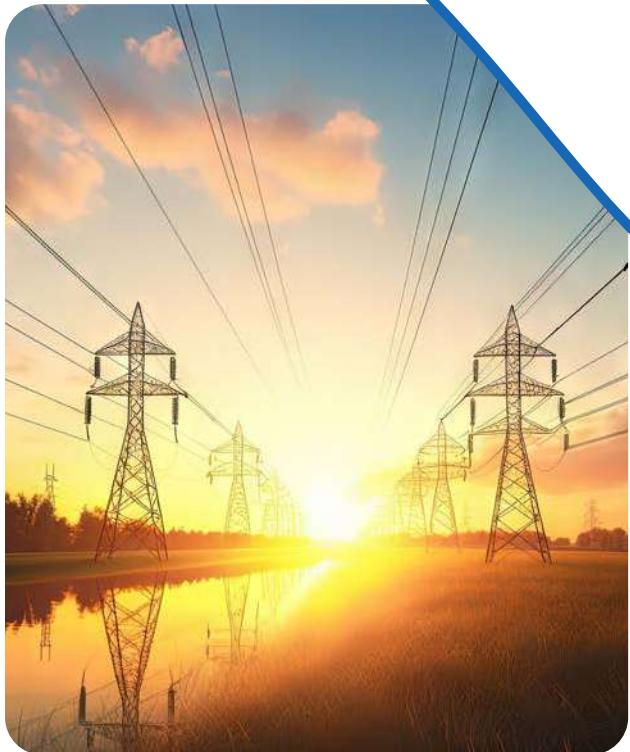
TCS solution has helped in ensuring that the gas turbines operate efficiently and in **preventing costly unplanned maintenance** and helps in reducing plant O&M costs while **reducing carbon emissions**.

## Agent Assist for Travel Insurance Policy Servicing

TCS customer is a leading Global Insurance and Asset Management Provider. The customer's contact center agents need to respond to user queries related to travel insurance policies' terms & conditions across various states it is presently servicing. Agents had to search through many T&C, resulting in high wait time for the customer.

TCS designed a GenAI led solution to generate quick yet consistent and contextual responses for end users. The state-wise T&C and insurance plans were extracted and semantically chunked to provide context to GenAI models based on user query. Prompt templates were created to extract contextual information needed for agents to generate responses to the end user query. Guardrails have been implemented using responsible AI principles. Agents can review, validate, and fine tune responses as needed.

The solution can help **reduce the average handling time by 40%** and thereby result in an overall improvement in customer satisfaction.



# Notice

Notice is hereby given that the twenty-nineth Annual General Meeting of Tata Consultancy Services Limited ("Company" or "TCS") will be held on Friday, May 31, 2024, at 3.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

## Ordinary Business

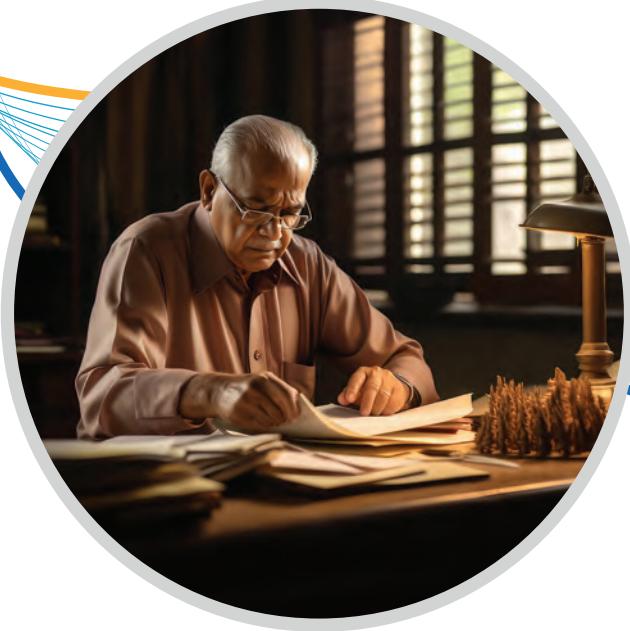
1. To receive, consider and adopt
  - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.
2. To confirm the payment of Interim Dividends (including a special dividend) on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2023-24.
3. To appoint a Director in place of N Chandrasekaran (DIN 00121863), who retires by rotation and being eligible, offers himself for re-appointment.

## Special Business

4. **To approve existing as well as new material related party transactions with identified subsidiaries of Promoter Company and/ or their subsidiaries**

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

"RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with identified subsidiaries of Promoter Company and/ or their subsidiaries, related parties falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between



related parties and the Company, such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as specified in the explanatory statement to this resolution, provided that the said transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**5. To approve existing as well as new material related party transactions with Tejas Networks Limited**

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

“RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise,) with Tejas Networks Limited, related party falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm’s length basis.”

“RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as “Board” which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in

this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**6. To approve existing as well as new material related party transactions with Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries**

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

“RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries, related parties falling within the definition of ‘Related Party’ under Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related parties and the Company, such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as detailed in the explanatory statement for this resolution, provided that the said Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business.”

“RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as “Board” which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**7. To approve existing as well as new material related party transactions with Tata Consultancy Services Japan, Ltd., subsidiary of the Company**

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

"RESOLVED that pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Tata Consultancy Services Japan, Ltd., subsidiary of the Company, a related party falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2024-25 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to

seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**Notes**

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "COVID-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4 to 7 of the Notice, is annexed hereto. Further, the relevant details with respect to Item Nos. 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.
3. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Integrated Annual Report for FY 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories"

If your e-mail address is not registered with the Company/ Depositories, you may register on or before 5:00 p.m. (IST) on Friday, May 24, 2024, to receive this Notice of the AGM and the Integrated Annual Report for FY 2023-24 by completing the process for registration of e-mail address as under:

- a) Click on the URL: [https://liiplweb.linkintime.co.in/EmailReg/Email\\_Register.html](https://liiplweb.linkintime.co.in/EmailReg/Email_Register.html).
- b) Select the Name of the Company from dropdown: Tata Consultancy Services Limited.
- c) Enter DP and Client ID (if shares held in electronic form)/Folio number (if shares held in physical form) and Permanent Account Number (“PAN”). In the event PAN details are not registered for physical folio, Member to enter one of the Share Certificate numbers.
- d) Enter Mobile number and e-mail ID.
- e) System generated One Time Password (“OTP”) to be sent on mobile number and e-mail ID.
- f) Enter OTP received on mobile number and e-mail ID.
- g) Click on Submit button.
- h) On completing the above process your request will be accepted and request ID will be generated. Email registered is for limited purpose of sending notice pertaining to the current event.

Members may note that the Notice and Integrated Annual Report 2023-24 will also be available on the Company's website [www.tcs.com](http://www.tcs.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.

4. Pursuant to the provisions of the Act, a Member 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 pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
5. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to [tcs.scrutinizer@gmail.com](mailto:tcs.scrutinizer@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on “Upload Board Resolution/Authority Letter” displayed under “e-Voting” tab in their login.

## **6. Registrar and Transfer Agent (“RTA”)**

Pursuant to the Order passed by National Company Law Tribunal (NCLT) dated December 18, 2023, TSR Consultants Private Limited has merged with Link Intime India Private Limited with effect from December 22, 2023. Accordingly, the name of RTA of the Company is changed from TSR Consultants Private Limited to Link Intime India Private Limited (Link Intime / RTA).

## **7. Final Dividend for FY 2023-24:**

The Board of Directors at its meeting held on April 12, 2024, has recommended a final dividend of ₹28 per equity share. The Record date fixed for determining entitlement of Members to final dividend for the financial year ended March 31, 2024, if approved at the AGM, is Thursday, May 16, 2024.

- If the final dividend is approved at the AGM, payment of such dividend subject to deduction of tax at source (“TDS”) will be made on Tuesday, June 4, 2024, as under:
  - i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories, as of close of business hours on Thursday, May 16, 2024.
  - ii. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Thursday, May 16, 2024.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 November 17, 2023) has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

Further, relevant FAQs published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf)

## **8. TDS on dividend**

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to Income Tax Act, 1961 and the Finance Act, 2020, of the respective years. The shareholders are requested to update their PAN with the Depository Participants (DPs) (if shares held in dematerialized form) and the Company/Link Intime India Private Limited (if shares are held in physical form).

A Resident individual shareholder with PAN and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax, as the case may be, can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to [TCS-Exemptforms2425@linkintime.co.in](mailto:TCS-Exemptforms2425@linkintime.co.in) or upload the documents on <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> by 11:59 p.m. (IST) on Friday, May 10, 2024. Shareholders are requested to note that if the PAN is not correct/ invalid/inoperative or have not filed their income tax returns, then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable and incase of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders [including Foreign Institutional Investors ("FIIs")/Foreign Portfolio Investors ("FPIs")] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF/JPG Format) by e-mail to [TCS-Exemptforms2425@linkintime.co.in](mailto:TCS-Exemptforms2425@linkintime.co.in) or upload the documents on <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html>. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. (IST) on Friday, May 10, 2024.

For further details please refer to FAQs on Taxation of Dividend Distribution at <https://on.tcs.com/IR-FAQ>.

9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

**a. For shares held in electronic form:** to their Depository Participants ("DPs")

**b. For shares held in physical form:** to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECATF/P/CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details. Members may also refer to Frequently Asked Questions ("FAQs") on Company's website <https://on.tcs.com/IR-FAQ>.

10. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account;

renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at <https://on.tcs.com/IR-FAQ> and on the website of the Company's RTA, Link Intime at <https://linkintime.co.in/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

11. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Link Intime, for assistance in this regard.
  12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Link Intime, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
  13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://on.tcs.com/IR-FAQ>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Link Intime in case the shares are held in physical form.
  14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.
  15. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO\_OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.
- Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://on.tcs.com/ODRPortal>

16. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to write to the Company on or before May 30, 2024, through e-mail on [investor.relations@tcs.com](mailto:investor.relations@tcs.com). The same will be replied by the Company suitably.
17. Members are requested to note that dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

The Members whose unclaimed dividends and/or shares have been transferred to IEPF, may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file the IEPF-5 form for claiming the dividend and/or shares available on [www.iepf.gov.in](http://www.iepf.gov.in). For details, please refer to Corporate Governance Report which is a part of this Integrated Annual report and FAQ of investor page on Company's website <https://on.tcs.com/IR-FAQ>. The procedure for claiming the shares from IEPF Authority is available on <https://on.tcs.com/IEPF>

18. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
19. Instructions for e-voting and joining the AGM are as follows:

#### **(A) VOTING THROUGH ELECTRONIC MEANS**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- ii. The remote e-voting period commences on Tuesday, May 28, 2024 (9:00 a.m. IST) and ends on Thursday, May 30, 2024 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, May 24, 2024, i.e. cut-off date, may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from Tuesday, May 28, 2024 and

to Thursday, May 30, 2024, or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.
- iv. The Board of Directors has appointed P N Parikh (Membership No. FCS 327) and failing him, Jigyasa Ved (Membership No. FCS 6488) of Parikh & Associates, Company Secretaries as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and Password for casting the vote. In case of individual shareholders holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under **"Login method for remote e-voting and joining virtual meeting for individual shareholders holding securities in dematerialized mode."**
- vii. The details of the process and manner for remote e-voting are explained herein below:

The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system.

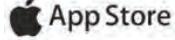
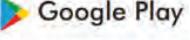
#### **Details on Step 1 are mentioned below :**

##### **I) Login method for remote e-voting and joining the virtual meeting for individual shareholders holding securities in dematerialized mode**

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would

be able to cast their vote without having to register again with the e-voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

Login method for individual shareholders holding securities in dematerialized mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in dematerialized mode with NSDL	<p><b>A. NSDL IDeAS facility</b></p> <p><b>If you are already registered, follow the below steps</b></p> <ol style="list-style-type: none"> <li>1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile.</li> <li>2. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section.</li> <li>3. A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services.</li> <li>4. Click on "Access to e-voting" appearing on the left-hand side under e-voting services and you will be able to see e-voting page.</li> <li>5. Click on options available against Company name or e-Voting service provider- NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting.</li> </ol> <p><b>If you are not registered, follow the below steps</b></p> <ol style="list-style-type: none"> <li>a. Option to register is available at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a>.</li> <li>b. Select "Register Online for IDeAS" Portal or click at <a href="https://on.tcs.com/NSDLRegn">https://on.tcs.com/NSDLRegn</a>.</li> <li>c. Please follow steps given above in points 1-5.</li> </ol> <p><b>B. e-voting website of NSDL</b></p> <ol style="list-style-type: none"> <li>1. Open web browser and type the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a personal computer or on a mobile phone.</li> <li>2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.</li> <li>3. A new screen will open. You will need to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> <li>4. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on options available against Company name or e-voting service provider- NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting.</li> </ol> <p><b>C.</b> Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in dematerialized mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users who to login Easi/Easiest are requested to visit CDSL website <a href="http://www.cdsindia.com">www.cdsindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="http://www.cdsindia.com">www.cdsindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from a e-voting link available on <a href="http://www.cdsindia.com">www.cdsindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their DPs	<ol style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-voting facility.</li> <li>Once logged-in, you will be able to see the e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature.</li> <li>Click on options available against Company name or e-voting service provider- NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting.</li> </ol>

**Important note:** Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at +91 22 48867000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdsindia.com">helpdesk.evoting@cdsindia.com</a> or contact at toll free no. 1800225533

**II) Login method for e-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

- Visit the e-voting website of NSDL. Open web browser by clicking the URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-voting system is launched, click on the icon “Login” which is available under “Shareholder/ Member” section.
- A new screen will open. You will have to enter your User ID, Password/OTP and a verification code as shown on the screen.
- Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your login credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

5. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your User ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example if EVEN is 123456 and folio number is 001*** then User ID is 123456001***

6. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you by NSDL. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your e-mail ID is registered in your demat account or with the Company, your ‘initial password’ is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL in your mailbox from [evoting@nsdl.com](mailto:evoting@nsdl.com). Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file.

The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

- (ii) In case you have not registered your e-mail address with the Company/Depository, please follow instructions mentioned below in this notice.

7. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) “**Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, PAN, name and registered address.
- d) Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.

8. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

9. Now, you will have to click on “Login” button.

10. After you click on the “Login” button, home page of e-voting will open.

#### **Details on Step 2 are given below:**

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies’ “EVEN” in which you are holding shares and whose voting cycle and general meeting is in active status.
2. Select “EVEN” of Company, which is 128475 for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-voting as the voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify or modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on <https://www.evoting.nsdl.com> to reset the password.
2. In case of any queries related to e-voting, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on +91 22 48867000 or send the request to Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com)
3. Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring User ID and password for e-voting by providing demat account number / Folio number, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above.
4. The instructions for members for e-voting on the day of the AGM are mentioned in point number 19(A).

#### **(B) INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER**

1. Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for login to NSDL e-voting system. After successful login, you can see VC/OAVM link placed under Join meeting menu against company name. You are requested to click on VC/OAVM link placed under "Join Meeting" menu.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice.

Further Members can also use the OTP based login for logging into the e-voting system of NSDL.

2. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.
3. Members who need assistance before or during the meeting, can contact NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com) +91 22 48867000 or contact Amit Vishal, Deputy Vice President – NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Sanjeev Yadav, Assistant Manager-NSDL at [sanjeevy@nsdl.com](mailto:sanjeevy@nsdl.com)

4. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at [tcsagm.speakers@tcs.com](mailto:tcsagm.speakers@tcs.com) from Saturday, May 25, 2024 (9:00 a.m. IST) to Monday, May 27, 2024 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

#### **Other Instructions**

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.tcs.com](http://www.tcs.com) and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

**By order of the Board of Directors**

**Pradeep Manohar Gaitonde**  
Company Secretary  
Membership No. ACS 7016

Mumbai, April 12, 2024

#### **Registered Office:**

9th Floor, Nirmal Building, Nariman Point,  
Mumbai 400 021  
CIN: L22210MH1995PLC084781  
Tel: +91 22 6778 9595  
Email: [investor.relations@tcs.com](mailto:investor.relations@tcs.com)  
Website: [www.tcs.com](http://www.tcs.com)

### **Explanatory Statement**

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 to 7 of the accompanying Notice:

#### **Item No. 4 to 7**

Pursuant to the amended Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the threshold limit for determination of material Related Party Transactions is the lower of ₹1,000 crores (Rupees One thousand crores) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an ordinary resolution.

TCS, being a globally recognised provider of IT services, participates in the digitisation initiatives of entities within Tata group and partners in respective entities' growth and transformation journeys. During the course of rendering such services, the Company also leverages niche skills, capabilities and resources of entities within the "Tata Group". The transactions that the Company has had with its related parties for the last three years are given below:

**Year ended March 31, 2024**

(₹ crore)

<b>Transactions</b>	<b>Promoter Company</b>	<b>Subsidiaries of Promoter Company</b>	<b>Associates/joint ventures of Promoter Company and their subsidiaries</b>	<b>Other than wholly owned subsidiaries of the Company</b>	<b>Total</b>
IT/ITE services rendered	50	1,006	3,875	1,155	<b>6,086</b>
Other income	-	-	-	1	<b>1</b>
Procurement of goods and services	1	1,452	346	63	<b>1,862</b>
Brand equity contribution	200	-	-	-	<b>200</b>
Non IT/ITE services availed	1	18	73	-	<b>92</b>
Lease rental	-	49	46	-	<b>95</b>

**Year ended March 31, 2023**

(₹ crore)

<b>Transactions</b>	<b>Promoter Company</b>	<b>Subsidiaries of Promoter Company</b>	<b>Associates/joint ventures of Promoter Company and their subsidiaries</b>	<b>Other than wholly owned subsidiaries of the Company</b>	<b>Total</b>
IT/ITE services rendered	38	1,152	2,506	1,063	<b>4,759</b>
Other income	-	-	-	-	-
Procurement of goods and services	-	577	363	59	<b>1,000</b>
Brand equity contribution	99	-	-	-	<b>99</b>
Non IT/ITE services availed	1	23	59	-	<b>83</b>
Lease rental	-	56	47	-	<b>103</b>

**Year ended March 31, 2022**

(₹ crore)

<b>Transactions</b>	<b>Promoter Company</b>	<b>Subsidiaries of Promoter Company</b>	<b>Associates/joint ventures of Promoter Company and their subsidiaries</b>	<b>Other than wholly owned subsidiaries of the Company</b>	<b>Total</b>
IT/ITE services rendered	40	770	2,233	1,164	<b>4,207</b>
Other income	-	-	-	1	<b>1</b>
Procurement of goods and services	-	549	306	345	<b>1,200</b>
Brand equity contribution	100	-	-	-	<b>100</b>
Non IT/ITE services availed	1	19	45	-	<b>65</b>
Lease rental	-	73	24	-	<b>97</b>

Based on current applicable threshold for determining the related party transactions that require prior Shareholders approval and to facilitate seamless contracting and rendering/availing of product and services between the Company and “related parties”, the Company seeks the approval of the shareholders to approve entering into contracts/arrangements within the thresholds and conditions mentioned in the resolutions. All the contracts/arrangements and the transactions with “related parties” are reviewed and approved by the Audit Committee. Further, the transactions that require testing of arm’s length pricing are reviewed by our statutory auditors for being at arm’s length.

Information required to be disclosed in the Explanatory Statement for Item Nos. 4 to 7 pursuant to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

#### **Item No. 4**

##### **Material Related Party Transactions with Identified subsidiaries of Promoter Company and/ or their subsidiaries**

S/N	Description	Particulars
1.	Name of the related party	Identified subsidiaries of Promoter Company and/ or their subsidiaries (Please refer Annexure B (i) for the list)
2.	Nature of relationship [ <i>including nature of its interest (financial or otherwise)</i> ]	Identified subsidiaries of Promoter Company and/ or their subsidiaries, which are covered under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations
3.	Type of the proposed transaction	<ul style="list-style-type: none"> <li>(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas</li> <li>(b) Supply of hardware and software</li> <li>(c) Reimbursement of expenses relating to IT Infrastructure services</li> <li>(d) Procurement of goods, services, sponsorship, etc.</li> <li>(e) Leasing of property</li> <li>(f) Any transfer of resources, services, or obligations to meet its objectives/ requirements</li> </ul>
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions through contracts/arrangements which are entered for a duration up to 5 years, shall be subject to a maximum 1.2 percent with a single related party per annum and a cumulative threshold of 4.2 percent across all related parties per annum, of the consolidated turnover of the Company for FY2023-24.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contracts/arrangements with a duration up to 5 years
7.	Value of the proposed transaction	As provided in S/N 4
8.	Percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Monetary value of transactions through contracts/arrangements which are entered for a duration up to 5 years, shall be subject to a maximum 1.2 percent with a single related party per annum and a cumulative threshold of 4.2 percent across all related parties per annum, of the consolidated turnover of the Company for FY2023-24.
9.	Justification of the proposed transaction	The Company, being a globally recognised provider of IT services participates in the digitisation initiatives of entities within Tata group and partners in respective entities’ growth and transformation journeys. During the course of rendering such services, the Company also leverages niche skills, capabilities and resources of entities within the group. These transactions aim at providing enhanced level of user experience to the end-consumers of Tata group and provide the entities within the group cutting edge technologies to sustain and grow their business.
10.	Details of the valuation report or external party report ( <i>if any</i> ) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm’s length testing internally and by Statutory Auditors.
11.	Name of the Director or Key Managerial Personnel, who is related	N Chandrasekaran, N G Subramaniam and Aarthi Subramanian

S/N	Description	Particulars
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Not Applicable
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given <i>(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)</i>	Not Applicable
D	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

**Item No. 5****Material Related Party transactions with Tejas Networks Limited**

S/N	Description	Particulars
1.	Name of the related party	Tejas Networks Limited
2.	Nature of relationship [ <i>including nature of its interest (financial or otherwise)</i> ]	Tejas Networks Limited is a subsidiary of the Promoter Company and hence related party under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations
3.	Type of the proposed transaction	(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas (b) Supply of hardware and software (c) Reimbursement of expenses (d) Procurement of goods, services, sponsorship, etc. (e) Leasing of property (f) Any transfer of resources, services or obligations to meet its objectives/ requirements
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of ₹15,000 crore through contracts/arrangements for a duration upto 12 years with effect from FY 2023-24.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contractual commitments expected for a tenure of 12 years
7.	Value of the proposed transaction	As provided in S/N 4.
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	Value of the proposed transaction represents 6.2 percent of the consolidated turnover of the Company for FY 2023-24.
9.	Justification of the proposed transaction	The domain expertise and competencies available within the group and the collaboration with the Company will help in delivering world class technology to one of the high-priority and prestigious projects of the Government of India and further establish Tata Group's commitment to attain Aatmanirbhar Bharat.

S/N	Description	Particulars
10.	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11.	Name of the Director or Key Managerial Personnel, who is related	N G Subramaniam
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Please refer S/N 12 C below
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: <ul style="list-style-type: none"><li>• Nature of indebtedness;</li><li>• cost of funds; and</li><li>• tenure of the indebtedness</li></ul>	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given <i>(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)</i>	Unsecured Interest-free mobilization advance to be given to facilitate execution of contract. Adjustment of advance/s against progressive delivery of milestones, on the same terms as committed by the Company to end-customer.
D	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	As provided in S/N 12 C
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

**Item No. 6****Material Related Party transactions with Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries**

S/N	Description	Particulars
1.	Name of the related party	Tata Motors Limited, Jaguar Land Rover Limited and/or their identified subsidiaries (Please refer to Annexure B (ii) for the list)
2.	Nature of relationship <i>[including nature of its interest (financial or otherwise)]</i>	Tata Motors Limited is an associate of the Promoter Company. Jaguar Land Rover Limited is a subsidiary of Tata Motors Limited and hence related party as per SEBI Listing regulations
3.	Type of the proposed transaction	(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas (b) Supply of hardware and software (c) Reimbursement of expenses relating to IT Infrastructure services (d) Procurement of goods, services, sponsorship, etc. (e) Any transfer of resources, services or obligations to meet its objectives/ requirements
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions upto approx. ₹4,500 crore per annum.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contracts/arrangements with a duration upto five years, extendable by another five years.
7.	Value of the proposed transaction	As provided in S/N 4.

S/N	Description	Particulars
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	Maximum up to 1.9 percent of the consolidated turnover of the Company for FY 2023-24, per annum for duration of contract
9.	Justification of the proposed transaction	The Company, being a globally recognised provider of IT services participates in the digitisation initiatives of entities within Tata group and partners in respective entities' growth and transformation journeys. During the course of rendering such services, the Company also leverages niche skills, capabilities and resources of entities within the group. These transactions aim at providing enhanced level of user experience to the end-consumers of Tata group and provide the entities within the group cutting edge technologies to sustain and grow their business.
10.	Details of the valuation report or external party report (if any) enclosed with the Notice	Company's governance policies with respect to negotiation with third parties are followed for all contracts/arrangements with related party as defined under SEBI Listing Regulations. These contracts/arrangements are approved by the Audit Committee on quarterly basis.
11.	Name of the Director or Key Managerial Personnel, who is related	N Chandrasekaran, Hanne Sorensen, O P Bhatt and Al-Noor Ramji
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Not Applicable
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: <ul style="list-style-type: none"><li>• Nature of indebtedness;</li><li>• cost of funds; and</li><li>• tenure of the indebtedness</li></ul>	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given <i>(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)</i>	Not Applicable
D	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

#### Item No. 7

#### Material Related Party Transactions with Tata Consultancy Services Japan, Ltd., subsidiary of the Company

S/N	Description	Particulars
1.	Name of the related party	Tata Consultancy Services Japan, Ltd.
2.	Nature of relationship <i>[including nature of its interest (financial or otherwise)]</i>	Subsidiary of the Company which is covered under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations
3.	Type of the proposed transaction	<ul style="list-style-type: none"> <li>(a) Rendering of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas</li> <li>(b) Supply of hardware and software</li> <li>(c) Reimbursement of expenses relating to IT Infrastructure services</li> <li>(d) Procurement of goods, services, sponsorship, etc.</li> <li>(e) Leasing of property</li> <li>(f) Any transfer of resources, services or obligations to meet its objectives/ requirements</li> </ul>

S/N	Description	Particulars
4.	Nature, duration/tenure, material terms, monetary value and particulars of contract/arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company operates in. Monetary value of transactions through contracts/arrangements which are entered for a duration up to 5 years or more, shall be subject to a maximum of 1 percent of the consolidated turnover of the Company for FY 2023-24, per annum.
5.	Particulars of the proposed transaction	As provided in S/N 3
6.	Tenure of the transaction	Contracts/arrangements with a duration upto 5 years or more
7.	Value of the proposed transaction	As provided in S/N 4
8.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction. <i>(and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)</i>	1 percent of the consolidated turnover of the Company for FY 2023-24, subject to 50 percent of the turnover of Tata Consultancy Services Japan, Ltd.
9.	Justification of the proposed transaction	As per global network delivery model of TCS, the subsidiaries operating in respective countries enters into the contracts from customers and outsource the service delivery to the parent company TCS Limited. Solutions framework along with trained domain experts of TCS Limited ensure delivery of high quality and certainty to end-customers at respective countries.
10.	Details of the valuation report or external party report <i>(if any)</i> enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing by Statutory Auditors.
11.	Name of the Director or Key Managerial Personnel, who is related	K Krithivasan
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
A	Source of funds	Not Applicable
B	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
C	Terms of the loan, inter-corporate deposits, advances or investment made or given <i>(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)</i>	Not Applicable
D	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

Shareholders' approval sought for the material Related Party Transactions entered during FY 2024-25 as given in Item Nos. 4 to 7, shall be valid up to the date of next AGM.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, other than as mentioned above, are concerned or interested in the respective resolutions.

The said transaction(s)/contract(s)/arrangement(s) have been recommended by the Audit Committee and Board of Directors of the Company for consideration and approval by the Members.

The members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the resolutions set out at Item Nos. 4 to 7.

In view of the above, Resolution Nos. 4 to 7 are placed for approval of the Members of the Company.

## Annexure A

**Details of Director seeking re-appointment at the Annual General Meeting****(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 on General Meetings)**

<b>Name of the Director</b>	N Chandrasekaran
<b>Director Identification Number (DIN)</b>	00121863
<b>Designation and Category of Director</b>	Chairman Non-Independent Non-Executive Director
<b>Date of birth and age</b>	June 2, 1963 (60 years)
<b>Date of appointment</b>	Appointed as Member of the Board on September 6, 2007 Appointed as Chairman on February 21, 2017
<b>Qualifications</b>	<ul style="list-style-type: none"> <li>• Bachelor's Degree in Applied Science</li> <li>• Master's Degree in Computer Applications</li> </ul>
<b>Brief profile</b>	<p>N Chandrasekaran serves as Chairman of the board of Tata Sons, the holding company and promoter of more than 100 Tata operating companies with aggregate annual revenues of more than US \$150 billion. He joined the board of Tata Sons in October 2016 and was appointed Chairman in January 2017.</p> <p>His appointment as Chairman of Tata Sons followed a 30-year career at TCS. N Chandrasekaran rose through the ranks to become the CEO and under his leadership, TCS consolidated its position as the largest private sector employer in India and India's most valuable Company.</p> <p>Since he has taken over as Chairman of Tata Sons, N Chandrasekaran has been driving transformation of the group towards digital, sustainability and supply chain resilience. The group has forayed into new businesses including electronics manufacturing, semiconductor, EV battery manufacturing, consumer internet platform, and mobile technology for 5G. The Tata group has expanded its aviation presence with the acquisition of Air India and is building a large global airline.</p> <p>N Chandrasekaran was conferred with the Padma Bhushan, one of the highest civilian awards in India, in the field of trade and industry in 2022. The French Government conferred him with Légion d'Honneur, the highest civilian award in France for his outstanding business successes and decisive contribution to strengthening Indo-French economic ties. President Eisenhower Global Award for Leadership by the Business Council for International Understanding (BCIU) was conferred to him in 2022.</p> <p>N Chandrasekaran is the Co-Chair of the US India CEO Forum. He is on the Board of Governors of New York Academy of Sciences, elected as an international member of the United States National Academy of Engineering (NAE), a member of the UTokyo Global Navigation Board, the Mitsubishi's International Advisory Committee and International Advisory Council of Singapore's Economic Development Board. He is the Chairman of Indian Institute of Management, Lucknow as well as the President of the Court at Indian Institute of Science, Bengaluru. N Chandrasekaran is also a member of the Stanford Doer School for Sustainability Advisory Council and the MIT CEO Advisory Board.</p> <p>N Chandrasekaran is also the author of Bridgital Nation, a groundbreaking book on harnessing technological disruptions to bring Indians closer to their dreams.</p>
<b>Expertise in specific functional areas</b>	Rich experience in various areas of business, technology, operations, societal and governance matters
<b>Terms and conditions of re-appointment</b>	Re-appointment in terms of Section 152(6) of the Companies Act, 2013

<b>Directorships held in other companies (excluding Foreign Companies)</b>	<ul style="list-style-type: none"> <li>• Tata Sons Private Limited (Promoter Company)</li> <li>• Tata Steel Limited</li> <li>• Tata Motors Limited</li> <li>• The Tata Power Company Limited</li> <li>• Tata Chemicals Limited</li> <li>• Tata Consumers Products Limited</li> <li>• TCS Foundation</li> <li>• The Indian Hotels Company Limited</li> <li>• Tata Digital Private Limited</li> <li>• Air India Limited</li> <li>• Indian Foundation for Quality Management</li> <li>• Tata Electronics Private Limited</li> <li>• Agratas Energy Storage Solutions Private Limited</li> </ul>
<b>Listed Entities from which he has resigned as Director in past 3 years</b>	None
<b>Memberships/Chairmanships of committees of other companies</b>	<p>Tata Sons Private Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> <li>• CSR &amp; ESG Committee*</li> <li>• Risk Management Committee*</li> </ul> <p>Tata Steel Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> <li>• Executive Committee of the Board*</li> </ul> <p>Tata Motors Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> </ul> <p>The Indian Hotels Company Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> </ul> <p>Tata Consumer Products Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> </ul> <p>The Tata Power Company Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> <li>• Executive Committee of the Board*</li> </ul> <p>Air India Limited</p> <ul style="list-style-type: none"> <li>• Nomination and Remuneration Committee</li> <li>• Corporate Social Responsibility &amp; Sustainable Development Committee*</li> </ul>
<b>Number of Equity Shares held in the Company</b>	1,77,056

\*Chairman

For other details such as number of meetings of the Board attended during the FY 2023-24, remuneration last drawn and relationship with other Directors and Key Managerial Personnel, in respect of the above Director, please refer to the Corporate Governance Report which is a part of this Integrated Annual Report.

**Annexure B**

**(i) List of identified subsidiaries of Promoter Company and their subsidiaries as on March 31, 2024**

S/N	Name
1	AI Fleet Services IFSC Limited
2	Air India Express Limited
3	Air India Limited
4	AIX Connect Private Limited
5	Apex Realty Private Limited
6	Ardent Properties Private Limited
7	Arrow Infraestate Pvt Limited
8	Artson Engineering Limited (AEL)
9	BUC Mobile Inc
10	Campaign Registry Inc
11	Campaign Registry Inc (Canada)
12	Concept Developers & Leasing Limited
13	Dailyninja Delivery Services Private Limited
14	Delyver Retail Network Private Limited
15	Dharamshala Ropeway Limited
16	Durg Shivnath Expressways Private Limited
17	Gurgaon Constructwell Private Limited
18	Gurgaon Realtech Limited
19	Hampi Expressways Private Limited
20	HL Promoters Private Limited
21	HLT Residency Private Limited
22	Ind Project Engineering (Shanghai) Co Ltd
23	Industrial Minerals and Chemicals Company Private Limited
24	Industrial Quality Services, LLC Oman
25	Infiniti Retail Limited
26	Infopark Properties Limited
27	Innovative Retail Concepts Private Limited
28	International Infrabuild Private Limited
29	ITXC IP Holdings S.A.R.L.
30	Kaleyra Africa Limited
31	Kaleyra Dominicana
32	Kaleyra Inc
33	Kaleyra SPA
34	Kaleyra UK Limited
35	Kaleyra US Inc.
36	Kolkata-One Excelton Private Limited
37	Kriday Realty Private Limited
38	Land kart Builders Private Limited
39	LFS Healthcare Private Limited
40	Matheran Rope-Way Private Limited
41	Mgage Athens PC
42	Mgage SA de CV
43	Mikado Realtors Private Limited
44	MuCoso B.V.
45	NetFoundry Inc.
46	NOVAMESH LIMITED
47	Oasis Smart E-Sim Pte Ltd
48	OASIS Smart SIM Europe SAS
49	One Bangalore Luxury Projects LLP
50	One-Colombo Project (Private) Limited
51	Princeton Infrastructure Private Limited
52	Promont Hillside Private Limited
53	Promont Hilltop Private Limited
54	Protraviny Private Limited
55	Pune IT City Metro Rail Limited

S/N	Name
56	SAS Realtech Private Limited
57	Savis Retail Private Limited
58	Sector 113 Gatevida Developers Private Limited
59	SEPCO Communications (Pty) Limited
60	Smart Value Homes (Boisar) Private Limited
61	Smart Value Homes (New Project) LLP
62	Smart Value Homes (Peenya Project) Private Limited
63	Sohna City LLP
64	SOLUTIONS INFINI TECHNOLOGIES(INDIA) PRIVATE LIMITED
65	Solutions Infiny FZ LLC
66	Supermarket Grocery Supplies Private Limited
67	Synergizers Sustainable Foundation
68	Tata 1mg Healthcare Solutions Private Limited
69	Tata 1mg Technologies Private Limited
70	Tata Capital Advisors Pte. Limited
71	Tata Capital General Partners LLP
72	Tata Capital Growth Fund I
73	Tata Capital Growth Fund II
74	Tata Capital Growth II General Partners LLP
75	Tata Capital Healthcare Fund I
76	Tata Capital Healthcare Fund II
77	Tata Capital Healthcare General Partners LLP
78	Tata Capital Healthcare II General Partners LLP
79	Tata Capital Housing Finance Limited
80	Tata Capital Innovations Fund
81	Tata Capital Limited
82	Tata Capital Plc
83	Tata Capital Pte. Limited
84	Tata Capital Special Situation Fund
85	Tata Communications (America) Inc.
86	Tata Communications (Australia) Pty Limited
87	Tata Communications (Beijing) Technology Limited
88	TATA COMMUNICATIONS (BELGIUM) SRL
89	Tata Communications (Brazil) Participacoes Limitada
90	Tata Communications (Canada) Limited
91	Tata Communications (France) SAS
92	Tata Communications (Guam) L.L.C.
93	Tata Communications (Hong Kong) Limited
94	Tata Communications (Hungary) KFT
95	Tata Communications (International) Pte Limited
96	Tata Communications (Ireland) DAC
97	Tata Communications (Italy) SRL
98	Tata Communications (Japan) KK.
99	Tata Communications (Malaysia) Sdn. Bhd.
100	Tata Communications (Middle East) FZ-LLC
101	Tata Communications (Netherlands) B.V.
102	Tata Communications (New Zealand) Limited
103	Tata Communications (Nordic) AS
104	Tata Communications (Poland) SP.Z.O.O.
105	Tata Communications (Portugal) Instalacao E Manutencao De Redes LDA
106	Tata Communications (Portugal) Unipessoal LDA
107	Tata Communications (Russia) LLC
108	Tata Communications (South Korea) Limited
109	Tata Communications (Spain) S.L.
110	Tata Communications (Sweden) AB
111	Tata Communications (Switzerland) GmbH
112	Tata Communications (Taiwan) Limited
113	Tata Communications (Thailand) Limited

S/N	Name
114	Tata Communications (UK) Limited
115	Tata Communications Collaboration Services Private Limited
116	Tata Communications Comunicacoes E Multimídia (Brazil) Limitada
117	Tata Communications Deutschland GMBH
118	Tata Communications Lanka Limited
119	Tata Communications Limited
120	Tata Communications MOVE B.V.
121	Tata Communications MOVE Nederland B.V.
122	Tata Communications Payment Solutions Limited
123	Tata Communications Services (International) Pte. Limited
124	Tata Communications SVCS Pte Ltd
125	Tata Communications Transformation Services (Hungary) Kft.
126	Tata Communications Transformation Services (US) Inc
127	Tata Communications Transformation Services Limited
128	Tata Communications Transformation Services Pte Limited
129	Tata Communications Transformation Services South Africa (Pty) Ltd
130	Tata Digital Private Limited
131	Tata Fintech Private Limited
132	Tata Housing Development Company Limited
133	Tata Neu Private Limited
134	Tata Opportunities General Partners LLP
135	Tata Payments Limited
136	Tata Projects Limited
137	Tata Realty and Infrastructure Limited
138	Tata Securities Limited
139	Tata Unistore Limited
140	Tata Value Homes Limited
141	TC MIDDLE EAST TECHNOLOGY SERVICES L.L.C
142	TC Networks Switzerland SA
143	TCC Construction Private Limited
144	TCL Employee Welfare Trust
145	TCPOP Communication GmbH
146	TCTS Senegal Limited
147	Technopolis Knowledge Park Limited
148	THDC Management Services Limited

S/N	Name
149	THE SWITCH ENTERPRISES, LLC
150	TP Luminaire Private Limited
151	TPL Services Private Limited
152	TPL-Asara Engineering South Africa (Proprietary) Limited
153	TPL-CIL Construction LLP
154	TQ Cert Services Private Limited
155	TQ Services Europe GmbH
156	TRIL Bengaluru Consultants Private Limited
157	TRIL BENGALURU REAL ESTATE FIVE LIMITED
158	TRIL Bengaluru Real Estate One Private Limited
159	TRIL BENGALURU REAL ESTATE SIX LIMITED
160	TRIL IT4 Private Limited
161	TRIL REAL ESTATE BALEWADI LIMITED
162	TRIL Roads Private Limited
163	TRIL Urban Transport Private Limited
164	Uchit Expressways Private Limited
165	Ujjwal Pune Limited
166	VSNL SNOSPV Pte. Limited
167	World-One (Sri Lanka) Projects Pte. Limited
168	World-One Development Company Pte. Limited

**(ii) List of subsidiaries of Tata Motors Limited and Jaguar Land Rover Limited as on March 31, 2024**

S/N	Name
1	Jaguar Land Rover Australia Pty Limited
2	Jaguar Land Rover North America LLC
3	Jaguar Land Rover Slovakia s.r.o
4	Tata Motors Body Solutions Limited
5	Tata Motors Insurance Broking and Advisory Services Limited
6	Tata Motors Passenger Vehicles Limited
7	Tata Passenger Electric Mobility Limited
8	Tata Technologies Europe Limited
9	Tata Technologies Inc.
10	TMF Business Services Limited (formerly Tata Motors Finance Limited )
11	TML Business Services Limited
12	TML Smart City Mobility Solutions Ltd



# Directors' Report

To the Members,

The Directors present this Integrated Annual Report of Tata Consultancy Services Limited ("the Company" or "TCS") along with the audited financial statements for the financial year ended March 31, 2024.

The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

## 1. Financial results

(₹ crore)

	Standalone		Consolidated	
	Financial Year 2023-24 (FY 2024)	Financial Year 2022-23 (FY 2023)	Financial Year 2023-24 (FY 2024)	Financial Year 2022-23 (FY 2023)
Revenue from operations	2,02,359	1,90,354	2,40,893	2,25,458
Other income	7,273	5,328	4,422	3,449
<b>Total income</b>	<b>2,09,632</b>	<b>1,95,682</b>	<b>2,45,315</b>	<b>2,28,907</b>
<b>Expenses</b>				
Operating expenditure	1,46,512	1,39,357	1,76,597	1,66,199
Depreciation and amortisation expense	3,887	3,940	4,985	5,022
<b>Total expenses</b>	<b>1,50,399</b>	<b>1,43,297</b>	<b>1,81,582</b>	<b>1,71,221</b>
Profit before finance costs, exceptional item and tax	59,233	52,385	63,733	57,686
Finance costs	673	695	778	779
<b>Profit before exceptional item and tax</b>	<b>58,560</b>	<b>51,690</b>	<b>62,955</b>	<b>56,907</b>
<b>Exceptional item</b>				
Settlement of legal claim	958	-	958	-
<b>Profit before tax</b>	<b>57,602</b>	<b>51,690</b>	<b>61,997</b>	<b>56,907</b>
Tax expense	14,043	12,584	15,898	14,604
<b>Profit for the year</b>	<b>43,559</b>	<b>39,106</b>	<b>46,099</b>	<b>42,303</b>
<b>Attributable to:</b>				
Shareholders of the Company	43,559	39,106	45,908	42,147
Non-controlling interests	NA	NA	191	156
<b>Opening balance of retained earnings</b>	<b>62,228</b>	<b>68,949</b>	<b>74,722</b>	<b>78,158</b>
<b>Closing balance of retained earnings</b>	<b>55,173</b>	<b>62,228</b>	<b>70,033</b>	<b>74,722</b>

## 2. Return of surplus funds to Shareholders

In line with the practice of returning substantial free cash flow to shareholders and based on the Company's performance, the Directors have declared three interim dividends of ₹9 per equity share and a special dividend of ₹18 aggregating to ₹45 per equity share involving a cash outflow of ₹16,355 crore during the year. The Directors have also recommended a final dividend of ₹28 per equity share. The final dividend on equity shares, if approved by the Members, would involve a cash outflow of ₹10,131 crore. The total dividend for FY 2024 amounts to ₹73 per equity share and would involve a total cash outflow of ₹26,486 crore, resulting in a dividend payout of 60.8 percent of the standalone profits of the Company.

In addition to the above, the Company bought back 4,09,63,855 equity shares at a price of ₹4,150 per equity share

for an aggregate consideration of ₹17,000 crore. The offer size of the Buyback was 24.5% and 20.5% of the aggregate fully paid-up share capital and free reserves as per audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2023, respectively. The Buyback represented 1.1% of the total issued and paid-up Equity Share capital of the Company, as on September 30, 2023. The settlement of bids and payment of buyback consideration was made on December 12, 2023 and the shares were extinguished on December 13, 2023.

The Shareholders' payout with respect to dividend and buyback including tax on buyback (excluding transaction costs, other incidental and related expenses) aggregated to ₹47,445 crore, resulting in a payout of 108.9 percent of the standalone profits of the Company.

In FY 2023, the Company paid a total dividend of ₹115 per equity share, including a special dividend of ₹67 per equity share, which resulted in an outflow of ₹42,079 crore and a dividend payout of 107.6 percent of the standalone profits of the Company.

The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") is available on the Company's website at <https://on.tcs.com/Dividend>.

### **3. Transfer to reserves**

The closing balance of the retained earnings of the Company for FY 2024, after all appropriation and adjustments was ₹55,173 crore.

### **4. Company's performance**

On a consolidated basis, the revenue for FY 2024 was ₹2,40,893 crore, higher by 6.8 percent over the previous year's revenue of ₹2,25,458 crore. The profit after tax (PAT) attributable to shareholders and non-controlling interests for FY 2024 and FY 2023 was ₹46,099 crore and ₹42,303 crore, respectively.

The PAT attributable to shareholders for FY 2024 was ₹45,908 crore registering a growth of 8.9 percent over the PAT of ₹42,147 crore in FY 2023.

On a standalone basis, the revenue for FY 2024 was ₹2,02,359 crore, higher by 6.3 percent over the previous year's revenue of ₹1,90,354 crore in FY 2023. The PAT attributable to shareholders in FY 2024 was ₹43,559 crore registering a growth of 11.4 percent over the PAT of ₹39,106 crore in FY 2023.

### **5. Quality initiatives**

The Company continues to strengthen its commitment to the highest levels of quality, superior customer experience, best-in-class service management, robust information security and privacy practices and mature business continuity management.

The TCS Integrated Quality Management System (iQMS) is a structured framework to ensure consistent delivery of products and services to meet or exceed customer requirements and achieve operational efficiency. iQMS is continually evaluated and upgraded to keep pace with the external environment and emerging technologies, such as AI and Cloud, to deliver with certainty and provide outstanding value and experience to its customers.

TCS has once again successfully achieved Maturity level 5 of ISACA's Capability Maturity Model Integration- Services (CMMI-SVC® V2), a worldwide recognized industry benchmark and performance improvement model. TCS continues to maintain enterprise-wide certification to the following globally recognized standards: ISO 9001:2015 (Quality Management), ISO 20000-1:2018 (IT Service Management), ISO 22301:2019 (Business Continuity Management), ISO 27001:2022 (Information Security Management), ISO 27017:2015 (Information Security Controls for Cloud Services), ISO 27018:2019 (Protection

of PII in Public Clouds as PII Processors), ISO 27701:2019 (Privacy Information Management Systems). The Company also continues to maintain certification to health, safety and environment standards such as ISO 14001 (Environment management), ISO 45001 (Health and safety), ISO 50001 (energy management) as well as industry domain specific standards such as AS9100 (Aerospace), TL9000 (Telecom) and ISO 13485 (Medical devices).

The customer-centricity, focus on their transformation, rigor in operations and commitment to delivery excellence have resulted in sustained high customer satisfaction levels in the periodic surveys conducted by the Company. This is validated by top rankings in third party surveys as well. TCS achieved the top position in Whitelane customer satisfaction survey for the eleventh consecutive year, with an overall satisfaction score of 82 percent, 7 percentage points above the industry average.

TCS has received multiple external awards this year, a few of which are mentioned here.

- The Data Security Council of India (DSCI) Excellence Award 2023 in category Best Privacy Practices by Data Processors;
- PICCASO Privacy Awards Europe 2023 for International Privacy Protection;
- Best DevOps Cloud Project in DevOps Awards 2023, UK;
- Multiple awards won in Corporate Excellence Awards (CEA) 2024 conducted by Symbiosis Centre for Management and Human Resource Development (SCMHRD), Pune;
- Multiple awards won in Lean Six Sigma Case Study Presentation Contest 2023 from National Institution for Quality & Reliability (NIQR) Bangalore;
- Platinum and Gold Recognition won in the Confederation of Indian Industry (CII) National Six Sigma Competition 2023;
- TCS was honoured with the award for the Company with Significant Engagement in Improvement Interventions at the Tata Business Excellence Convention (BEC) for the fifth consecutive year.

### **6. Subsidiary companies**

On March 31, 2024, the Company has 51 subsidiaries and there has been no material change in the nature of the business of the subsidiaries. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

The name of Tata Consultancy Services Technology Solutions AG was changed to Tata Consultancy Services Technology Solutions GmbH w.e.f April 13, 2023.

W.e.f August 29, 2023, Saudi Desert Rose Holding B.V., was merged with Tata Consultancy Services Netherlands BV, a 100 percent subsidiary of the Company.

Diligenta Limited, a 100 percent subsidiary of the Company, incorporated a wholly owned subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form No. AOC-1 is attached to the financial statements of the Company.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the Company's website at <https://www.tcs.com/investor-relations>.

## **7. Directors' responsibility statement**

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2024.

## **8. Directors and Key Managerial Personnel**

As on March 31, 2024, the Company has nine Directors with an optimum combination of Executive and Non-Executive Directors including two women directors.

The Board comprises of seven Non-Executive Directors, out of which five are Independent Directors.

During the year, the Members approved the following appointment and re-appointment of Directors:

- appointment of K Krishivasan (DIN 10106739) as the CEO & MD of the Company with effect from June 1, 2023.
- re-appointment of Hanne Sorensen (DIN 08035439) and Keki Mistry (DIN 00008886) as Independent Directors for a second consecutive term of five years from December 18, 2023 upto December 17, 2028.
- appointment of Al-Noor Ramji (DIN 00230865) as an Independent Director for a term of five years from October 12, 2023 to October 11, 2028.

In the opinion of Board, Hanne Sorensen, Keki Mistry and Al-Noor Ramji are persons of integrity and fulfils requisite conditions as per applicable laws and are independent of the management of the Company.

During the year, Don Callahan (DIN 08326836) ceased to be Director of the Company with effect from January 10, 2024, upon completion of his term as an Independent Director. The Board places on record its appreciation for his invaluable contribution and guidance.

On April 16, 2022, the Members approved the re-appointment of N G Subramaniam (DIN 07006215) as the COO & ED of the Company for a further period from February 21, 2022 to May 19, 2024, as per the retirement age policy for Directors of the Company and will hold office till such date. O P Bhatt (DIN 00548091) was re-appointed as an Independent Director at the twenty-fourth Annual General Meeting (AGM) of the Company held on June 13, 2019, for a second term of five years and will hold office till June 26, 2024. The Board places on record its appreciation for their invaluable contribution and guidance.

N Chandrasekaran (DIN 00121863) retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking Shareholders' approval for his re-appointment along with other required details forms part of the Notice.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as independent directors of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses, if any.

Pursuant to the provisions of Section 203 of the Act, K Krishivasan, CEO & MD, N G Subramaniam, COO & ED, Samir Seksaria, Chief Financial Officer and Pradeep Manohar Gaitonde, Company Secretary are the Key Managerial Personnel of the Company as on March 31, 2024.

#### **9. Number of meetings of the Board**

Five meetings of the Board were held during the year. For details of meetings of the Board, please refer to the Corporate Governance Report, which is a part of this report.

#### **10. Board evaluation<sup>1</sup>**

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The performance of the board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. In a separate meeting of Independent Directors, performance of Non-Independent directors, the Board as a whole and Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

At the board meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its Committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

#### **11. Policy on directors' appointment and remuneration and other details**

The Company's policy on appointment of directors is available on the Company's website at <https://on.tcs.com/ApptDirectors>.

The policy on remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which is a part of this report and is also available on the Company's website at <https://on.tcs.com/remuneration-policy>.

#### **12. Corporate Social Responsibility (CSR)**

TCS' CSR initiatives and activities are aligned to the requirements of Section 135 of the Act.

A brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure I** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. This Policy is available on the Company's website at <https://on.tcs.com/Global-CSR-Policy>

For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report.

#### **13. Internal financial control systems and their adequacy**

The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

#### **14. Audit committee**

The details pertaining to the composition of the Audit Committee are included in the Corporate Governance Report, which is a part of this report.

#### **15. Auditors**

At the twenty-seventh AGM held on June 9, 2022, the Members approved the re-appointment of B S R & Co. LLP, Chartered Accountants (Firm Registration No.101248W/W-100022) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the thirty-second AGM to be held in the year 2027.

#### **16. Auditor's report and Secretarial audit report**

The statutory auditor's report and the secretarial auditor's report do not contain any qualifications, reservations, or adverse remarks or disclaimer. Secretarial audit report is attached to this report as **Annexure II**.

#### **17. Risk management**

The Board of Directors of the Company has a Risk Management Committee to frame, implement and monitor the risk management plan for the Company.

The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this report.

#### **18. Vigil Mechanism**

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in conformation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report

<sup>1</sup> GRI 2-18

concerns about unethical behaviour. This Policy is available on the Company's website at <https://on.tcs.com/WhistleBP>.

#### **19. Particulars of loans, guarantees and investments**

The particulars of loans, guarantees and investments as per Section 186 of the Act by the Company, have been disclosed in the financial statements.

#### **20. Transactions with related parties**

None of the transactions with related parties fall under the scope of Section 188(1) of the Act. Accordingly, the disclosure of related party transactions as required under

Section 134(3)(h) of the Act in Form AOC-2 is not applicable to the Company for FY 2024 and hence does not form part of this report.

Pursuant to SEBI Listing Regulations, the resolution for seeking approval of the Shareholders on material related party transactions is being placed at the AGM.

#### **21. Annual Return**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2024 is available on the Company's website at <https://on.tcs.com/annualreturn-23-24>.

#### **22. Particulars of employees**

The information under Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year:

Name	Ratio to median remuneration	% increase in remuneration in the financial year
<b>Non-executive Directors:</b>		
N Chandrasekaran®	-	-
O P Bhatt	38.3	3.1
Aarthi Subramanian®®	-	-
Dr Pradeep Kumar Khosla	34.9	4.1
Hanne Sorensen	34.9	3.6
Keki Mistry	38.3	3.5
Al-Noor Ramji*	\$	\$
Don Callahan**	\$	\$
<b>Executive Directors:</b>		
K Krishivasan#	\$	\$
N G Subramaniam	346.2	8.2
Rajesh Gopinathan##	\$	\$
<b>Chief Financial Officer:</b>		
Samir Seksaria	95.4	24.0
<b>Company Secretary:</b>		
Pradeep Manohar Gaitonde	37.3	31.6

® As a policy, N Chandrasekaran, Chairman, has abstained from receiving commission from the Company and hence not stated.

®® In line with the internal guidelines of the Company, no payment is made towards commission to the Non-Executive Directors of the Company, who are in full time employment with any other Tata Company and hence not stated.

\* Appointed as Independent Director w.e.f. October 12, 2023.

\*\* Ceased to be Director w.e.f. January 10, 2024 upon completion of his term as Independent Director.

# Appointed as the Chief Executive Officer and Managing Director w.e.f. June 1, 2023.

## Ceased to be Chief Executive Officer and Managing Director w.e.f. June 1, 2023.

\$ Remuneration received in FY 2024 is not comparable with remuneration for FY 2023 (for part of the year) and hence not stated.

- b. The percentage increase in the median remuneration of employees in the financial year is 10.8 percent.
- c. The number of permanent employees on the rolls of Company are 6,01,546.
- d. The average annual increase was in the range of 5.5-8 percent, with top performers receiving double digit increment in India. However, during the course of the year, the total increase is in the range of 7-9 percent, after accounting for promotions and other event based compensation revisions. Employees outside India received a wage increase varying from 1.5-6 percent.

The increase in remuneration is in line with the market trends in the respective countries. In order to ensure that remuneration reflects the Company's performance, the performance pay is also linked to organization performance and individual utilization in addition to individual performance.

Increase in the managerial remuneration for the year was 8.2 percent for COO & ED. Remuneration for current and erstwhile CEO & MD, is for part of the year and hence not considered.

- e. The Company affirms that the remuneration is as per the remuneration policy of the Company.
- f. The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary.

### **23. Integrated Report**

The Company has voluntarily provided Integrated Report, which encompasses both financial and non-financial information to enable the Members to take well-informed decisions and have a better understanding of the Company's long-term perspective. The Report also touches upon aspects such as organization's strategy, governance framework, performance and prospects of value creation based on the five forms of capital viz. financial capital, intellectual capital, human capital, social capital and natural capital.

### **24. Disclosure requirements**

As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors' Certificate thereon, and the integrated Management Discussion and Analysis, the Business Responsibility and Sustainability Report ("BRSR") form part of the Director's Report.

The BRSR indicates the Company's performance against the principles of the 'National Guidelines on Responsible Business Conduct'. This would enable the Members to have an insight into Environmental, Social and Governance initiatives of the Company.

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

### **25. Deposits from public**

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

### **26. Conservation of energy, technology absorption, foreign exchange earnings and outgo**

#### **Conservation of energy:**

The Company is committed towards conservation of energy and climate action which is reaffirmed in its Environmental Sustainability policy ([Environmental-Sustainability-Policy.pdf \(tcs.com\)](#)).

During the year, several initiatives were aligned to achieve the carbon targets which included those in building and IT infrastructure. Initiatives in building infrastructure included higher energy efficiencies in heating, ventilation, and air conditioning (HVAC) systems, uninterruptible power supply (UPS), green buildings and energy monitoring & analytics (Clever Energy & Resource Optimisation Centre) which have resulted in energy savings of 16,301 MWh, equivalent to 11,671 tCO<sub>2</sub>e reduction during FY 2024.

Initiatives in green IT focussed on data centre and IT device consolidation and optimization to reduce the carbon footprint. The Company reduced power consumption in one of the data centres by 80kW through server consolidation and optimization. As a concomitant interim outcome, the weighted average PUE increased marginally from 1.66 in FY 2023 to 1.7 during FY 2024. In FY 2025, TCS plans to optimize and consolidate the UPS infrastructure, towards reducing the non-IT load, thereby achieving the PUE target of 1.65. In addition to this, TCS will continue to ensure energy efficiency of the equipment procured.

TCS' IoT-based Real-time Energy Management System (TCS Clever Energy™) which involves real time energy monitoring continues to yield benefits in terms of optimization of operational energy efficiency across all offices.

The roof top solar photo voltaic installations this year remained at 10.2 MWp contributing to 3 percent of total electricity use in the reporting year. A rooftop solar photovoltaic (PV) of 260 KWp has been planned for implementation in FY 2025. The Company increased the renewable energy procurement through switch over to green tariffs for its operations in several states in India, in addition to open access power purchase agreements (PPA) for renewable energy in some cases. Renewable energy

procurement has resulted in an increase in renewable energy use to 74 percent of total energy use during the year.

TCS is certified to ISO 50001:2018 standards for Energy Management Systems (EnMS) across 22 campuses in India. Out of these, 2 campuses were added under certification in FY 2024, continuing our commitment to energy conservation and management.

The above energy efficiency and renewable energy procurement efforts helped achieve a year-on-year reduction in absolute carbon footprint (across Scope 1 and Scope 2) of TCS' global operations by 31 percent. The company has achieved 80% reduction in absolute emissions (Scope 1 and Scope 2) when compared to the base year of FY 2016. The electricity consumption across TCS operations increased by 14.6% in the current year compared to FY 2023. This is due to increased scale of operations considering increase in number of associates returning to office and inclusion of 14 locations globally in the reporting boundary, leading to a 2.8% increase in electricity consumption.

The Company has achieved carbon neutrality across Scope 1 and Scope 2 in Asia Pacific (including Japan), Europe, North America, UK & Ireland, Latin America, Middle East & Africa regions during the reporting year.

Continued focus on the above initiatives will enable the company's aspiration of achieving its carbon target of Net Zero by 2030.

#### **Technology absorption, adoption and innovation: Research & Development (R&D): Specific areas in which R&D was carried out by the Company**

TCS Research and Innovation delivered significant value to TCS' customers, the research community and society at large through numerous initiatives and impactful outcomes.

#### **Inventing for Impact:**

TCS Research continued to expand its foundational research in computing and its intersection with the sciences with an emphasis on AI, especially Large Language Models (LLM).

The exploration of innovative uses of GenAI has been a focal point for TCS Research this year. TCS delved deep into three key areas: (i) Generative design for scientific and engineering applications, (ii) Transformation of knowledge work, encompassing but not restricted to software development and operations management, and (iii) Reimagination of the user engagement paradigm across diverse domains.

TCS explored use of GenAI to identify new molecules or modifications of existing molecules that show promise of being useful as new drugs (of medicinal value), as well as to evaluate them for ease of synthesis and manufacturing. TCS used GenAI to design alloys and materials while at the same time using generative exploration of the chemistry and the process route. The Company leveraged LLMs through the lens of domain models to curate ontology (information

model) as well as failure/performance knowledge for large manufacturing operations reducing the time needed for such activities from months to days. The Munch Museum in Oslo is exploring the use of GenAI with TCS to create a co-drawing system for museum visitors. The use of GenAI in all domains of human activity is exploding and TCS Research is at the forefront of several such explorations.

The Company's research on enterprise digital twins witnessed accelerated growth due to a growing interest and adoption of this technology across industries from communications to airlines and retail. TCS' strategy of investing in robotics translated to a business initiative and gained traction with customers leading to collaborative partnerships with major robotics accelerators such as the National Robotarium, UK and MassRobotics, US. The software research teams continued with their focus on self-healing and adaptive model-driven software architecture, adapting to changes and uncertainties seamlessly.

TCS continues to explore and invest in foundation research encompassing topics like computing for finance, building digital twins for the human heart and brain, quantum computing and nano sensing for future IoT and healthcare applications, meta-material based reconfigurable intelligent surfaces for next-generation wireless systems like 6G, neuromorphic computing for low-power edge-AI, post-quantum cryptography, and other emerging as well as futuristic technologies.

TCS continues to contribute to standards in areas such as environmental engineering, cyber security, cyber resilience, Internet of Things, smart cities, software architecture, quantum computing and communication, accessibility of ICT for the differently abled, AI, Metaverse, Agile Devops, e-Learning and FinTech-RegTech.

Our brand TCS Research won at the Global Social Media Awards UK 2023 for 'Best Use of LinkedIn'. The Global Social Media Awards celebrates businesses around the world that are crashing through the algorithms and channelizing the chatter to create innovative, meaningful engagement that produces tangible results. This recognition is a testament to content innovation and motivates the Company to continue to inspire and transform the world through impactful stories of research and innovation.

#### **Strengthening IP Base:**

TCS launched new IP-based offerings and enhancements of existing IP-based offerings. The Revenue Management Solution strategically navigates CPG growth by leveraging data and insights to optimize pricing, promotions, product mix, and trade investments. TCS' Observability Solution ensures intelligent, secure, and proactive monitoring for hybrid cloud applications, supporting diverse environments from SAP to Oracle ERP to custom applications across multi-cloud landscapes. The Company's Cross Industry Digital Commerce Platform provides multitude core capabilities, industry specific capabilities and an ecosystem orchestration capability to the Retail, CPG, Airline and Telecom industries.

TCS ADD™ Metadata Repository won two awards for Excellence in Ancillary Pharma Services and Excellence

in use of Technology at the India Pharma Awards 2023. TCS was also recognized with 2 Golds and 1 Bronze at Stevie Asia Pacific Awards 2023 for ignio™ (Gold), TCS Data Privacy (Gold) and TCS Travel Chatbot "Trawiz" (Bronze).

The Company's intellectual property grew with 257 publications and presentations in top-tier journals and conferences. As of March 31, 2024, 8,040 patents have been filed (cumulatively) by the Company and 3,919 have been granted. TCS won many awards relating to IP, including the Asia IP Elite Award 2023, the National Intellectual Property Award 2023 in the category 'Top Public Limited Company for Patents Filing, Grant & Commercialization in India in the field of Service/Others Sector' and the World Intellectual Property Organization's (WIPO) National Award for Enterprises for being an exemplar of IP value creation. TCS also recognized with CII Industrial Intellectual Property Awards 2023, Special Appreciation Award by CII acknowledging very special and distinctive features of some inspiring IP initiatives of the organization.

#### **Innovating at Scale with the Ecosystem:**

TCS Pace™ is the fulcrum of TCS' thought leadership and continues to leverage pioneering innovation to steer businesses through emerging technologies and define co-innovation strategies with customers. TCS Pace Port™ New York engaged with customers, analysts, and partners during the TCS Innovation Forum North America 2023. TCS Pace Port™ Amsterdam hosted the analyst community from EU and UK region, during the TCS Europe Analyst Summit 2023.

TCS COIN™ expanded its global footprint by reaching out to over 250 unique TCS customers this year who need access to new technologies from start-ups. COIN Business Accelerator, a high-touch program with emerging tech companies, kicked off its 3rd cohort. The Accelerator is playing an instrumental part in TCS' ecosystem strategy, increasing its innovation footprint, and winning deals. TCS and Jaguar Land Rover (JLR) launched JLR's Open Innovation program in Tel Aviv to foster disruptive mobility innovation and strengthen relationships between JLR and Israeli start-ups, scale-ups, corporate entities, investors, and academia as part of JLR's Reimagine strategy. This partnership will leverage TCS COIN™ in Israel to identify local technology offerings and scale them to global mobility solutions and services.

The academic network of TCS COIN™ funds 42 strategic research project engagements across 23 academic institutions. TCS inaugurated a Research facility within the IIT Kharagpur Research Park in Kolkata this year. The new center will enable greater collaboration with IIT Kharagpur and establish TCS Research firmly within the Cyber Physical Systems and Digital Health research landscape.

TCS and WIPO have joined hands to collaborate, extending the TCS Access Infinity platform to Accessible Books Consortium partner libraries in developing and least developed countries. TCS has strategically collaborated with Dassault Systèmes within the ambit of the Living Heart Project, fostering a collaborative environment encompassing cardiovascular researchers, educators, medical device developers and regulatory bodies such as the US FDA. This partnership aims to drive digital transformation in cardiovascular science by creating authentic digital simulations of the human heart.

#### **Building a Culture of Innovation:**

TCS Research and Innovation continued with enterprise-wide initiatives to inspire and foster creativity across the domain. This year five teams from TCS made it to the finals of Tata Innovista 2023 and TCS won awards in the "Piloted technologies" and "Implemented Innovations – Products and Services" categories. TCS Innovista 2024, an internal shark-tank competition, concluded with the largest ever participation from TCS'ers. 12,371 teams vied for the top honors across multiple categories. The second edition of the organization wide incubation bootcamp was organized to encourage and support entrepreneurial ideas in areas of sustainability, GenAI, decentralization, EV ecosystems, and connected health. This year's edition witnessed 126 applications across 48 business units.

Digital Impact Square (DiSQ) encourages innovation using digital technologies to address social challenges and has impacted 190,543 lives across various startups in FY 2024. The DiSQ has been awarded with Zero Project Award 2024 for inclusive vocational training models, inclusive education, and ICT. Several companies within the purview of DiSQ have won awards. With an aim to inspire and empower young minds to solve real-world environmental and societal challenges through technology, TCS Sustainathon Singapore addressed challenge statements issued by Dell Technologies, Citi, and LinkedIn under the theme of 'Empowering Women in STEM'. TCS Sustainathon South Africa 2023 focused on sustainable water and sanitation management. TCS CodeVita Season 11 received the highest ever registration of more than 4,44,000 from 95 countries.

#### **Future course of action:**

TCS will continue scaling its investments in IP creation, partnerships and offerings to deliver market leading value to its customers, with a focus on agility and speed to market that matches the fast pace of digital transformation of its customers are undergoing. At the same time, it will continue to build its talent base and focus on building a culture of innovation in the Company.

#### **Expenditure on R&D:**

TCS research and innovation centers are located in India and other parts of the world. The research centers in India function from Pune, Chennai, Bengaluru, Delhi-NCR, Hyderabad, Kolkata and Mumbai.

Expenditure incurred in the R&D centers and innovation centers of TCS during FY 2024 and FY 2023 are given below:

Expenditure on R&D and innovation		Standalone		Consolidated	
		FY 2024	FY 2023	FY 2024	FY 2023
a.	Capital	8	1	8	1
b.	Recurring	419	375	426	380
c.	<b>Total R&amp;D expenditure (a+b)</b>	<b>427</b>	<b>376</b>	<b>434</b>	<b>381</b>
d.	Innovation center expenditure	2,228	2,048	2,317	2,119
e.	<b>Total R&amp;D and innovation expenditure (c+d)</b>	<b>2,655</b>	<b>2,424</b>	<b>2,751</b>	<b>2,500</b>
f.	R&D and innovation expenditure as a percentage of total turnover	1.3%	1.3%	1.1%	1.1%

#### Foreign exchange earnings and outgo:

Export revenue constituted 93.5 percent of the total standalone revenue in FY 2024 (94.3 percent in FY 2023).

(₹ crore)

Foreign exchange earnings and outgo		FY 2024	FY 2023
a.	Foreign exchange earnings	1,93,252	1,83,412
b.	CIF Value of imports	174	144
c.	Expenditure in foreign currency	81,726	75,786

#### 27. Acknowledgements

The Directors thank the Company's employees, customers, vendors, investors and academic partners for their continuous support. The Directors also thank the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

The Directors appreciate and value the contribution made by every member of the TCS family.

On behalf of the Board of Directors

**N Chandrasekaran**  
Chairman  
DIN 00121863

Mumbai, April 12, 2024

**Annexure I****Annual Report on CSR Activities****1. Brief outline on CSR Policy of the Company**

TCS' vision is to empower people and communities to build self-reliance through technology while promoting the values of fairness, equity, and respect for human rights. It endeavors to connect people and communities to opportunities in the digital economy by building equitable and inclusive pathways for women, youth, and marginalized groups.

To address the most pressing needs of the community, TCS primarily focuses on the areas of education, skilling, employment, and entrepreneurship. The Company enables social innovation and community projects targeted at marginalized sections of society, bridging the opportunity gap, and investing in quality education, good health and well-being, clean water and sanitation, climate action, and disaster relief efforts in support of the basic needs of global communities. Additionally, TCS forms strategic partnerships, delves into research, provides insights, and pro-bono technology consultation to bolster the capacity of grassroots organizations.

**2. Composition of the CSR committee:**

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	N Chandrasekaran	Chairman, Non-independent Non-Executive Director	3	3
2	O P Bhatt	Member, Independent, Non-Executive Director	3	3
3	N G Subramaniam	Member, Non-Independent, Executive Director	3	3

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company**

Composition of the CSR committee shared above and is available on the Company's website at <https://www.tcs.com/corporate-governance>.

CSR policy- <https://on.tcs.com/Global-CSR-Policy>

CSR projects-  
<https://www.tcs.com/corporate-social-responsibility>

**4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable**

Not applicable

- 5. (a) Average net profit of the Company as per sub-section (5) of Section 135: ₹42,507 crore**
- (b) Two percent of average net profit of the Company as per sub-section (5) of section 135: ₹850 crore**

To achieve transformational social impact, TCS leverages its intellectual, technological, human, and financial capital and applies its contextual knowledge and the expertise of a diverse network of leaders to design innovative and sustainable solutions for societal challenges. It executes and scales programs using its vast capabilities in technology, the large employee base who volunteer their time, skills, and expertise for causes they believe in, and impact investments in large-scale, sustainable, multi-year programs that empower communities.

By directing its resources toward people and communities that need them the most, TCS assures equitable access. Every CSR initiative and program by TCS aligns with the United Nations Sustainable Development Goals (UN SDGs), while the CSR strategy incorporates inclusion into its design by aligning with the Government of India and the Tata Group's Affirmative Action.

**(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years : NIL**

**(d) Amount required to be set off for the financial year, if any : ₹32 crore**

**(e) Total CSR obligation for the financial year [5(b)+5(c)-5(d)]: ₹818 crore**

**6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹813 crore**

**(b) Amount spent in Administrative Overheads: ₹14 crore**

**(c) Amount spent on Impact Assessment, if applicable: NIL**

**(d) Total amount spent for the Financial Year [6(a)+6(b)+6(c)]: ₹827 crore**

## (e) CSR amount spent or unspent for the financial year:

(₹ crore)

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per Section 135(6) of the Act		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) of the Act		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
827	NIL	-	-	NIL	-

## (f) Excess amount for set off, if any:

(₹ crore)

Sr. No.	Particular	Amount
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per Section 135(5)	818*
(ii)	Total amount spent for the Financial Year	827
(iii)	Excess amount spent for the financial year [(ii)-(i)]	9
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	9

\*Net of excess contribution from previous years set-off in the current financial year

## 7. Details of Unspent CSR amount for the preceding three financial years:

(₹ crore)

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
					Amount transferred to a Fund as specified under Schedule VII as per second proviso Section 135(5), if any	Amount remaining to be spent in succeeding financial years		
Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6)	Balance Amount in Unspent CSR Account under Section 135 (6)	Amount spent in the reporting Financial Year	Amount	Date of transfer		Deficiency, if any
	-	NIL	-	-	-	-	-	-

## 8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes       No

If Yes, enter the number of Capital assets created/ acquired : Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/Beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
NIL							

## 9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5) - Not Applicable

**K Krishivasan**

Chief Executive Officer and Managing Director

DIN: 10106739

**N Chandrasekaran**

Chairman, Corporate Social Responsibility Committee

DIN: 00121863

**Annexure II****Form No. MR-3****Secretarial Audit Report****for the financial year ended March 31, 2024**

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
Tata Consultancy Services Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tata Consultancy Services Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2024, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2024 according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) Other laws applicable specifically to the Company namely:-
- a) Information Technology Act, 2000 and the rules made thereunder;
- b) Special Economic Zones Act, 2005 and the rules made thereunder;
- c) Software Technology Parks of India rules and regulations
- d) The Indian Copyright Act, 1957
- e) The Patents Act, 1970
- f) The Trade Marks Act, 1999

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited

read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes, decisions at the Board Meetings were taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines etc.

We further report that during the audit period following events occurred which had bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards etc.:

The Company has completed buyback of 4,09,63,855 (Four Crore Nine Lakh Sixty Three Thousand Eight Hundred and Fifty Five) fully paid-up equity shares of face value of ₹1 (Rupee One) each ("Equity shares") for an aggregate amount not exceeding ₹17,000 Crore on a proportionate basis, through the Tender Offer route through the Stock Exchange mechanism as prescribed under the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, at ₹4,150 (Rupees Four Thousand One Hundred and Fifty only) per Equity Share.

For **Parikh & Associates**  
Company Secretaries

P. N. Parikh  
Partner  
FCS No: 327 CP No: 1228  
UDIN: F000327F000095202  
PR No.: 1129/2021

Place: Mumbai  
Date: April 12, 2024

*This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.*

**'Annexure A'**

To,  
The Members,  
Tata Consultancy Services Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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 secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management Representation about the Compliance of Laws, Rules and Regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Parikh & Associates**

Company Secretaries

P. N. Parikh  
Partner

FCS No: 327 CP No: 1228  
UDIN: F000327F000095202  
PR No.: 1129/2021

Place: Mumbai

Date: April 12, 2024

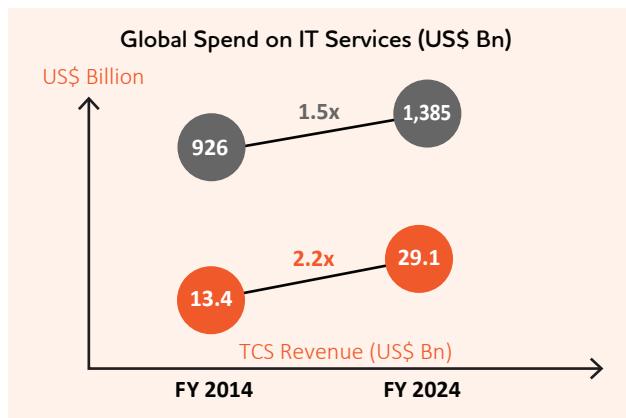
# Management Discussion and Analysis

## Overview of the Industry

The journey over the past few years has been eventful, starting with supply-chain disruptions in the aftermath of the pandemic, the Russia-Ukraine war that triggered a global energy and food crisis, and a considerable surge in inflation, followed by a globally synchronized monetary policy tightening. The global GDP is estimated to have grown at 3.2% in CY 2023, lower than 3.5% in CY 2022<sup>1</sup>, led by fears of a hard recession. Yet, despite many gloomy predictions, the world avoided a recession, the banking system proved largely resilient, and major emerging market economies did not suffer sudden stops. Economic growth has been stronger than expected in the second half of 2023 in the United States, and several major emerging market and developing economies. However, the rising momentum was not felt everywhere, with notably subdued growth in the euro area, reflecting weak consumer sentiment, the lingering effects of high energy prices, and weakness in interest-rate-sensitive sectors.

Unmet revenue expectations have ushered in a new wave of pragmatism where maintaining a healthy profit margin has become pivotal for corporations due to the uncertain macro-outlook. In extreme cases, organizations resorted to cost-cutting measures, such as reducing headcount and cutting discretionary spending, including IT services. Organizations taking a more rational approach are simply shifting the emphasis of ongoing IT projects toward cost control, efficiencies and automation while curtailing IT initiatives with longer RoIs. Global technology spending on Enterprise software and IT services was close to the US\$2.3 trillion<sup>2</sup> mark in CY 2023, with IT services growing at 6.1% YoY to US\$1.4 trillion.

The global IT services industry continues to be a highly fragmented one, with even the largest provider having a mid-single digit market share. TCS is among the largest IT services providers globally, with a market share of **2.1%**. TCS' outperformance is significantly higher over the last decade.



The outperformance may be attributed to market share gains resulting from TCS' strategy on customer centricity, its agile organization structure, and a very stable leadership team; its investments in organic talent development, research and innovation, intellectual property, brand building, and in building newer capabilities that have helped expand wallet share with clients; and better execution resulting in greater customer satisfaction.

## TCS' Business An Overview

TCS is an IT services, consulting and business solutions organization partnering many of the world's largest businesses in their transformational journeys for the last 56 years. It has a global presence, deep domain expertise in multiple industry verticals and a complete portfolio of offerings – grouped under consulting and service integration, application services, digital transformation services, AI and cloud services, engineering services, cognitive business operations, and products and platforms – targeting every C-suite stakeholder.

The company leverages all these capabilities and its profound contextual knowledge of its customers' businesses to create bespoke, high quality, high impact solutions designed to deliver



<sup>1</sup> Nasscom, World Economic Outlook, IMF, April 2024

<sup>2</sup> Gartner

differentiated business outcomes. These solutions are delivered using its operating model which enables a highly distributed, Location Independent Agile™ delivery.

TCS geographic footprint covers North America, Latin America, the United Kingdom, Continental Europe, Asia Pacific, India and Middle-East Africa.

TCS considers industry verticals as its primary go-to-market business segments. The five key vertical clusters are: Banking, Financial Services and Insurance (BFSI), Communication, Media and Technology (CMT), Consumer Business, Life Sciences and Healthcare, Manufacturing and Others such as Energy, Resources and Utilities, Public Services and Products.

### **Strategy for Sustainable Growth<sup>3</sup>**

TCS has successfully navigated through multiple technology cycles since its inception, transforming and adapting each time to build relevant new capabilities and helping its clients realize the benefits of that innovative technology. TCS' responsiveness, agility and adaptability to change have been core to its longevity.

Customer-centricity is at the heart of TCS' strategy, organization structure and investment decisions. TCS has been broadening and deepening customer relationships by continually looking for new opportunities and newer areas in their businesses to add value, proactively investing in building capabilities, reskilling its workforce, and launching innovative services, solutions, products, and platforms to address those opportunities.

TCS is reinventing itself at a time of unprecedented change in the IT Services industry. Digital, AI and Cloud technologies are now business enablers, and core to the success of business, fueling the need for enterprise-wide transformation and continuous innovation.

Technology disruption is blurring traditional industry lines, making cross-industry expertise an imperative. Adaptation is the key to survival. TCS believes in the power of inspiration and invention to build greater futures and help in transforming industries. The company's research and innovation team apply scientific rigor and a collaborative mindset to solve pressing problems faced by industries and society.

Over time, this strategy has resulted in deep and enduring customer relationships, a vibrant and engaged workforce, industry-leading profitability, a steady expansion of the addressable market, and a proven record of accomplishment in delivering longer term stakeholder value.

### **Enabling Investments**

TCS has been at the forefront of every technology adoption cycle over the past several decades. The company has anticipated every technology change and invested in innovation, talent, intellectual property, and partnerships well in advance. TCS pioneered<sup>4</sup> the 'Default is Digital' approach to leverage the new family of technologies that emerged in the last decade. TCS was early to identify that decision making in enterprises

would increase in complexity and would require novel uses of digital technologies. Its research into Enterprise Digital Twins enables it to simulate enterprises in hi-fidelity and use AI for decision making. Backed by 10 years of research (started in 2013) and over 40 publications in top-tier journals, TCS launched an Enterprise Digital Twin product offering called TCS TwinX™. The multiple award-winning product today simulates enterprise decision making for several TCS customers.

Quick to recognize the potential of cloud, the company made investments ahead of time in launching new platform-based business models as far back as in 2009<sup>5</sup>, reskilling the workforce, research and innovation, building collaborative workspaces and innovation centers, intellectual property, and alliances and partnerships. TCS created a separate research group focused on 'Deep Learning and AI' in 2017 and identified 'AI' as a critical skill that every researcher should acquire. TCS has doubled down on partnerships in areas such as AI, Quantum Computing and Cybersecurity. These early investments have given TCS a head-start in being a partner in its customers' technology adoption lifecycles.

The exploration of innovative uses of GenAI has been a focal point for TCS Research this year. More details on TCS R&I investments during the year are available on Page 61 of Directors' Report in the section on '**Technology absorption, adoption and innovation**'.

TCS' dedication to innovation is evident with its dynamic intellectual property (IP) portfolio, which saw continual enhancement through the filing and granting of patents and the publication of research papers. TCS' IP portfolio has grown by a CAGR of over **13%** over the past decade. TCS is the largest patent filer in the industry category in India and has been honored with **42 IP awards** in the last 10 years, including winning the National IP Award 4 times in the last 7 years.

TCS' dedicated practice units around major hyperscalers have been steadily investing in training, certifications, credentials and in building solutions and intellectual property on their respective hyperscaler stacks. AI.Cloud Academy was launched to bring together initiatives from all Cloud and AI partners, and to drive talent transformation at scale with a theme "Making AI REAL" for TCS' customers. As on 31st March 2024, TCS had one of the world's largest AI/ML and GenAI trained workforce. AI Experience Zone, TCS's indigenous, multi-platform AI playground continues to develop employees with higher competencies in GenAI through Industry specific use cases integrated into programs and hackathons. One of the significant investments has been in building a multi modal, hyperscaler agnostic, domain catalogue enabled, pattern driven, multi orchestrator GenAI platform called TCS AI WisdomNext to help customers accelerate their GenAI journey.

In addition to the hyperscalers, TCS has also invested in building key partnerships with other major cloud and AI ecosystem partners, to bring best of GenAI offerings to TCS' customers. TCS has invested in deep dive technical training along with hands-on sessions to help upskill existing employees thereby empowering

<sup>3</sup> GRI 2-22

<sup>4</sup> Ref AR FY 2012, MD&A, Pages 25, 29

<sup>5</sup> Ref AR FY 2010, Letter from CEO, Page 7

them to leverage technology as part of ongoing delivery. TCS has launched AI Academy and the AI Experience Zone platform for experiential AI/ML and GenAI talent development. TCS has launched several PoVs on how the industry value chains including personas involved can be transformed using the power of GenAI. TCS also has significantly invested in onboarding 150+ horizontal and vertical solutions on hyperscaler platforms in a cloud native manner augmented with GenAI capabilities.

As TCS transforms industries, building momentum requires continuous perseverance, flawless execution against the company's strategic priorities: **Customer Centricity and Employee Empathy**.

#### TCS' Strategic Responses to Opportunities and Threats

Opportunity / Threat	TCS Approach	Outcomes
Macroeconomic uncertainty and geopolitical volatility impacting decision making and prompting an increased mix of cost optimization and cloud transformation-led deals and reduced discretionary spend	<ul style="list-style-type: none"> <li>Proven track record in helping enterprises reduce their cost of operations.</li> <li>Proactive pitching of IT and business operating model transformations that deliver greater efficiency, enhance enterprise agility, resilience and better output.</li> <li>Leveraging full services capability and deep client relationships to propose product-aligned operating models.</li> <li>Use of TCS Cognix™ to accelerate operations transformation, using over 600 pre-built automation components that infuse AI/ML and other technologies into IT and business processes to reduce human intervention, increase velocity and productivity.</li> </ul>	<ul style="list-style-type: none"> <li>Strong deal flow resulting in a robust order book that gives better visibility of medium to long-term growth.</li> <li>Market share gains in vendor consolidation led deals.</li> <li>Efficiency gains helping fund client's transformation programs in some instances.</li> <li>TCS Cognix recognized as a means of driving quicker realization of RoI.</li> </ul>
Greater interest in using technology to drive business growth and differentiation	<ul style="list-style-type: none"> <li>Focused on developing contextual knowledge and applying that for inside-out transformations.</li> <li>Continued investments in research and innovation, TCS Pace Ports, and intellectual property.</li> <li>Dedicated practice with domain experts to bring together TCS' differentiated capabilities from across the organization to stitch together comprehensive solutions.</li> <li>Proactive pitching of solutions to customers' most pressing business problems.</li> <li>Refocused on industry expertise, as well as technology and service lines, increased investment in regional markets to diversify portfolio.</li> <li>Nation building programs which add to capabilities and credentials.</li> <li>Deepened partner ecosystem for joint go-to-market strategy.</li> </ul>	<ul style="list-style-type: none"> <li>Expansion of addressable market.</li> <li>Higher quality revenue, lending margin resilience.</li> <li>More deeply embedded in the client's business.</li> <li>Engaging with a broader set of buyers in the client organization.</li> <li>Higher visibility within C-Suites.</li> </ul>

Opportunity / Threat	TCS Approach	Outcomes
Strategic technology investments	<ul style="list-style-type: none"> <li>Set up the <b>AI.Cloud</b> unit bringing both Cloud and AI capabilities together to drive transformations for the customer under a '<b>Responsible AI</b>' framework; invested in <b>Intrapreneurial teams</b> to discover the art of the possible.</li> <li>Continued investment in skill building, certifications, credentials, IP and accelerators.</li> <li>Made available TCS products and solutions on public clouds.</li> </ul>	<ul style="list-style-type: none"> <li>Strong growth in cloud migration and transformation revenues.</li> <li>Working on 250+ PoCs and PoVs in Assist and Augment use cases, few programs moving into production.</li> <li>Top tier partner to each of the hyperscalers.</li> <li>Preferred partner to clients seeking to use cloud native capabilities to power their business transformation.</li> <li>Over half of the workforce trained in AI/ML and GenAI technologies.</li> </ul>
Greater acceptance of as-a-Service platforms	<ul style="list-style-type: none"> <li>Strengthened alliances and launched new offerings around the popular and new SaaS products.</li> <li>Helped ISV* clients upgrade their products to launch new SaaS versions.</li> <li>Partnering with product manufacturers to help launch innovative as-a-Service offerings using TCS Bring Life to Things IoT framework.</li> </ul> <p><b>TCS IP:</b></p> <ul style="list-style-type: none"> <li>Promoted SaaS versions of in-house product portfolio, now available on hyperscaler platforms.</li> <li>Used IP portfolio to launch new platforms that bundle IP and shared services on the cloud.</li> </ul>	<ul style="list-style-type: none"> <li>Outperformance and differentiated growth compared to peers.</li> <li>Stronger win-win partnerships.</li> <li>Expansion of addressable market.</li> <li>Strong growth in SaaS sales.</li> <li>Platforms drive stickier relationships, with long term revenue visibility.</li> </ul>

\* Independent Software Vendor

### Talent Management

TCS is a talent and innovation led organization that aims to attract, develop, motivate, and retain diverse talent, which is critical for its competitive differentiation and continued success. TCS strives to create a vibrant workplace and an engaged workforce by encouraging four behaviors: *follow your passion, stay hungry, commit to lifelong learning, and thrive together*.

In FY 2024, the total employee base of TCS was **601,546**, representing 152 nationalities, with 35.6% women in the workforce.

### Talent Acquisition

The company remains the preferred employer and one of the largest job creators in IT services in several major markets, for both freshers and lateral hires. FY 2024 has been yet another vibrant year for Talent Acquisition with strong business partnerships to meet talent requirements proactively, at scale and on-demand.

### Key Achievements:

- Hiring during the year:** During the year, the company's hiring strategy included a mix of physical campus visits, candidates hired through its National Qualifier Test (NQT)

and focused hiring from top B-schools. TCS continues with internship and placement offers as part of the Strategic Leadership Program.

- TCS Academic Interface Program (AIP)** continued to engage with faculty and students through focus group connections, workshops, faculty development programs and other campus outreach activities. In FY 2024, TCS engaged with over **194,000 students** and about **17,500 faculty members** in nearly **1,200** partner academic institutes across the world. More than **1,500** interns were engaged during the year.
- TCS Sangam:** "Meeting of Minds" is TCS' flagship event celebrating industry-academia collaboration. Sangam 2024 saw participation from more than **80** leading academicians including distinguished Vice Chancellors and Directors representing a diverse group of institutions including IITs, NITs, IIMs, and premium institutions.

### Talent Development

Building a future-ready workforce is one of the top priorities for Talent Development. In FY 2024 several key initiatives were launched to inculcate a strong engineering culture among the company's employees and build deeper skills in market relevant technologies and create an AI ready workforce.

### Few notable programs:

- **#IamGenAIReady** – Intense focus on building GenAI capabilities with a goal to make “Every TCSer GenAI ready by 2025”. TCS exceeded its initial targets and now has one of the world’s largest AI/ML and GenAI Ready workforce across the world.
- **Building a Strong Engineering Culture:**
  - **Software Engineering** - Reinforcing clean coding and assuring best engineering practices.
  - **Secuware** training program to create deep understanding of secure coding and configuration practice across Application, Network, Cloud and Data Systems.
- **TCS Elevate:** TCS’ pioneering program linking learning to career growth and reward covered over **423,000** employees. More than **35,200** employees were identified as high talent and saw an increase in their compensation.
- **TCS Contextual Masters:** TCS’ program to identify tenured employees with contextual knowledge of the customer’s business and technology landscape, continues to expand with over **73,000** Contextual Masters who are being groomed to be next generation transformation leaders.

### Key Metrics:

- More than **147,000** external certificates were acquired in FY 2024.
- TCS continued its focus on leveraging internal talent through upskilling and cross skilling for growth opportunities. In FY 2024, **33%** of job requirements were fulfilled through grooming its internal talent.

### Talent Transformation

TCS is building a culture of mentoring and promoting it through systemic intervention programs, and the company now has over **36,000** mentors.

TCS has multiple initiatives to help employees achieve career growth and aspirations.

- **iConnect** – Collaboration tool designed to help employees reach out to senior mentors for guidance on career paths. More than **103,000** iConnect sessions were initiated.
- **Xcelerate** - TCS’ in-house career guidance system, which guides TCSers to share their career aspirations. The portal saw more than **462,000** aspirations recorded in FY 2024, and over **26,300** have met their aspirational roles.
- Over **135,000** TCSers initiated their **360-degree inclusive feedback** process, with team members, peers and managers being nominated as participants to give feedback on their skills and attributes. This engagement provides strong impetus toward overall talent transformation at each individual level.

### Competitive Compensation

Compensation levels are merit based, determined by qualification, experience levels, special skills if any, and individual performance. Compensation structures are driven by prevailing practices in each country that TCS operates in. The merit based, democratized, transparent talent framework – **Elevate**, is designed to establish a tighter linkage between learning, skill development, career, and reward. The company regularly benchmarks its compensation plans and benefits with the market to ensure competitiveness.

Across the enterprise, remuneration is the same for men and women working full-time, in the same grade, in the same role, and at the same location.

### Talent Engagement

In FY 2024, focus was on value-driven, and positive wellbeing of the employees to increase pride and belongingness. The key initiatives driven for impact were manager sensitization workshops for culture assimilation, joiners’ talent integration, career growth and total wellbeing of the employees.

With TCS encouraging 100% employees returning to work, various programs are being run to enable higher levels of engagement. Employees were engaged through town halls and project confluences with an emphasis on **Living my Values**, **Build my Career and Lifelong Learning**. The company enabled more than **33,000** one-on-one mentoring sessions and over **255,000** one-on-one HR career conversations.

**Family Day:** The Family Day Fiesta is a well-thought-out endeavor to strengthen bonds, instill pride, and propagate the #OneTCS culture. The event provides an open invitation for family members to step into TCS offices, allowing them to experience the work environment firsthand. It was celebrated across 14 India locations, with over 300,000 people taking part with great enthusiasm.

Other engagement and collaboration platforms in TCS include:

- **Knome, KnowMax, GEMS:** Platforms for social collaboration within the organization, learning, sharing and for rewards and recognition.
- **Safety First:** Initiative focused on employee safety and security.
- **TCS Cares:** Aims to build an emotionally strong and mentally resilient workforce through sensitization, easy access to self-help and counselling. More than **24,000** counselling sessions were availed globally and over **40,000** employees attended TCS Cares webinars globally.
- **Fit4life:** Builds a fraternity of health and fitness conscious employees and creates a culture of fitness.
  - **Health & Wellbeing:** **140,000** active users contributed total 50 million+ kms.
  - **Yoga:** Over **45,000** employees took part in practicing Yoga.

- **PULSE:** Pulse 2023 recorded an enthusiastic participation with more than **82%** of employees taking the survey. TCS has achieved a Satisfaction Index of **79.0** and Engagement Index of **80.0**.

### Purposeful People Policies

Key policies introduced in FY 2024 include:

- **Policy on Flexible Work Arrangements** extended the scope of the existing policy to provide necessary support and flexibility to all employees (inclusive of fathers/non-birthing parents) who are primary caregivers of young children, post childbirth or adoption of a child.
- Considering TCS has a considerable workforce below 40 years of age, TCS encouraged employees to prioritize their health and fitness, and revised its **TCS India Policy – Preventive Health Screening**, to extend the scope of the existing policy to employees under the age of 40 years.

### Employee Retention

TCS' values-driven culture, progressive HR policies, and philosophy of investing in people and empowering them have been integral in creating a culture of belonging. The company's philosophy of grooming leadership from within and giving the first right of refusal to internal talent for new open positions, inspires higher levels of loyalty to the organization. This has resulted in a very strong, deeply acculturated mid-layer with long tenures in the company. They have played a pivotal role in integrating new talent and have added significant value through their contributions and contextual knowledge.

The company's employee friendly policies and processes, collaborative and inclusive work environment, investment in learning platforms and providing vibrant learning and career growth opportunities have helped it remain a benchmark in talent retention. IT services' attrition trended down throughout the year and was **12.5%** for FY 2024. At TCS, three months' notice is required from either side for termination<sup>6</sup>.

### Return to Office

TCS is built on deep engagement with its diverse and distributed workforce, instilling in them a sense of purpose as well as a sense of belonging and pride. Return to Office (RTO) is a key priority to better integrate new joiners and stay deeply engaged with all its people, thereby fostering 'TCS Culture' and the 'TCS Way'. This is vital for employees to "experience" the workplace ecosystem. RTO has been the key priority to better integrate new joiners and stay deeply engaged with all its employees.

TCS has approximately 55% of its employees working from the office on all working days of the week.

### Culture and Diversity

TCS is an equal opportunity employer and has a well-defined and progressive Diversity, Equity and Inclusion (DEI) policy embracing all diversity parameters which includes gender, marital status, religion, race/caste, colour, age, ancestry, nationality, language, ethnic origin, socio-economic status, physical appearance,

disability, sexual orientation, gender identity and/or expression and any other category protected by applicable law.

TCS recognizes that a diverse and inclusive workforce is necessary to drive innovation, foster creativity, and guide business strategies. Other highlights include:

- **iExcel:** TCS' flagship executive leadership development program for women completed 24 editions, benefiting over **1,700** women leaders.
- **Client engagement:** Allies of Diversity is a program where senior leadership from client organizations are invited to share diversity best practices. Engagement with 100 C-Suite leaders and 80 different client organizations has been completed to date.
- **Education and Sensitization:** TCS has mandatory online training designed to sensitize employees on key concepts of DEI. More than **500,000** employees completed this in FY 2024.
- **Employee Resource Groups:** Platforms for under-represented communities and their allies to share concerns, experiences, stories and strategic solutions. TCS has 13 voluntary, employee-led groups that have come together based on shared diversity identity characteristics or interest.
- **Champions of Equity:** This campaign was created to ensure a fair and inclusive culture in the workplace. A Champion of Equity is someone who treats everyone with fairness and transparency and holds a strength-based approach towards every individual, culture, and system.
- **Supplier Diversity:** TCS has a Supplier Diversity Program that identifies certified diverse suppliers that can provide competitive, high-quality goods and services whose business model is aligned with the company's business strategy.

### Occupational Health and Safety

TCS has a well-defined Occupational Health and Safety (OHS) policy and supporting processes to ensure the safety and well-being of its employees. Safety lead and lag indicators are measured across the organization and reported. The Stakeholders' Relationship Committee in the Board reviews the company's health and safety performance half-yearly. **89.6%** of the workforce is represented in joint management-employee health and safety committees that monitor, advise, and drive occupational, health and safety initiatives.

TCS is certified to ISO 45001:2018 Occupational Health and Safety Management System standard across **129** of its facilities worldwide covering **84.9%** of delivery centers corresponding to 89.6% of people footprint operating from these locations. General safety awareness (fire safety, office safety, road safety etc.) and safety incident reporting awareness was provided to employees through monthly themes and campaign initiatives. The company continued to focus on creating ergonomic awareness including correct postures and workstation stretches for an office-based work environment through the ergonomic campaigns and periodic webinars. There were also several fitness programs, including yoga and meditation practices, mental health and wellbeing which drew employee participation.

<sup>6</sup> GRI 402-1

## Financial Performance Overview

The discussions in this section relate to the consolidated, Rupee-denominated financial results pertaining to the year that ended March 31, 2024. The financial statements of Tata Consultancy Services Limited and its subsidiaries (collectively referred to as 'TCS' or 'the Company') are prepared in accordance with the Indian Accounting Standards (referred to as 'Ind AS') prescribed under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the consolidated financial statements.

The following table gives an overview of the consolidated financial results of the company:

(₹ crore)

	FY 2024*			FY 2024		FY 2023	
	Amount	% of Revenue	% Growth	Amount	% of Revenue	Amount	% of Revenue
Revenue from operations	240,893	100.0	6.8	240,893	100.0	225,458	100.0
Earnings before interest and tax (EBIT) (Before other income)	59,311	24.6	9.4	58,353	24.2	54,237	24.1
Profit after tax attributable to shareholders of the company	46,585	19.3	10.5	45,908	19.1	42,147	18.7
Earnings per share (in ₹)	127.74		10.9	125.88		115.19	

### Analysis of revenue growth and margin performance

On a reported basis, TCS' revenue grew **6.8%** in FY 2024, compared to 17.6% in the prior year. The company's performance showed a remarkable resilience against the backdrop of macro uncertainty and geo-political volatility. Demand for TCS' services, particularly around cloud adoption, cost optimization, vendor consolidation and operating model transformation, resulted in record deal wins. The newly won deals conversion into revenue continued as expected, but the revenue inflows kept getting neutralized by reduction in the existing revenue base as some of the earlier projects got completed, optimized, or in some cases, downsized. This led to overall muted revenue growth in FY 2024.

EBIT margins were **24.6%\*** in FY 2024, compared to 24.1% in the previous year. Margin improvement was led by improved productivity, better utilization and reduction in subcontractor expenses.

Average currency exchange rates during FY 2024 for the three major currencies are given below:

Currency	Weightage (%)	FY 2024 ₹	FY 2023 ₹	% Change YoY
USD	53.3	82.83	80.74	2.6
GBP	14.4	104.07	96.98	7.3
EUR	11.1	89.80	84.01	6.9

Movements in currency exchange rates through the year resulted in a positive impact of **3.4%** on the reported revenue. The constant currency revenue growth for the year, which is the reported revenue growth stripped of the currency impact, was **3.4%**.

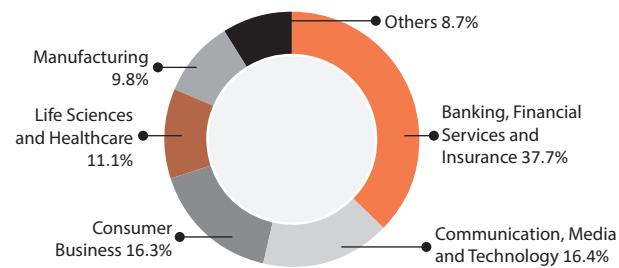
Growth attributable to	FY 2024 (%)	FY 2023 (%)
Business growth	3.4	13.7
Impact of exchange rate	3.4	3.9
<b>Total Growth</b>	<b>6.8</b>	<b>17.6</b>

\* Excludes settlement of legal claim

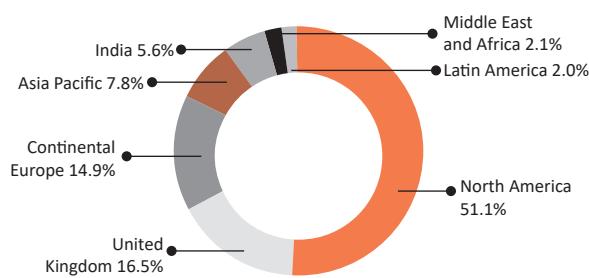
## Segmental Performance

The revenue break-up by Industry Vertical and Geography is provided below:

**Revenue by Industry Vertical**



**Revenue by Geography**



Segment revenues, year on year growth, a brief commentary and segment margins are provided below:

Industry Vertical	Segment Revenue FY 2024 (FY 2023) ₹ crore	YoY Revenue Growth %	Key Demand Drivers <sup>7</sup>	Segment Margin FY 2024 (FY 2023) %
Banking, Financial Services and Insurance	90,928 (86,127)	5.6	<ul style="list-style-type: none"> <li>Customer journey transformation, payment modernization, new products and services creation with simultaneous transformation of core systems, legacy modernization, and systems of engagement.</li> <li>GenAI / AI for hyper personalization, fraud detection, AI-driven advisory and customer support.</li> <li>Sustainability and climate change initiatives, green lending, ESG regulatory compliance.</li> <li>Service Reliability Engineering, implementation of future-ready target operating model.</li> </ul>	25.9 (25.9)
Communication, Media and Technology	39,391 (37,653)	4.6	<p>Communication, Media and Information Services:</p> <ul style="list-style-type: none"> <li>5G and fiber rollout, digital product innovation, smart bundling, network virtualization, product and platform engineering.</li> <li>Steady adoption of GenAI, autonomous networks, automated content creation, contact center transformation, marketing personalization, field operations productivity, software engineering, ecosystem play.</li> </ul> <p>Technology and Services:</p> <ul style="list-style-type: none"> <li>Product innovation- Digital platform led businesses, Next-gen communication tech (5G and Satellite Communication), AI platforms, faster and efficient chips, cloudification of the engineering environment.</li> <li>Enabling new business models- Everything-as-a-service (XaaS), Subscription-based services (SaaS), transition to direct channels.</li> <li>Digital core transformation- Next generation cloud ERPs, PLM, CRM to standardize, simplify and scale business, cloud data engineering and analytics.</li> </ul>	27.7 (28.3)

<sup>7</sup> Only industry specific drivers are listed. In addition, every industry vertical saw demand for TCS' services arising from IT estate rationalization, core platform simplification, application and data modernization, ERP modernization, cloud adoption and infrastructure modernization, hybrid cloud strategies, hyper automation, cloud enablement, cloud migration, data democratization, data compliance and protection, IT infrastructure modernization, employee experience redesign, digital workplace transformation, cyber security, intelligent automation, business and IT operating model transformation, agile and DevOps adoption, digital marketing and analytics, mergers, acquisitions and divestitures, supply chain transformation, vendor consolidation and cost optimization. Also, there is an increasing interest in Gen AI led value chain transformation.

Industry Vertical	Segment Revenue FY 2024 (FY 2023) ₹ crore	YoY Revenue Growth %	Key Demand Drivers <sup>7</sup>	Segment Margin FY 2024 (FY 2023) %
Consumer Business	39,357 (37,506)	4.9	<p>Retail and Consumer Packaged Goods:</p> <ul style="list-style-type: none"> <li>Marketplace, social commerce, future stores, Retail media networks, payments.</li> <li>Smart checkout, smart shelves, smart manufacturing, sustainability, AI-enabled pricing.</li> <li>Resilient and intelligent supply chain, track and trace, last-mile delivery, intelligent inventory management, green labelling.</li> <li>Seamless and unified customer experience across channels (omni-channel), hyper personalization, CX and recommendations, AI for apparel design.</li> </ul> <p>Travel, Transportation and Hospitality:</p> <ul style="list-style-type: none"> <li>Retailing in airlines, new distribution capability, decision intelligence.</li> <li>Automation and self-service, touchless experience, digital identity solutions, maintenance drones, autonomous vehicles, and robotics.</li> <li>Warehouse robotics, intelligent shipment planning, last mile delivery, real-time insights driven operations, AI-enabled pricing, end-to-end shipment visibility in logistics.</li> <li>Safe and sustainable travel.</li> </ul>	26.0 (25.7)
Life Sciences and Healthcare	26,745 (24,605)	8.7	<p>Life Sciences:</p> <ul style="list-style-type: none"> <li>Modernization of clinical landscape to accelerate launch of new medicines, repurpose medicines and reduce cost of clinical trials.</li> <li>Digital twin for manufacturing and factory of the future.</li> <li>GenAI to empower knowledge synthesis and high precision in contextual information discovery.</li> <li>S/4 Hana led enterprise transformation.</li> </ul> <p>Health Care:</p> <ul style="list-style-type: none"> <li>AI driven agility in decision making and increasing efficiency across the ecosystem.</li> <li>Patient experience, new business models in value-based care, remote care, and care in new settings.</li> <li>Structural changes to address access to care, experience, quality and affordability, transparency and trust, holistic health.</li> </ul>	28.5 (28.0)

Industry Vertical	Segment Revenue FY 2024 (FY 2023) ₹ crore	YoY Revenue Growth %	Key Demand Drivers <sup>7</sup>	Segment Margin FY 2024 (FY 2023) %
Manufacturing	23,491 (21,236)	10.6	<ul style="list-style-type: none"> <li>Sustainable fuels, sustainable transportation, sustainable materials, circular economy.</li> <li>Connected Autonomous Vehicles, Advanced Driver Assistance Systems.</li> <li>Resilient supply chain, parts track and trace, D2C.</li> <li>Vertical farming, precision agriculture.</li> <li>Battery technology, Electric vehicles.</li> <li>Connected assets and smart plants, factory twin, plant safety and modernization, energy efficiency and decarbonization, emission tracking and monitoring.</li> <li>GenAI as an enabler across the value chain, specifically in the areas such as sales cycles, product design and development.</li> </ul>	30.9 (27.5)
Others	20,981 (18,331)	14.5	<ul style="list-style-type: none"> <li>Renewable integrations in the grid and associated system changes.</li> <li>Asset performance management.</li> <li>Accommodate the next generation of field workers.</li> </ul>	22.3 (21.1)

### Business Outlook

Global growth estimated at 3.2 percent in 2023 is projected to continue at the same pace in 2024 and 2025<sup>8</sup>. With disinflation and steady growth, the likelihood of a hard landing seems to have receded, and risks to global growth seem broadly balanced.

The uncertainty seen through last year is expected to persist for the next few quarters. Capex investments are projected to remain subdued as enterprises focus on maximizing returns from existing investments, resulting in muted spending on infrastructure, software, and services. Cessation of hostilities and successful control of inflation can be the triggers for recovery which will stimulate global demand. This, in turn, should prompt customers to resume spending on discretionary products and services.

Despite challenges, spending on IT services has been resilient so far. Cloud technologies have become the mainstay of an enterprise's agenda and key to achieving sustainable growth. As a unifying digital hub that brings multiple other technologies to life, cloud has accelerated digital and business transformation over the last fiscal. The higher level of uncertainty in the business environment has made clients more receptive to proactive proposals around IT and business operating model transformations that can not only deliver significant efficiencies but also help them become more agile and resilient. All this has resulted in a record order book for FY 2024, at US\$42.7 billion. Global IT Spending is expected to increase 8% in 2024<sup>9</sup>, with enterprises emphasizing on organizational efficiency and optimization.

Last year saw GenAI seemingly at the heart of every strategic discussion. Fueled by cloud, this combination of AI capabilities is creating new possibilities and new opportunities. Firms will

continue to invest heavily in technology to enhance efficiency, security, and customer experience. Rise in spend is expected in cloud computing, ecosystem play and GenAI leading to better resilience and new customer value creation. Cybersecurity will remain a top priority, driving demand for advanced threat detection and prevention solutions.

All the above factors provide growth visibility over the medium to long term amid near-term uncertainty. If the delayed decision-making and cash conservation seen in some segments through FY 2024 continues into the next fiscal year, it could lead to a moderation in growth in FY 2025.

Key demand drivers expected to power the company's growth in FY 2025 include:

- Technology transformation:** IT infrastructure modernization, cloud enablement, application and data estate modernization, cloud migration and transformation; data centre and collocated data support; SaaS adoption; digital workplace; digital twins; cyber security; ERP modernization; low-code no-code; 5G/Edge and AI adoption.
- Business Transformation:** Customer experience transformation using personalization, omnichannel implementation, immersive experiences using XR/Metaverse; product and business model innovation; supply chain modernization; M&A integration / divestitures; sustainability, new business model enablement, by harnessing GenAI.
- Operations:** Plain vanilla outsourcing, vendor consolidation and multi-services deals; AI/ML-led transformation of IT / business operations for greater resilience and leaner operating models; managed services models and real time operation visibility.

<sup>8</sup> IMF World Economic Outlook Update, April 2024

<sup>9</sup> Gartner

## Enterprise Risk Management

TCS understands the importance of effectively managing and mitigating risks to protect the company's business, its clients, to add value for all its stakeholders, and ensuring that the company's reputation is intact.

The company follows a comprehensive enterprise risk management framework (based on best practices from COSO 2017 and ISO 31000:2018) that encompasses risk identification, risk assessment, risk response planning and actions, risk monitoring and overall risk governance. Fostering a risk aware culture and empowering leaders to take intelligent risks to maximize value are crucial. TCS regularly conducts risk reviews, assessments, and scenario planning to anticipate potential challenges and develop mitigation plans. Key risk indicators and control indicators are used to assess risks, provide early warnings, and consider effectiveness of the mitigation actions, respectively. Furthermore, the company engages with all stakeholders, including customers, employees, suppliers, partners and regulatory authorities, to ensure transparent and

collaborative risk management practices.

TCS takes a holistic view of its enterprise risk profile, covering strategic, operational, compliance, financial and catastrophic risks, thus enabling informed decision-making. Risks are assessed and managed at various levels with a top-down and bottom-up approach across the enterprise, business units, geographies, business functions, customer relationships and individual projects.

By proactively managing and mitigating these risks, the company's aim is to ensure the long-term sustainability and success of the company. TCS is confident that its robust risk management initiatives, coupled with its commitment to innovation and excellence, will enable the company to navigate the challenges of the IT industry and capitalize on the opportunities that lie ahead.

Listed below are some of the key risks and opportunities, anticipated impact on the company and mitigation strategies.

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
Volatile global political and economic environment (R)	<p><b>Impact On:</b> <u>Human Capital, Financial Capital</u></p> <ul style="list-style-type: none"> <li>Geo-politics and macroeconomic volatility can affect demand for the company's services. The Russia-Ukraine war and the Israel-Hamas conflict in the last 2 years has continued to lead to supply chain disruptions, energy crises, food and merchandise scarcities and impact on inflation.</li> <li>Persistent high inflation in major economies could affect consumer confidence. The current high interest rate environment could result in economic slowdowns, affecting not only spending, but also squeezing liquidity.</li> <li>All of these could affect clients' business outlook and result in reduced demand for TCS' services. It could also increase TCS' costs of doing business.</li> <li>In addition, there could be risks to service delivery, business continuity, cybersecurity, sanctions compliance and human rights risks in geopolitically sensitive zones, all of which could increase costs or affect the company's revenue growth.</li> </ul>	<ul style="list-style-type: none"> <li>Broad-based business mix, well diversified across geographies and industry verticals.</li> <li>Monitor changing geopolitical scenarios and strengthen internal controls to further safeguard against secondary risks.</li> <li>Country-level business continuity plans in place to address potential conflicts in the region.</li> <li>Offerings and value propositions targeting all CxOs (in addition to the CIO) in the customer organization.</li> <li>Focus on cost and optimization propositions, including vendor consolidation initiatives in the near term to improve their business efficiency, when the customer's discretionary budgets are uncertain.</li> <li>Participate in the customer's business transformation initiatives through breadth and depth of services and offerings.</li> <li>Enter more long-term contracts.</li> <li>Proactively invest in infrastructure and resourcing to meet anticipated customer demand for flexible products, AI/GenAI offerings, platforms-based solutions and subscription-based services to gain market share and new clients and markets.</li> </ul>	Negative

<sup>10</sup> GRI 3-3

<sup>11</sup> GRI 201-2

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
Ability to attract and retain top talent; short supply of emerging technical skills (R)	<p><b>Impact On: Human Capital, Intellectual Capital</b></p> <ul style="list-style-type: none"> <li>The company's ability to attract, develop, motivate, and retain talent is critical to its business success.</li> <li>Inability to scale up experienced professionals with niche digital/AI/ GenAI skills from the market or lack of these skills in-house, can also impact TCS' ability to grow.</li> <li>Talent scarcity can lead to poaching of the company's employees and result in higher attrition. This can disrupt ongoing projects, slow down planned ramp ups and affect revenue growth.</li> </ul>	<ul style="list-style-type: none"> <li>Commitment to organic talent development, best in class learning and development, career growth linkage to cross-skilling / upskilling, preference to internal talent for new leadership positions, all incentivize and improved retention.</li> <li>Massive re-skilling program #IamGenAIReady to train employees on AI/GenAI and other emerging technologies to be ready for deployment in customer projects.</li> <li>Focused employee engagement program which includes bringing all employees 'Back to Office', to increase a sense of belonging and foster the TCS culture.</li> <li>Leverage top employer brand and social networking sites and talent sourcing channels to tap into the passive pool.</li> <li>Reduce talent acquisition cycle time to improve joining rates through innovative practices.</li> <li>Engage in various markets through investments in STEM/GoIT programs, campus engagements, local hiring and building reputation to attract local talent.</li> </ul>	Negative
Restrictions on global mobility, location strategies (R)	<p><b>Impact On: Human Capital, Intellectual Capital</b></p> <ul style="list-style-type: none"> <li>Distributed software development models require the free movement of people across countries and any restrictions in key markets pose a threat to the global mobility of skilled professionals.</li> <li>Restrictions due to legislations which limit the availability of work visas, or which apply onerous eligibility criteria or costs, may lead to project delays and increased cost of doing business.</li> </ul>	<ul style="list-style-type: none"> <li>Material reduction in dependency on work visas through increased hiring of local talent including freshers, use of contractors, local mobility and training in all major markets.</li> <li>Use of Location Independent Agile to promote systematic collaboration and reduce the need for co-location.</li> <li>Ongoing monitoring of the global environment, working with advisors, partners, trade bodies, research institutes and governments to promote local talent building efforts, specifically in STEM initiatives.</li> <li>Greater brand visibility through event sponsorships, community outreach, showcasing of investments, innovation capabilities and employment generation.</li> </ul>	Negative
Business model changes in customer environment (R & O)	<p><b>Impact On: Financial Capital, Intellectual Capital</b></p> <p>Risk:</p> <ul style="list-style-type: none"> <li>Rapidly evolving technologies are changing technology consumption patterns, creating new classes of buyers within the enterprise, giving rise to entirely new business models and therefore new kinds of competitors.</li> </ul>	<ul style="list-style-type: none"> <li>Investments in innovation and differentiated capabilities at scale on emerging technologies through large scale reskilling, external hiring, R&amp;I, solution development and IP asset creation leveraging deep contextual knowledge across customer specific domain, technologies, and processes.</li> </ul>	Negative

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
	<ul style="list-style-type: none"> <li>High levels of economic uncertainty can result in clients recalibrating their IT programs and pulling back discretionary spend.</li> <li>Increased focus on corporate restructuring and mergers and acquisitions in some industries is driving vendor consolidation and cost reduction pressures.</li> <li>Inability to quickly adapt could affect company's competitiveness and result in loss of customer's wallet share.</li> </ul>	<ul style="list-style-type: none"> <li>Dedicated service unit AI.Cloud set up bringing both cloud and AI capabilities together to drive transformations for the customer under a 'Responsible AI' framework providing solutions on leading hyperscaler platforms.</li> <li>Constantly scouring the technology landscape using strong partnerships with clients, technology providers, academia, and start-ups, to spot new trends, technologies, and potential threats; invest early in building capabilities to mitigate risks and participate in the opportunities.</li> </ul>	
	<p>Opportunity:</p> <ul style="list-style-type: none"> <li>Increased focus on corporate restructuring and mergers and acquisitions in some industries is creating new opportunities for IT separations and integrations.</li> <li>Interest in technology-enabled business model innovation has opened opportunities for the company to participate in clients' G&amp;T spending.</li> <li>Pressure to establish competitive differentiation is driving enterprises to look for partners to speed up and scale up their innovation efforts.</li> <li>This is also driving greater interest in pre-built solutions, products and platforms that can accelerate the deployment of transformational solutions.</li> </ul>	<ul style="list-style-type: none"> <li>Innovative offerings like operating model transformations using TCS Cognix™ to help deliver significant cost savings quickly.</li> <li>Decentralized decision-making, which empowers frontline managers to take decisions, enable the company to react to constantly evolving situations on the ground with agility and speed.</li> <li>Differentiated solutions for organization divestiture and integration, catering to M&amp;A induced demand for advisory and business consolidation related services.</li> <li>Large portfolio of IP made available on hyperscaler clouds to accelerate clients' cloud transformation journeys.</li> <li>Pace Port co-innovation hubs, Agile innovation cloud framework, and extended innovation ecosystem including partners and start-ups to help clients accelerate their product and business model innovation.</li> <li>Bringing Life to Things™ framework to help clients create connected products, launch remote monitoring and maintenance services.</li> <li>Focused investments to expand presence in clients' growth and transformation spending, including programs like Contextual Masters to build industry focused organizational capacity.</li> <li>Platform-based business models and AI-based operating models to disrupt conventional labor arbitrage-based constructs, and gain market share.</li> </ul>	Positive

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
Currency volatility (R)	<p><b>Impact On: Financial Capital</b></p> <ul style="list-style-type: none"> <li>Volatility in currency exchange movements results in transaction and translation exposure. TCS' functional currency is the Indian Rupee. Appreciation / depreciation of the Rupee against any major currency could impact the reported revenue in Rupee terms, the profitability and result in collection losses / gains. It can optically mislead revenues and earnings, distorting stakeholder perceptions of the underlying business momentum and profitability.</li> </ul>	<ul style="list-style-type: none"> <li>Currency hedging policy that is aligned with market best practices, to limit impact of short-term exchange volatility on receivables, forecasted revenue and other current assets and liabilities.</li> <li>Hedging strategies guided and monitored periodically by the Risk Management Committee of the Board.</li> <li>Management commentary based on constant currency to enable a currency-neutral understanding of business growth.</li> </ul>	Negative / Positive
Breach of data protection laws (R & O)	<p><b>Impact On: Financial Capital, Social Capital, Intellectual Capital</b></p> <p>Risk:</p> <ul style="list-style-type: none"> <li>Focus on privacy and protection of personal data has increased compliance risk.</li> <li>Many privacy legislations (GDPR<sup>12</sup> in Europe &amp; UKI, DPDPA<sup>13</sup>-India, etc.) carry severe consequences for non-compliance or breach.</li> <li>Increased adoption of AI models dealing with personal data requires enhanced safeguards.</li> <li>Violation of data protection laws or security breaches can result in substantive liabilities, fines or penalties and reputational impact.</li> </ul>	<ul style="list-style-type: none"> <li>Global privacy policy covering all geographies, all areas of operations, and stakeholders, sets out the privacy principles, operational framework and guidance for deployment.</li> <li>Unified global privacy framework PrivACE adopted across the company to standardize privacy practices while catering to local requirements. Privacy Information Management Systems (ISO 27701:2019) adopted and certified.</li> <li>Organization structure with the Global Privacy Office to strategize, monitor and guide deployment of data privacy framework. Data Protection Officers appointed as required by local regulations and Business Privacy Leaders appointed to deploy the privacy framework in all geographies, functions and business units.</li> <li>Continuous monitoring and analysis of changes to regulatory and legal landscape.</li> <li>Embedded 'privacy by design' and 'privacy by default' principles in design and development of services and products.</li> <li>Data protection controls, industry standard data masking and encryption technologies, and robust risk response mechanisms to protect personal data in the TCS ecosystem, customer engagements and in case of cross-border transfers.</li> <li>Vendors and third parties subjected to risk based due diligence and contracted with appropriate privacy obligations.</li> </ul>	Negative

<sup>12</sup> General Data Protection Regulation<sup>13</sup> Digital Personal Data Protection Act

<b>Key Risks (R) / Opportunity (O)</b>	<b>Impact on the Company</b>	<b>In case of risk or opportunity, approach to adapt or mitigate<sup>10</sup></b>	<b>Financial implications of the risk or opportunity<sup>11</sup></b>
	<p>Opportunity:</p> <ul style="list-style-type: none"> <li>Enterprises are increasing their investments in enhancing Data Privacy, given the regulatory landscape in every industry, presenting a fast-growing business opportunity for TCS.</li> </ul>	<ul style="list-style-type: none"> <li>Mandatory trainings, workshops and continuous awareness campaigns through privacy day events.</li> <li>Periodic reviews and internal and external audits for assurance.</li> <li>TCS' data security solutions leverage advanced data protection techniques to meet diverse global regulatory requirements and elevate data privacy for customer's business</li> </ul>	Positive
Cyber Attacks (R & O)	<p><b>Impact On: Financial Capital, Social Capital, Intellectual Capital</b></p> <p>Risk:</p> <ul style="list-style-type: none"> <li>Risks of cyber-attacks are on the rise due to the fast-evolving nature of the threat. There is also an increased risk due to various pandemic-themed cyber threats and attack due to geo-political drivers.</li> <li>Security breach could result in reputational damage, penalties, and legal and financial liabilities, in addition to impact on business operations.</li> </ul>	<ul style="list-style-type: none"> <li>Best in class enterprise-wide training and awareness programs using simulations and the enterprise-wide communication and collaboration platforms accessed through mobile or desktop channels.</li> <li>Use of advanced AI/ML based tools to detect and prevent incursions with advanced quarantine capabilities, including perimeter security controls with enhanced internal vulnerability detection, data leak prevention tools, defined and tested incident management and recovery process in compliance with industry best practices.</li> <li>Continued reinforcement of stringent security policies and procedures (certified against ISO 27001) including enhanced security measures and awareness building to combat phishing attempts and soliciting for fraudulent causes or charities through social media, text or calls.</li> <li>Close collaboration with Computer Emergency Response Team (CERT) and other private cyber intelligence agencies, and enhanced awareness of emerging cyber threats, to proactively block IPs used by threat actors.</li> <li>Strict access controls including non-persistent passwords (OTP) for secure access to enterprise applications/ network, special handling of privileged administrator accounts, rigorous access management on all cloud deployments.</li> <li>Encryption of data, data back-up and recovery mechanisms for ensuring business continuity.</li> <li>Ability to isolate TCS enterprise network from client network and defined escalation mechanisms.</li> <li>Periodic rigorous testing to validate effectiveness of controls through vulnerability assessment and penetration testing. Internal and external audits, red/purple teaming, "breach and attack" simulation.</li> </ul>	Negative

<b>Key Risks (R) / Opportunity (O)</b>	<b>Impact on the Company</b>	<b>In case of risk or opportunity, approach to adapt or mitigate<sup>10</sup></b>	<b>Financial implications of the risk or opportunity<sup>11</sup></b>
	<p>Opportunity:</p> <ul style="list-style-type: none"> <li>Enterprises are increasing their investments in building cyber resilience and turning to specialized third parties to detect and foil intrusion attempts and limit the impact. TCS aims to become the preferred cyber security partner to its clients.</li> </ul>	<ul style="list-style-type: none"> <li>State of the art security operations center with automated playbooks.</li> <li>The Cyber Security business unit focuses on specialized offerings in cyber, information security and GRC for TCS' customers.</li> <li>Investments in expanding global network of cybersecurity delivery centers, for round-the-clock cyber defense and local regulatory requirements.</li> <li>Leveraging GenAI/AI to strengthen capabilities towards proactive threat detection, quicker analysis and response.</li> </ul>	Positive
Non-compliance to complex and changing global regulations (R & O)	<p><b>Impact On: Financial Capital, Social Capital</b></p> <p>Risk:</p> <ul style="list-style-type: none"> <li>As a global organization, the company must comply with complex regulatory requirements across multiple jurisdictions, covering a broad range of areas including environmental, social and governance themes and technology driven regulations.</li> <li>The fast pace and complex nature of changes in the regulatory requirements requires quick identification and sound understanding of these requirements along with agility in adapting into business operations. Failure to comply could result in penalties, reputational damage, and criminal prosecution.</li> </ul> <p>Opportunity:</p> <ul style="list-style-type: none"> <li>Enterprises are increasing their investments in monitoring the regulatory environment and ensuring they are compliant to regulations in their global operations; TCS can provide products and services for ensuing compliance.</li> </ul>	<ul style="list-style-type: none"> <li>Deployment of a comprehensive global compliance management framework that enables tracking of regulatory changes across various jurisdictions, including new countries of operations and functional areas and management of compliance risks.</li> <li>In-house digitized regulatory compliance platform enabling clear accountability, tracking of compliance obligations, quarterly regulatory compliance declarations and governance to ensure long-term business sustainability.</li> <li>Operationalized regulatory requirements through business policies and embedding into business processes.</li> <li>Effective internal controls, automated and manual, to comply with regulations, keep a check on unlawful and fraudulent activities and internal audits to provide compliance assurance.</li> <li>Strong focus on fostering ethical and compliance culture; awareness through web-based compliance training courses for all staff and regular notifications/alerts on regulatory changes communicated to stakeholders.</li> <li>Strong governance at board, executive and management levels through compliance committees and compliance working groups.</li> <li>Launch of new Governance, Risk and Compliance (GRC) offerings for the customer CROs and CCOs.</li> <li>Building Risk and Compliance practice within industry verticals, to provide industry specific solutions.</li> </ul>	Negative Positive

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
Intellectual Property (IP) infringement and leakage (R)	<p><b>Impact On:</b> <u>Financial Capital, Intellectual Capital</u></p> <ul style="list-style-type: none"> <li>Risk of infringement of IP of third parties including suppliers, partners and alliance organizations by TCS may lead to potential liabilities, increased litigation and impact reputation.</li> <li>Inadequate protection of TCS' IP may lead to potential loss of ownership rights, revenue and value.</li> </ul>	<ul style="list-style-type: none"> <li>Establishment of an industry leading IP management framework (IP 4.0) with institutionalized frameworks, processes and procedures that address the risk of infringement of third-party IP while ensuring safeguarding of TCS' own IP assets.</li> <li>Centralized IP and Software Product NFR Assessment group that fosters an IP-led culture and IP related awareness effectively.</li> <li>Well-defined (software) asset lifecycle governance framework that incorporates policy guidance and risk mitigation guidelines on IP, legal, software product engineering and business-related risks.</li> <li>IP Governance program that ensures that there is right access and right use of TCS IP, customer IP, partner IP, and third-party IP in service and partner engagements.</li> <li>Other key controls include employee confidentiality agreement, training and awareness for IP protection and prevention of IP contamination and infringement. Digitized system to enable strict controls around movement of people and information across TCS' product teams and customer account teams.</li> </ul>	Negative
Litigation risks (R)	<p><b>Impact On:</b> <u>Financial Capital, Social Capital</u></p> <ul style="list-style-type: none"> <li>Litigation risks might arise from commercial disputes, alleged violation of intellectual property rights/trade secret personal data/information breach incidents/claims and employment related matters.</li> <li>The company's rising profile and scale also makes it an attractive target for meritless lawsuits.</li> <li>Litigations garner negative media attention and pose reputation risk, in addition to the distraction and legal expenses. Adverse rulings can result in substantive damages.</li> </ul>	<ul style="list-style-type: none"> <li>Strengthening internal processes and controls to adequately ensure compliance with contractual obligations, information security and compliance with IP policies and procedures for protection of intellectual property and avoidance of allegations of trade secret violations.</li> <li>Seeking to include arbitration as a dispute resolution mechanism as against court trials and waiver of jury trial, particularly in the US geography.</li> <li>Improved governance and controls over immigration process /increasing localization and inclusion of arbitration provisions in employment contracts.</li> <li>Training and sensitization of business managers to spot the risks and escalate potential disputes within the organization for early mitigation steps.</li> <li>Team of in-house counsels in all major geographies and a network of reputed global law firms in countries it operates in.</li> <li>Robust mechanism to track and respond to notices as well as defend the company's position in all claims and litigation.</li> </ul>	Negative

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
Sustainability Risks - Climate change and Environmental aspects (R & O)	<p><b>Impact On: Natural Capital, Financial Capital, Social Capital</b></p> <p>Risk:</p> <ul style="list-style-type: none"> <li>Extreme weather events due to climate change pose a threat to human safety and can cause disruptions especially in customer expectations, business operations and supply chain business disruptions.</li> <li>With globally distributed operations, the company faces physical risks to life and property due to extreme weather events; transition risks resulting from disruptions in the market and emerging regulations; disruptions to operations due to water scarcity; risks of inadvertent non-compliance to emerging regulatory requirements around circular economy, e-waste and solid waste regulations, impacting health and safety in local communities, business disruption and reputational damage. All of these could affect TCS' growth, profitability and reputation.</li> </ul> <p>Opportunity:</p> <ul style="list-style-type: none"> <li>As enterprises look to reduce their own carbon footprint and cater to the growing demand more environmentally friendly products and services, it opens new business opportunities for TCS to provide technology-led solutions to help them realize their green plans.</li> <li>Measures taken by TCS to reduce its environmental footprint and ensuing compliance with evolving regulatory requirements, strengthens the brand and makes it attractive to enterprises looking for an IT partner with a shared purpose. It also helps attract and retain purpose-driven employees.</li> </ul>	<ul style="list-style-type: none"> <li>Delivery centers are designed to withstand extreme weather events. Business continuity plans are tested periodically to ensure effectiveness.</li> <li>Green buildings, efficient operations, green IT, greater use of renewable energy to reduce carbon footprint; adoption of newer technologies and methods to manage waste in line with circular economy principles.</li> <li>Operational and engineering controls to minimize freshwater consumption, upgradation of water infrastructure and more water efficient systems.</li> <li>Water management through sewage treatment, recycling of treated water and rainwater harvesting.</li> <li>Supply chain sustainability through responsible sourcing, including leveraging sustainability ratings platform.</li> <li>Year-round associate engagement on environmental awareness and sensitizing them towards nature and conservation of resources.</li> <li>Initiatives like TCS Circle4Life™ and Sustainathons to come up with technology-led innovations to safeguard TCS' environment.</li> <li>An environmentally sustainable approach through green policies, processes, frameworks, and infrastructure, on target to achieve net zero carbon emissions.</li> <li>Dedicated service unit for major hyperscaler providers, helping clients migrate their workloads from owned data centers to the cloud, thereby reducing the carbon footprint associated with those workloads.</li> <li>Steadily expanding suite of sustainability services including designing sustainability strategy, sustainability innovation, sustainable consumer analytics and sustainability dashboards.</li> <li>Build and promote TCS products and solutions such as TCS Clever Energy™, Envirozone™ and ESG integration solution, to help accelerate customers' sustainability journeys.</li> </ul>	Negative

Key Risks (R) / Opportunity (O)	Impact on the Company	In case of risk or opportunity, approach to adapt or mitigate <sup>10</sup>	Financial implications of the risk or opportunity <sup>11</sup>
Challenges and Opportunities with Disruptive Technologies (R & O)	<p><b>Impact On: Human Capital, Financial Capital, Social Capital, Intellectual Capital</b></p> <p>Risk:</p> <p>Disruptive cutting-edge technologies like Quantum Computing, GenAI and large language models, and Metaverse could impact TCS' business:</p> <ul style="list-style-type: none"> <li>• GenAI, large language models and Metaverse could lead to legal liabilities through plagiarism, deep fakes and privacy and copyright infringement issues.</li> <li>• The efficacy of AI models depends on the quality of the data they are trained on. Accuracy, bias/fairness risks could cause reputational damage and legal liabilities.</li> <li>• GenAI technologies could disrupt software development and testing activities, changing customer expectations in the short term.</li> <li>• Quantum Computing may increase exposure to cyberattacks because existing security infrastructure may prove inadequate.</li> </ul> <p>Opportunity:</p> <ul style="list-style-type: none"> <li>• These technologies also have the potential to reimagine existing products and services and can also open opportunities in the form of new solutions using those technologies, and new services needing newer kinds of skills.</li> </ul>	<ul style="list-style-type: none"> <li>• Ensure controlled use of these technologies through pilots/research.</li> <li>• Restricted access to GenAI technologies on company network until proven safe.</li> <li>• Launched an effective Responsible AI framework based on the core principles of Safe, Secure, Accountable, Explainable and Transparent.</li> <li>• Work with government bodies, regulators and academia to build consensus about policies and guidelines for use of these technologies.</li> <li>• Embark on large-scale skilling of employees to prepare for deployment on market-oriented products and services based on these technologies.</li> <li>• Participate as a member of industry specific large language models consortia.</li> <li>• Proactively invest in research around embedding GenAI capabilities into software development processes to boost productivity.</li> <li>• Utilize the AI infrastructure and capabilities to build and process GenAI applications, while also upskilling TCS employees.</li> <li>• Leverage opportunities to market TCS' own GenAI tools and services as overall adoption of the technology increases, focusing on 'Assist, Augment and Transform' use-cases.</li> <li>• Establish the company as a thought leader in GenAI related technology work and actively participate in use case creation and pilots. Establish active partnerships with leading LLM vendors.</li> <li>• Develop niche skills to tap demand created for Post Quantum Cryptography services as customers seek Quantum safe security algorithms.</li> </ul>	<p>Negative</p> <p>Positive</p>

### Internal Financial Control Systems and their Adequacy

TCS has aligned its systems of internal financial control in line with globally accepted risk-based framework issued by the Committee of Sponsoring Organizations (COSO) of the Treadway Commission. This framework of internal financial controls meets the requirement of the Companies Act 2013. The Internal Control – Integrated Framework (the 2013 framework) is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. The framework requires a company to identify and analyze risks and manage appropriate responses. The company has successfully laid down the framework and ensured its effectiveness.

TCS' internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance with corporate policies. TCS has a well-defined delegation of power with authority limits commensurate with the responsibilities for approving engagements with all stakeholders that commits organizational resources and results in creation of assets and liabilities, income and expenditure. TCS uses a state-of-the-art enterprise resource planning (ERP) system that connects all parts of the organization, to record data for accounting, consolidation and management information purposes. It has continued its efforts to align all its processes and controls with global best practices.

TCS management assessed the effectiveness of the company's internal control over financial reporting (as defined in Regulation 17 of SEBI LODR Regulations 2015) as of March 31, 2024.

B S R & Co. LLP, the statutory auditors of TCS, have audited the financial statements included in this annual report and have issued an attestation report on the company's internal control over financial reporting (as defined in section 143 of Companies Act 2013).

TCS has appointed PricewaterhouseCoopers Services LLP to oversee and carry out an internal audit of its activities. Design and operating effectiveness of process controls on financial transactions is also audited by an independent in-house internal audit team. The audit is based on an internal audit plan, which is reviewed each year in consultation with the statutory auditors and approved by the audit committee. In line with international practice, the conduct of internal audit is oriented towards the review of internal controls and risks in the company's operations such as software delivery, accounting and finance, procurement, employee engagement, travel, insurance, IT processes, including the subsidiaries and foreign branches.

TCS also undergoes periodic audit by specialized third party consultants and professionals for business specific compliances such as quality management, service management, information security, etc. The audit committee reviews reports submitted by the management and audit reports submitted by internal auditors and statutory auditors. Suggestions for improvement are considered and the audit committee follows up on corrective action. The audit committee also meets TCS' statutory auditors to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the board of directors informed of its major observations periodically.

Based on its evaluation (as defined in section 177 of Companies Act 2013 and Regulation 18 of SEBI LODR Regulations 2015), TCS' audit committee has concluded that, as of March 31, 2024, the company's internal financial controls were adequate and operating effectively.

**Performance Trend – 10 years**

(₹ Crore)

	Ind AS												Indian GAAP	
	FY 2024*	FY 2024	FY 2023	FY 2022	FY 2021*	FY 2021	FY 2020	FY 2019	FY 2018	FY 2017	FY 2016	FY 2015*	FY 2015	
<b>Revenue from operations</b>														
Total revenue from operations	240,893	240,893	225,458	191,754	164,177	164,177	156,949	146,463	123,104	117,966	108,646	94,648	94,648	
<b>Revenue by geographic segments</b>														
Americas	127,939	127,939	124,336	100,072	84,278	84,278	82,000	77,562	66,145	66,091	60,011	51,053	51,053	
Europe	75,624	75,624	67,436	61,142	52,346	52,346	48,037	43,456	34,155	30,038	29,092	26,730	26,730	
India	13,562	13,562	11,271	9,805	8,449	8,449	8,964	8,393	7,921	7,415	6,729	6,108	6,108	
Others	23,768	23,768	22,415	20,735	19,104	19,104	17,948	17,052	14,883	14,422	12,814	10,757	10,757	
<b>Cost</b>														
Employee cost	140,131	140,131	127,522	107,554	91,814	91,814	85,952	78,246	66,396	61,621	55,348	48,296	50,924	
Other operating cost	36,466	37,424	38,677	31,143	25,817	27,035	28,888	28,711	24,192	24,034	22,621	19,242	19,242	
Total cost (excluding interest & depreciation)	176,597	177,555	166,199	138,697	117,631	118,849	114,840	106,957	90,588	85,655	77,969	67,538	70,166	
<b>Profitability</b>														
EBIT	59,311	58,353	54,237	48,453	42,481	41,263	38,580	37,450	30,502	30,324	28,789	25,311	22,683	
Profit before tax	63,038	61,997	56,907	51,687	44,978	43,760	42,248	41,563	34,092	34,513	31,840	28,437	25,809	
Profit after tax attributable to shareholders of the Company	46,585	45,908	42,147	38,327	33,388	32,430	32,340	31,472	25,826	26,289	24,270	21,912	19,852	
<b>Financial Position</b>														
Equity share capital	362	362	366	366	370	370	375	375	191	197	197	196	196	
Reserves and surplus	90,805	90,127	90,058	88,773	87,014	86,063	83,751	89,071	84,937	86,017	70,875	52,499	50,439	
Gross block of property, plant and equipment	33,853	33,853	32,344	30,300	28,658	28,658	26,444	24,522	22,720	20,891	19,308	16,624	16,624	
Total investments	31,762	31,762	37,163	30,485	29,373	29,373	26,356	29,330	36,008	41,980	22,822	1,662	1,662	
Net current assets	67,558	66,880	66,712	65,959	66,076	65,125	63,177	70,047	63,396	65,804	47,644	30,726	28,495	
<b>Earnings per share in ₹</b>														
EPS- as reported	127.74	125.88	115.19	103.62	89.27	86.71	86.19	83.05	134.19	133.41	123.18	111.87	101.35	
EPS- adjusted for Bonus Issue	127.74	125.88	115.19	103.62	89.27	86.71	86.19	83.05	67.10	66.71	61.59	55.94	50.68	
<b>Headcount (number)</b>														
Headcount (including subsidiaries) as on March 31st	601,546	601,546	614,795	592,195	488,649	488,649	448,464	424,285	394,998	387,223	353,843	319,656	319,656	

Note: The company transitioned into Ind AS from April 1, 2015.

\*Excludes provision (in FY 2021) and settlement (in FY 2024) of legal claim.

# Excludes the impact of one-time employee reward.

**Overview of Funds Invested**

Funds invested exclude earmarked balances with banks and equity shares measured at fair value through other comprehensive income.

(₹ Crore)

	FY 2024	FY 2023	FY 2024	FY 2023	FY 2024	FY 2023
	Current		Non-current		Total funds invested	
Investments in mutual funds, Government securities and others	31,481	36,897	249	230	31,730	37,127
Deposits with banks	10,011	8,223	2,248	1,334	12,259	9,557
Inter-corporate deposits	170	846	-	170	170	1,016
Cash and bank balances	2,804	2,124	-	-	2,804	2,124
<b>Total</b>	<b>44,466</b>	<b>48,090</b>	<b>2,497</b>	<b>1,734</b>	<b>46,963</b>	<b>49,824</b>

Total invested funds include ₹2,576 crore and ₹2,080 crore for FY 2024 and FY 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

**Ratio Analysis – 10 years**

	Units	Ind AS										Indian GAAP		
		FY 2024*	FY 2024	FY 2023	FY 2022	FY 2021*	FY 2021	FY 2020	FY 2019	FY 2018	FY 2017	FY 2016	FY 2015#	FY 2015
<b>Ratios - Financial Performance</b>														
Employee Cost / Total Revenue	%	58.2	58.2	56.6	56.1	55.9	55.9	54.8	53.4	53.9	52.2	50.9	51.0	53.8
Other Operating Cost / Total Revenue	%	15.1	15.5	17.1	16.2	15.7	16.5	18.4	19.6	19.7	20.4	20.9	20.4	20.3
Total cost (excluding interest & depreciation) / Total Revenue	%	73.3	73.7	73.7	72.3	71.6	72.4	73.2	73.0	73.6	72.6	71.8	71.4	74.1
EBIT / Total Revenue	%	24.6	24.2	24.1	25.3	25.9	25.1	24.6	25.6	24.8	25.7	26.5	26.7	24.0
Profit Before Tax / Total Revenue	%	26.2	25.7	25.2	27.0	27.4	26.7	26.9	28.4	27.7	29.3	29.3	30.0	27.3
Tax / Total Revenue	%	6.8	6.6	6.5	6.9	7.0	6.8	6.2	6.8	6.7	6.9	6.9	7.2	6.6
Effective Tax Rate- Tax / PBT	%	25.8	25.6	25.7	25.6	25.5	25.6	23.2	24.1	24.1	23.6	23.6	23.5	23.7
Profit After Tax / Total Revenue	%	19.3	19.1	18.7	20.0	20.3	19.8	20.6	21.5	21.0	22.3	22.3	23.2	21.0
<b>Ratios - Growth</b>														
Total Revenue	%	6.8	6.8	17.6	16.8	4.6	4.6	7.2	19.0	4.4	8.6	14.8	15.7	15.7
EBIT	%	9.4	7.6	11.9	14.1	10.1	7.0	3.0	22.8	0.6	5.3	13.7	6.3	(4.7)
Profit After Tax	%	10.5	8.9	10.0	14.8	3.2	0.3	2.8	21.9	(1.8)	8.3	22.3	14.3	3.6
<b>Ratios - Balance Sheet</b>														
Debt (excluding lease liabilities)- Equity Ratio	Times	-	-	-	-	-	-	-	-	0.0	0.0	0.0	0.0	0.0
Current Ratio	Times	2.5	2.5	2.5	2.6	3.0	2.9	3.3	4.2	4.6	5.5	4.1	3.9	2.4
Days Sales Outstanding (DSO) in ₹ terms	Days	68	68	67	65	67	67	71	68	74	70	81	79	79
Days Sales Outstanding (DSO) in US\$ terms	Days	67	67	65	64	68	68	67	69	74	73	80	78	78
Invested Funds / Capital Employed	%	47.7	47.3	50.4	57.4	52.6	53.1	47.7	55.2	55.6	55.8	45.8	42.3	43.9
Capital Expenditure / Total Revenue	%	1.1	1.1	1.4	1.5	1.9	1.9	2.0	1.5	1.5	1.7	1.8	3.1	3.1
Operating Cash Flows / Total Revenue	%	18.7	18.4	18.6	20.8	23.6	23.6	20.6	19.5	20.4	21.4	17.6	20.5	20.5
Free Cash Flow / Operating Cash Flow Ratio	%	94.1	94.0	92.7	92.6	91.9	91.9	90.5	92.5	92.8	92.3	89.7	84.8	84.8
Depreciation of Property, Plant and Equipment / Average Gross Block of Property, Plant and Equipment	%	8.4	8.4	9.2	9.1	8.7	8.7	8.6	8.5	9.1	9.5	10.0	11.7	11.7
<b>Ratios - Per Share</b>														
EPS- adjusted for Bonus	₹	127.74	125.88	115.19	103.62	89.27	86.71	86.19	83.05	67.10	66.71	61.59	55.94	50.68
Price Earnings Ratio, end of year	Times	30.3	30.8	27.8	36.1	35.6	36.6	21.2	24.1	21.2	18.2	20.4	22.8	25.1
Dividend Per Share	₹	73.00	73.00	115.00	43.00	38.00	38.00	73.00	30.00	50.00	47.00	43.50	79.00	79.00
Dividend Per Share- adjusted for Bonus	₹	73.00	73.00	115.00	43.00	38.00	38.00	73.00	30.00	25.00	23.50	21.75	39.50	39.50
Market Capitalization / Total Revenue	Times	5.8	5.8	5.2	7.1	7.2	7.2	4.4	5.1	4.4	4.1	4.6	5.3	5.3

Note: The company transitioned into Ind AS from April 1, 2015.

\*Excludes provision (in FY 2021) and settlement (in FY 2024) of legal claim.

# Excludes the impact of one-time employee reward.



## Awards and Accolades

- Featured by **FORTUNE Magazine** as one of the **World's Most Admired Companies** based on a survey of more than 3,700 business executives, boards of directors and financial analysts.
- Ranked **second** in the **2024 Global 500 IT services** ranking by **Brand Finance** with a brand value of **US\$19.2 billion**, improved brand value by **US\$2 billion** in one year, the highest value growth across the global IT Services Industry.
- Ranked **first in Customer Satisfaction** in Europe & UK by **Whitelane Research** based on research of over 800 IT companies in UK alone, ranked first in Spain for Customer Satisfaction in Service Delivery.
- Recognized as the most valuable Indian brand by **Interbrand**, topping the **50 Most Valuable Indian Brands 2023** list.
- Ranked among **America's Best Management Consulting Firm** in 2024 by **Forbes Magazine**, based on recommendations from 1,100 partners and executives at management consulting firms.
- Awarded **Global Top Employer 2024**, one of the 16 companies worldwide, by the **Top Employers Institute** in 32 countries and regions, including Europe, the UK, the Middle East, North America, Latin America, and South-East Asia.
- Won **five** awards at **Microsoft's 2023 Partner of the Year Awards** event. In the global category, TCS won the **MVP Industry Solutions Global Systems Integrator (GSI)** award. TCS also won **three US Partner of the Year** awards in the categories **Global Systems Integrator, Industrials and Manufacturing**, and **Dynamics 365 Sales and Marketing**. Additionally, TCS was named the **Malaysia Customer Success Partner of the Year**.
- Received the **Global** award **Innovator Partner of the Year** at **Dell Tech World 2023**, Las Vegas.
- Won **three Google Cloud Partner of the Year Awards 2023** in the following categories: **Global Talent Development Partner of the Year, Industry Solution Services Partner of the Year-Financial Services & Insurance, and Retail & Consumer Packaged Goods**.

- Received a **Partner of the Year** award from **Microsoft** in the category Global Services: **MVP Industry Solutions GSI/ Advisory – India**.
- Received the **Amazon Web Services (AWS) GSI Partner of the Year 2023 – Global** and the **AWS GSI Partner of the Year 2023 – France** awards.
- Achieved the **2023-2024 Microsoft Business Applications Inner Circle award** for the fourth consecutive year.
- Positioned at the 387th place in **Forbes Global 2000 Rankings** of the largest companies in the world.
- Ranked second by **Business World** in the **Most Respected Companies survey**.
- Recognized in the **World Economic Forum's Diversity, Equity, and Inclusion Lighthouse Report 2024** for TCS' leadership program for women.
- Named '**Top Company to work for in India**' by **Business Today** for its employee-friendly policies and positive work environment.
- Ranked among the **Top 10 Sustainable Companies** in the 3rd edition of **Sustainable World Conclave** organized by **BusinessWorld**.
- Recognized at **ET NOW Best Organizations for Women Conclave 2024** for fostering inclusivity, gender diversity and sustainable growth.
- Named **India's Most Valuable Brand** by **Kantar BrandZ Top 75 Most Valuable Indian Brand rankings** and #1 in the category **Business Technology and Services Platforms**.
- Ranked **first** by **Dataquest** in the **DQ Top 20 Awards 2023**, on the basis of revenues.
- Received the **Health & Wellness Award** at the **Diversity in Tech Awards 2023** for championing wellness within the workplace to maintain a positive and productive environment for all employees.
- Awarded the **World Intellectual Property Organization's (WIPO) National Award** for Enterprises at the **National Intellectual Property Award 2023**.
- Won the **Platinum award** in the **Innovators Hall of Fame** category at the **HackerRank Innovator Awards 2023** in collaboration with **ETHRWorld**.
- Won the **Webby People's Voice Award** for the TCS-built New York City Marathon Application, for its livestreaming feature that advances accessibility, equity, and inclusion in professional sports.
- Awarded the **2023 Customer Success Partner of the Year Award** by **Microsoft**.
- Received the **International Green Apple Award** by the UK Houses of Parliament.
- Awarded **Titan Business Awards & UK Digital Excellence Awards** for TCS London Marathon.
- Recognized with the **Avery Dennison IT Supplier Excellence Award** for Delivery and Performance.
- TCS ranked as a **Top Company** in **LinkedIn's 2023 Top Companies list** across eight countries. Ranked #1 in India for three years in a row.



# Corporate Governance Report

## I. Company's Philosophy on Corporate Governance

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising employees, investors, customers, regulators, suppliers and the society at large. Strong leadership and effective corporate governance practices have been the Company's hallmark inherited from the Tata culture and ethos.

The Company follows the Tata Group philosophy of building sustainable businesses that are rooted in the community and demonstrate care for the environment. Being a part of the Tata Group, which epitomizes sustainability, the Company has inherited a strong legacy of fair and transparent ethical governance, as embodied in the Tata Code of Conduct ("TCoC").

The Company has adopted the TCoC for its employees including the Chief Executive Officer and Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors

that suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("the Act").

The Company's corporate governance philosophy has been further strengthened through the Tata Business Excellence Model, the TCS Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices ("Insider Trading Code"). The Company has in place an Information Security Policy that ensures proper utilization of IT resources.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

The details of TCS' board structure and the various committees that constitute the governance structure<sup>1</sup> of the organization are covered in detail in this report.

The various material aspects of corporate governance and TCS' approach to them are discussed in the table below:

Material Topic	TCS' Approach
Board effectiveness, independence and protection of minority Shareholders' interests	<p>Board effectiveness is enhanced by setting a high bar in selecting the right mix of individuals to serve on the Board, with the right qualifications, expertise and experience, who can collectively serve the best interests of all stakeholders, maintain board and management accountability and drive corporate ethics, values and sustainability. Profiles of Board of Directors are available at <a href="https://www.tcs.com/who-we-are/leadership">https://www.tcs.com/who-we-are/leadership</a>.</p> <p>For greater diversity of opinions and perspectives within the Board, the Nomination and Remuneration Committee<sup>2</sup> has fostered diversity in terms of backgrounds, areas of expertise and:</p>

<sup>1</sup> GRI 2-9

<sup>2</sup> GRI 2-10

Material Topic	TCS' Approach
	<ul style="list-style-type: none"> <li>Gender: Two (22.2 percent) of the nine Directors are women.</li> <li>Nationality: Four nationalities represented – Indian, American, Danish and British.</li> <li>Industry: Technology, Banking, Energy, Transportation and Academia.</li> </ul> <p>TCS' policy on Appointment of Directors and Board Diversity can be found at <a href="https://on.tcs.com/appointment-BoD">https://on.tcs.com/appointment-BoD</a>.</p> <p>Board independence is ensured by having an independent majority, with 5 independent directors out of 9 i.e., 55.6 percent. None of the Independent Directors is related to each other, or to the non-independent directors. Average tenure of independent directors is 6 years.</p> <p>Board effectiveness is further improved by ensuring that none of the directors holds directorships in more than seven listed entities, and none of the executive directors serves as an independent director on the Boards of more than three listed entities.</p> <p>TCS' governance philosophy around minority Shareholders' interests is guided by the TCoC which emphasizes fairness and transparency to all stakeholders. Further a qualified, diverse and independent Board ensures that minority shareholders' interests are protected.</p> <p>TCS strives to reduce information asymmetry through transparency, extensive disclosures and detailed commentary of the demand environment and the state of the business, and material developments. The Company provides a variety of channels including a structured global investor outreach program, through which minority shareholders can interact with the management or the Board.</p> <p>Shareholders can communicate concerns and grievances to the Company Secretary's office through a well-publicized channel, where complaints are tracked till closure. The Stakeholders' Relationship Committee oversees the redressal of these complaints.</p>
Avoidance of conflict of interest <sup>3</sup>	<p>Chairmanship<sup>4</sup> of the Board is a non-executive position, and separate from that of the Chief Executive Officer and Managing Director ("CEO &amp; MD").</p> <p>TCoC<sup>5</sup> for non-executive directors, and for independent directors, carries explicit clauses covering avoidance of conflict of interest. Likewise, it explicitly prohibits any employee, including the executive directors, from accepting any position of responsibility, with or without remuneration, with any other organization without TCS' prior written approval. For the executive directors, such approval must be obtained from the Board.</p>
Values, Ethics and compliance <sup>6</sup>	<p>Over the last five decades, TCS has consistently demonstrated very principled conduct and has earned its reputation for trust and integrity while building a highly successful global business. The Company's core values are: Integrity, Responsibility, Excellence, Pioneering and Unity.</p> <p>The TCoC serves as a moral guide and a governing framework for responsible corporate citizenship. It sets out guidelines on various topics including respect for human rights, prohibition of bribery and corruption, recognition of employees' freedom of association, and avoidance of conflicts of interest.</p> <p>Every employee of the Company is required to sign the TCoC at the time of joining. Web-based annual refresher courses are mandated to ensure continued awareness of the Code. Further, frequent communications from the leadership, reiterate the importance of the Company values and the TCoC.</p> <p>Customers are made aware of the TCoC principles in contract discussions, and through inclusion of specific clauses in proposals and contracts.</p> <p>Employees also undergo Web-based mandatory training every year on Anti-bribery and ethical behaviour. They can raise ethics concerns on Ultimatix – the intranet portal of the Company, which are investigated and tracked to closure by the HR department. Employees and other stakeholders can also report any non-compliance to the TCoC or to the laws of the land by senior executives directly to the Chairman of the Audit Committee under the Whistle blower Policy without fear of retaliation. Information about these channels is communicated to employees as part of the mandatory training modules.</p>

<sup>3</sup>GRI 2-15<sup>4</sup>GRI 2-11<sup>5</sup> <https://www.tcs.com/tata-code-of-conduct><sup>6</sup>GRI 2-12

Material Topic	TCS' Approach												
	<p>Compliance to laws of the countries in which we operate, as well as global legislation such as Foreign Corrupt Practices Act, Bribery Act, 2010, etc. are monitored through formal compliance procedures led by the Corporate compliance office. Changes to legislation are closely monitored, risks are evaluated and effectively managed across the business operations.</p> <p>Governance, Risk and Compliance are overseen by the Compliance Officer, Chief Risk Officer and the Chief Human Resources Officer who report to the Chief Operating Officer and Executive Director ("COO &amp; ED"), and CEO &amp; MD respectively. At the apex level, the Audit Committee headed by an Independent Director oversees compliance to the TCoC, Anti-Bribery and Anti-Corruption Policy, Gift and Hospitality Policy and also to the external regulations.</p>												
Tax Strategy <sup>7</sup>	<p>TCS is committed to comply with the applicable laws and regulations, and believes in reporting to the respective tax authorities, relevant information that is complete and accurate, in a timely manner.</p> <p>TCS does not engage in aggressive and contrived tax planning or tax structuring for the purpose of gaining tax advantages. TCS's tax policy is to optimize the tax cost, avail tax incentives where available, while achieving 100 per cent compliance with the spirit as well as the letter of the tax laws and regulations in all countries in which it operates. Compliance is achieved through a robust compliance reporting and monitoring process, with a strong governance on minimizing the tax risk. TCS has zero tolerance towards tax evasion, or the facilitation of tax evasion, by itself or by its employees or vendors.</p> <p>TCS maintains open and collaborative relationships with governments and tax authorities worldwide. Where appropriate, TCS seeks advance clearance from tax authorities on the proposed tax treatment of transactions, helping pre-empt future disputes.</p>												
Board Oversight of Sustainability Matters <sup>8</sup>	<p>TCS' approach to sustainable growth is built on the belief that it can expand its business by creating longer term value for all its stakeholders, including employees, customers, suppliers and local communities, while also valuing the environment. The various sustainability topics material to TCS are overseen by the relevant Board committees, as outlined below:</p> <table border="1" data-bbox="513 963 1427 1487"> <thead> <tr> <th data-bbox="513 963 1157 1003">Material Sustainability Topics</th><th data-bbox="1157 963 1427 1003">Board Committee</th></tr> </thead> <tbody> <tr> <td data-bbox="513 1003 1157 1090">Financial reporting, robustness of internal controls and risk management systems, auditor remuneration, compliance to policies around insider trading, whistle blower, ethics and TCoC.</td><td data-bbox="1157 1003 1427 1090">Audit Committee</td></tr> <tr> <td data-bbox="513 1090 1157 1177">Risk management policy and plan, management of foreign exchange risks, cyber security risks, data privacy risks and intellectual property infringement risks.</td><td data-bbox="1157 1090 1427 1177">Risk Management Committee</td></tr> <tr> <td data-bbox="513 1177 1157 1352">Recommend composition of Board and its committees, appointment/re-appointment of directors and Key Managerial Personnel ("KMP"), design executive directors' remuneration, recommend remuneration policy for directors, executive team and KMP, evaluation of the performance of the Board, Committees and Directors.</td><td data-bbox="1157 1177 1427 1352">Nomination and Remuneration Committee</td></tr> <tr> <td data-bbox="513 1352 1157 1419">Health and safety at the workplace, shareholder grievances and other sustainability initiatives.</td><td data-bbox="1157 1352 1427 1419">Stakeholders' Relationship Committee</td></tr> <tr> <td data-bbox="513 1419 1157 1487">Community initiatives and Corporate Social Responsibility, including compliances.</td><td data-bbox="1157 1419 1427 1487">Corporate Social Responsibility Committee</td></tr> </tbody> </table>	Material Sustainability Topics	Board Committee	Financial reporting, robustness of internal controls and risk management systems, auditor remuneration, compliance to policies around insider trading, whistle blower, ethics and TCoC.	Audit Committee	Risk management policy and plan, management of foreign exchange risks, cyber security risks, data privacy risks and intellectual property infringement risks.	Risk Management Committee	Recommend composition of Board and its committees, appointment/re-appointment of directors and Key Managerial Personnel ("KMP"), design executive directors' remuneration, recommend remuneration policy for directors, executive team and KMP, evaluation of the performance of the Board, Committees and Directors.	Nomination and Remuneration Committee	Health and safety at the workplace, shareholder grievances and other sustainability initiatives.	Stakeholders' Relationship Committee	Community initiatives and Corporate Social Responsibility, including compliances.	Corporate Social Responsibility Committee
Material Sustainability Topics	Board Committee												
Financial reporting, robustness of internal controls and risk management systems, auditor remuneration, compliance to policies around insider trading, whistle blower, ethics and TCoC.	Audit Committee												
Risk management policy and plan, management of foreign exchange risks, cyber security risks, data privacy risks and intellectual property infringement risks.	Risk Management Committee												
Recommend composition of Board and its committees, appointment/re-appointment of directors and Key Managerial Personnel ("KMP"), design executive directors' remuneration, recommend remuneration policy for directors, executive team and KMP, evaluation of the performance of the Board, Committees and Directors.	Nomination and Remuneration Committee												
Health and safety at the workplace, shareholder grievances and other sustainability initiatives.	Stakeholders' Relationship Committee												
Community initiatives and Corporate Social Responsibility, including compliances.	Corporate Social Responsibility Committee												
Succession planning	<p>TCS' philosophy of empowering employees, its industry-leading talent retention, and a decentralized organization structure that devolves executive decision-making across all business units have resulted in a large and deep bench of leadership talent that enables robust succession planning and continuity and consistency in strategy. Succession planning for the top two leadership positions in each business unit is reviewed by senior management. Additionally, heads of business units carry out succession planning for key functions within their units.</p> <p>Succession planning at senior management levels is reviewed by the Board. Business or unit heads are invited to present on specific topics at Board meetings from time to time, offering an opportunity to the directors to assess their values, competencies, and capabilities.</p>												

<sup>7</sup> GRI 207-1, GRI 207-2, GRI 207-3. TCS Tax Strategy link: <https://on.tcs.com/TCS-Tax-Strategy><sup>8</sup> GRI 2-12, GRI 2-14, GRI 2-18, GRI 2-20

Material Topic	TCS' Approach
Building sustainable and responsible supply chain	<p>TCS requires its suppliers to sign the TCoC upon empanelment. That includes principles on protecting and safeguarding human rights, treating all persons with respect and dignity while safeguarding their rights, the abolition of forced and compulsory labor, child labor in the supply chain and strong corporate governance practices including anti-corruption and bribery and promoting fair business practices across the supply chain. TCoC also requires its suppliers to protect the environment and make conscious use of scarce natural resources in their business processes and at the same time highlighting the importance of health and safety in its workplace and expects the supplier to comply with sustainable business practices in letter and spirit in turn for its employees.</p> <p>The Company supports the principles contained in the Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and the United Nations Guiding Principles on Business and Human Rights. It works with its suppliers to ensure that they too are fully aligned with these principles.</p>

## II. Board of Directors

- i. As on March 31, 2024, the Company has nine Directors of which seven (i.e. 77.8 percent) are Non-Executive Directors (including two women director). The Company has five (i.e. 55.6 percent) Independent Directors.

The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act.

- ii. None of the Directors on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as Independent Directors in more than seven listed entities; and
- who are the Executive Directors serve as independent directors in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024, have been made by the Directors. None of the Directors are related to other Directors and the Key Managerial Personnel of the Company except N Chandrasekaran and N G Subramaniam.

- iii. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has

confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

- iv. Five Board Meetings were held during the year under review and the gap between the two meetings did not exceed one hundred and twenty days. The said meetings were held on: April 12, 2023; July 12, 2023; October 11, 2023; January 11, 2024, and March 11, 2024. The necessary quorum was present for all the meetings.
- v. The names and categories of the directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting (“AGM”), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2024, are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public limited companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders’ Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director and DIN	Category	Number of Board Meetings attended during the FY 2024	Whether attended last AGM held on June 29, 2023	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity (Category of Directorship)
				Chairman	Member	Chairman	Member	
N Chandrasekaran (Chairman) DIN 00121863	Non-Independent, Non-Executive	5	Yes	7	-	-	-	1. Tata Steel Limited (N) 2. Tata Motors Limited (N) 3. Tata Consumer Products Limited (N) 4. The Tata Power Company Limited (N) 5. The Indian Hotels Company Limited (N) 6. Tata Chemicals Limited (N)
K Krishivasan* (CEO & MD) DIN 10106739	Non-Independent, Executive	4	Yes	-	-	-	-	-
N G Subramaniam (COO & ED) DIN 07006215	Non-Independent, Executive	5	Yes	2	1	-	-	1. Tata Elxsi Limited (N) 2. Tata Communications Limited (N) 3. Tejas Networks Limited (N)
Rajesh Gopinathan** (Erstwhile CEO & MD) DIN 06365813	Non-Independent, Executive	1	Not Applicable	-	-	-	-	-
O P Bhatt DIN 00548091	Independent, Non-Executive	5	Yes	1	2	1	4	1. Hindustan Unilever Limited (I) 2. Tata Motors Limited (I) 3. Aadhar Housing Finance Limited (Debt Listed) (I)
Aarthi Subramanian DIN 07121802	Non-Independent, Non-Executive	5	Yes	2	5	1	2	Tata Capital Limited (Debt Listed) (N)
Dr Pradeep Kumar Khosla DIN 03611983	Independent, Non-Executive	5	Yes	-	-	-	-	-
Hanne Sorensen^ DIN 08035439	Independent, Non-Executive	5	Yes	-	1	-	1	Tata Motors Limited (I)
Keki Mistry^ DIN 00008886	Independent, Non-Executive	5	Yes	1	4	2	5	1. HDFC Life Insurance Company Limited (N) 2. HDFC ERGO General Insurance Company Limited [(N) Debt Listed] 3. HDFC Bank Limited (N) 4. The Great Eastern Shipping Company Limited (I) 5. Torrent Power Limited (I) [ceased w.e.f. March 31, 2024]
Al-Noor Ramji^^ DIN 00230865	Independent, Non-Executive	2	Not Applicable	-	1	-	1	Tata Motors Limited (I)
Don Callahan^^^ DIN 08326836	Independent, Non-Executive	3	Yes	-	-	-	-	-

**Category of directorship held:**

(N) Non-Independent, Non-Executive Director, (I) Independent, Non-Executive Director, (ED) Executive Director

\*appointed as CEO & MD w.e.f. June 1, 2023  
 \*\*ceased to be CEO & MD w.e.f. June 1, 2023  
 ^re-appointed as Independent Director for a second term w.e.f. December 18, 2023  
 ^^appointed as Independent Director w.e.f. October 12, 2023  
 ^^^ceased to be Director w.e.f. January 10, 2024 upon completion of his term as Independent Director.  
 Video-conferencing facilities are also used to facilitate Directors travelling/residing abroad or at other locations to participate in the meetings.

- vi. During FY 2024, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration.
- vii. During FY 2024, one meeting of the Independent Directors was held on March 11, 2024. The Independent Directors, *inter alia*, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors.
- viii. The Board periodically reviews the compliance reports of all laws applicable to the Company.

- ix. Details of equity shares of the Company held by the Directors as on March 31, 2024, are given below:

Name	Category	Number of equity shares
N Chandrasekaran	Non-Independent, Non-Executive	1,77,056
Aarthi Subramanian	Non-Independent, Non-Executive	5,600
K Krishnaswamy	Non-Independent, Executive	11,232
N G Subramaniam	Non-Independent, Executive	1,97,760
Keki Mistry*	Independent, Non-Executive	4,150

\*includes shares held jointly with his relative

The Company has not issued any convertible instruments.

- x. The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Global Business	Understanding, of global business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. Being an IT service provider, the Company's business runs across different industry verticals, geographical markets and is global in nature. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries/fields from where they come.

### III. Committees of the Board

#### i. There are six Board Committees as on March 31, 2024, details of which are as follows:

Name of the Committee	Extract of terms of reference	Category and composition		Other details
		Name	Category	
Audit Committee	Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations and Section 177 of the Act.	Keki Mistry (Chairman)	Independent, Non-Executive	<ul style="list-style-type: none"> <li>Four meetings of the Audit Committee were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days.</li> <li>Committee invites such of the executives as it considers appropriate, representatives of the statutory auditors and internal auditors, to be present at its meetings.</li> <li>The Company Secretary acts as the Secretary to the Audit Committee.</li> <li>Pradeep Manohar Gaitonde, Company Secretary is the Compliance Officer to ensure compliance and effective implementation of the Insider Trading Code.</li> <li>Quarterly Reports are sent to the members of the Audit Committee on matters relating to the Insider Trading Code.</li> <li>The previous AGM of the Company was held on June 29, 2023 and was attended by Keki Mistry, Chairman of the Audit Committee.</li> </ul>
	The terms of reference of the committee, inter alia, includes:	O P Bhatt	Independent, Non-Executive	
	<ul style="list-style-type: none"> <li>Oversight of financial reporting process.</li> <li>Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.</li> <li>Approval or any subsequent modification of transactions of the Company with related parties.</li> <li>Evaluation of internal financial controls and risk management systems.</li> <li>Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.</li> <li>Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.</li> <li>To consider matters with respect to the TCoC, Anti-Bribery and Anti-Corruption Policy and Gift and Hospitality Policy.</li> </ul>	Aarthi Subramanian	Non-Independent, Non-Executive	
		Dr Pradeep Kumar Khosla	Independent, Non-Executive	
		Hanne Sorensen	Independent, Non-Executive	
		Al-Noor Ramji*	Independent, Non-Executive	
		Don Callahan**	Independent, Non-Executive	
<p>*appointed as a member of the Committee w.e.f. January 11, 2024.</p> <p>**ceased to be a member of the Committee consequent to the completion of his term as Independent Director w.e.f. January 10, 2024.</p>				

Name of the Committee	Extract of terms of reference	Category and composition		Other details	
		Name	Category		
Nomination and Remuneration Committee ("NRC") <sup>9</sup>	Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Act.	O P Bhatt (Chairman)	Independent, Non-Executive	<ul style="list-style-type: none"> <li>Three NRC meetings were held during the year under review.</li> <li>The Company does not have any Employee Stock Option Scheme.</li> <li>Details of Performance Evaluation Criteria and Remuneration Policy are provided at serial no. III (iii) below.</li> <li>The previous AGM of the Company was held on June 29, 2023 and was attended by O P Bhatt, Chairman of the NRC.</li> </ul>	
	The terms of reference, inter alia, include: <ul style="list-style-type: none"> <li>Recommend to the Board the setup and composition of the Board and its Committees.</li> <li>Recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel.</li> <li>Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors.</li> <li>Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.</li> <li>Oversee familiarization programs for Directors.</li> </ul>	N Chandrasekaran	Non-Independent, Non-Executive		
		Hanne Sorensen	Independent, Non-Executive		
Stakeholders' Relationship Committee ("SRC")	Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Act.	Dr Pradeep Kumar Khosla (Chairman)	Independent, Non-Executive	<ul style="list-style-type: none"> <li>Two meetings of the SRC were held during the year under review.</li> <li>Details of Investor complaints and Compliance Officer are provided at serial no. III (ii) below.</li> <li>The previous AGM of the Company was held on June 29, 2023 and was attended by Dr Pradeep Kumar Khosla, Chairman of the SRC.</li> </ul>	
	The terms of reference, inter alia, include: <ul style="list-style-type: none"> <li>Consider and resolve the grievances of security holders.</li> <li>Consider and approve issue of share certificates, transfer and transmission of securities, etc.</li> <li>Review activities with regard to the Health Safety and Sustainability initiatives of the Company.</li> </ul>	K Krithivasan*	Non-Independent, Executive		
		Rajesh Gopinathan**	Non-Independent, Executive		
		Keki Mistry	Independent, Non-Executive		
		*appointed as a member of the committee w.e.f. June 1, 2023.			
		**ceased to be a member of the committee w.e.f. June 1, 2023.			

<sup>9</sup>GRI 2-20

Name of the Committee	Extract of terms of reference	Category and composition		Other details
		Name	Category	
Corporate Social Responsibility ("CSR") Committee	<p>Committee is constituted in line with the provisions of Section 135 of the Act.</p> <p>The terms of reference, inter alia, include:</p> <ul style="list-style-type: none"> <li>• Formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act.</li> <li>• Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy.</li> <li>• Monitor the CSR Policy.</li> <li>• Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities.</li> </ul>	N Chandrasekaran (Chairman)	Non-Independent, Non-Executive	<ul style="list-style-type: none"> <li>• Three meetings of the CSR Committee were held during the year under review.</li> </ul>
		O P Bhatt	Independent, Non-Executive	<ul style="list-style-type: none"> <li>• Four Board meetings of TCS Foundation, a Section 8 company which was incorporated with sole objective of carrying on CSR activities of the Company were held during the year.</li> </ul>
		N G Subramaniam	Non-Independent, Executive	
Risk Management Committee ("RMC")	<p>Committee is constituted in line with the provisions of Regulation 21 of SEBI Listing Regulations.</p> <p>The terms of reference, inter alia, include:</p> <ul style="list-style-type: none"> <li>• Formulate, monitor and review risk management policy and plan, inter alia, covering investment of surplus funds, management of foreign exchange risks, cyber security risks, data privacy risks and intellectual property infringements risks.</li> <li>• Approve addition/deletion of banks from time to time for carrying out Treasury transactions and delegate the said power to such person as may deem fit.</li> </ul>	Name	Category	<ul style="list-style-type: none"> <li>• Four meetings of the RMC were held during the year under review.</li> <li>• Fortnightly reports on management of foreign exchange risks are made available to the members of the RMC.</li> </ul>
		Keki Mistry (Chairman)	Independent, Non-Executive	
		K Krithivasan*	Non-Independent, Executive	
		N G Subramaniam	Non-Independent, Executive	
		Rajesh Gopinathan**	Non-Independent, Executive	
		Al-Noor Ramji^	Independent, Non-Executive	
		Don Callahan^^	Independent, Non-Executive	
		Samir Seksaria	Chief Financial Officer	
		<p>*appointed as a member of the committee w.e.f. June 1, 2023.</p> <p>**ceased to be a member of the committee w.e.f. June 1, 2023.</p> <p>^appointed as a member of the Committee w.e.f. January 11, 2024.</p> <p>^^ceased to be a member of the Committee consequent to the completion of his term as Independent Director w.e.f. January 10, 2024.</p>		

Name of the Committee	Extract of terms of reference	Category and composition		Other details
		Name	Category	
Executive Committee <sup>10</sup>	Detailed review of the following matters which form part of terms of Executive Committee, were presented to the Board:	N Chandrasekaran (Chairman)	Non-Independent, Non-Executive	The said matters were discussed in various Board meetings held during the year under review in the presence of the Executive Committee Members with the intent to avail expertise of all Board members.
	<ul style="list-style-type: none"> <li>• Business and strategy review;</li> <li>• Long-term financial projections and cash flows;</li> <li>• Capital and revenue budgets and capital expenditure programmes;</li> <li>• Acquisitions, divestments and business restructuring proposals;</li> <li>• Senior management succession planning;</li> <li>• Any other item as may be decided by the Board.</li> </ul>	K Krishivasan*	Non-Independent, Non-Executive	
		Rajesh Gopinathan**	Non-Independent, Executive	
		<p>*appointed as a member of the committee w.e.f. June 1, 2023.</p> <p>**ceased to be a member of the committee w.e.f. June 1, 2023.</p>		

The terms of reference of these committees are available on the website (<https://on.tcs.com/Terms-Reference-Committees>)

## ii. Stakeholders' Relationship Committee-other details

### a. Name, designation and address of Compliance Officer:

Pradeep Manohar Gaikwad, Company Secretary  
Tata Consultancy Services Limited, 9th Floor, Nirmal Building, Nariman Point,  
Mumbai 400 021, India  
Telephone: +91 22 6778 9595

### b. Details of investor complaints received and redressed during FY 2024 are as follows:

Opening as on April 1, 2023	Received during the year	Resolved during the year	Closing as on March 31, 2024
4	128	128	4

## iii. Nomination and Remuneration Committee-other details

### Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

### Remuneration Policy<sup>11</sup>:

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. The business model promotes customer centricity and requires employee mobility to address project needs.

The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the IT industry.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director and the Executive Directors. Annual increments are recommended by the Nomination and Remuneration Committee within the salary scale approved by the Board and Members and are effective April 1, each year.

<sup>10</sup>GRI 2-13

<sup>11</sup>GRI 2-19, GRI 2-20

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, decides the commission payable to the Managing Director and the Executive Directors out of the profits for the financial year and within the ceilings prescribed under the Act, based on the Board evaluation process considering the criteria such as the performance of the Company as well as that of the Managing Director and each Executive Director.

The Company pays sitting fees of ₹30,000 per meeting to its Non-Executive Directors for attending meetings of the Board and meetings of committees of the Board. The Company also pays commission to the Non-Executive Directors within the ceiling of 1 percent of the net profits of the Company as computed under the applicable provisions of the Act, with the approval of the Members. The said commission is decided each year by the Board of Directors, on the recommendation of the Nomination and Remuneration Committee and distributed amongst the Non-Executive Directors based on the Board evaluation process, considering criteria such as their attendance and contribution at the Board and Committee meetings, as well as the time spent on operational matters other than at meetings. The Company also reimburses the out-of-pocket expenses incurred by the Directors for attending the meetings. The Remuneration policy is available on <https://on.tcs.com/remuneration-policy>.

#### **iv. Details of the Remuneration for the year ended March 31, 2024**

##### **a) Non-Executive Directors**

(₹ lakh)

Name	Commission	Sitting Fees
N Chandrasekaran, Chairman <sup>@</sup>	-	3.3
O P Bhatt	285.0	4.8
Aarthi Subramanian <sup>@@</sup>	-	2.7
Dr Pradeep Kumar Khosla	260.0	3.6
Hanne Sorensen	260.0	3.9
Keki Mistry	285.0	4.8
Al-Noor Ramji*	100.0	0.9
Don Callahan**	250.0	2.7
<b>Total</b>	<b>1,440.0</b>	<b>26.7</b>

<sup>@</sup> As a policy, N Chandrasekaran, Chairman, has abstained from receiving commission from the Company.

<sup>@@</sup> In line with the internal guidelines of the Company, no payment is made towards commission to the Non-Executive Directors of the Company, who are in full time employment with any other Tata Company.

\*Appointed as Independent Director w.e.f. October 12, 2023

\*\*Ceased to be Director of the Company w.e.f. January 10, 2024 upon completion of his term as Independent Director.

##### **b) Managing Director and Executive Director**

(₹ lakh)

Name of Director	Salary	Benefits, Perquisites and Allowances	Commission	ESPS*
K Krishivasan** (CEO & MD) (appointed w.e.f. June 1, 2023)	127.5	308.4	2,100.0	-
N G Subramaniam (COO & ED)	172.5	345.7	2,100.0	-
Rajesh Gopinathan (Erstwhile CEO & MD) (ceased w.e.f. June 1, 2023)	33.6	76.8	-	-

\*Employee Stock Purchase Scheme

\*\*The remuneration includes compensation for the full year, i.e. as Global Head of Banking, Financial Services and Insurance (BFSI) for April 1, 2023 to May 31, 2023 and as CEO & MD from June 1, 2023 to March 31, 2024.

Services of the Executive Directors may be terminated by either party, giving the other party six months' notice or the Company paying six months' salary in lieu thereof. There is no separate provision for payment of severance pay.

**v. Number of committee meetings held and attendance records**

Name of the Committee	Audit Committee	Nomination and Remuneration Committee	Stakeholders' Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
No. of meetings held ➔	4	3	2	3	4
Date of meetings ➔	April 12, 2023; July 12, 2023; October 11, 2023 and January 11, 2024	April 12, 2023; October 11, 2023; and March 11, 2024	July 20, 2023 and January 18, 2024	May 25, 2023; September 8, 2023; and January 12 2024@	April 18, 2023; July 18, 2023; October 16, 2023 and January 18, 2024
<b>No. of meetings attended</b>					
Name of Member					
N Chandrasekaran	-	3	-	3	-
K Krishivasan*	-	-	1	-	2
N G Subramaniam	-	-	-	3	4
Rajesh Gopinathan**	-	-	-	-	1
O P Bhatt	4	3	-	3	-
Aarthi Subramanian	4	-	-	-	-
Dr Pradeep Kumar Khosla	4	-	2	-	-
Hanne Sorensen	4	3	-	-	-
Keki Mistry	4	-	2	-	4
Al-Noor Ramji^	-	-	-	-	-
Don Callahan^^	3	-	-	-	3
Samir Seksaria	-	-	-	-	4
Whether quorum was present for all the meetings	The necessary quorum was present for all the above committee meetings				

@ TCS Foundation, a Section 8 company incorporated in 2015 with sole objective of carrying on CSR activities of the Company, has held four meetings during the FY 2024

\*appointed as member of Stakeholders' Relationship Committee, Risk Management Committee and Executive Committee w.e.f. June 1, 2023

\*\* ceased to member of Stakeholders' Relationship Committee, Risk Management Committee and Executive Committee w.e.f. June 1, 2023

^ appointed as member of Audit Committee and Risk Management Committee w.e.f. January 11, 2024

^^ ceased to member of Audit Committee and Risk Management Committee w.e.f. January 10, 2024 upon completion of his term as Independent Director.

**vi. Particulars of senior management of Tata Consultancy Services Limited**

Name of Senior Management Personnel	Category
Shankar Narayanan	Banking Financial Services and Insurance
Krishnan Ramanujam	Consumer Business Group
V Rajanna	Technology, Software and Services
Samir Seksaria	Chief Financial Officer
Milind Lakkad	Chief Human Resources Officer
Madhav Anchan	General Counsel Legal
Dr. Harrick Vin	Chief Technology Officer
Pradeep Manohar Gaitonde	Company Secretary

S Sukanya, was appointed as Chief Information Officer on October 11, 2023, and ceased on March 5, 2024.

#### IV. General Body Meetings

##### i. General Meeting

###### a. Annual General Meeting (“AGM”):

Financial Year	Date	Time	Venue
2021	June 10, 2021		
2022	June 9, 2022	3.30 p.m.	Meeting conducted through VC / OAVM pursuant to the MCA Circular
2023	June 29, 2023		

###### b. Extraordinary General Meeting:

No extraordinary general meeting of the members was held during FY 2024.

###### c. Special resolution:

Special resolution for change of place of keeping and inspection of the registers and Annual Returns of the Company was passed at the AGM held in 2022 and no special resolution was passed in the AGMs held in 2021 and 2023.

##### ii. Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot:

The Company had sought the approval of the shareholders by way of a Special Resolution through notice of postal ballot dated October 11, 2023 for:

- a. buyback of its equity shares;
- b. appointment of Mr. Al-Noor Ramji (DIN 00230865) as a Non-executive Independent Director for a term of five years
- c. re-appointment of Ms. Hanne Birgite Breinbjerg Sorensen (DIN 08035439) as a Non-executive Independent Director for a second consecutive term of five years; and
- d. re-appointment of Mr. Keki Minoo Mistry (DIN 00008886) as a Non-executive Independent Director for a second consecutive term of five years

All the aforesaid resolutions were duly passed and the results of which were announced on November 15, 2023.

P. N. Parikh (Membership No. FCS 327) of Parikh & Associates, Practising Company Secretaries, was appointed as the Scrutinizer to scrutinize the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner. Details of the voting pattern are provided below:

Resolution passed through postal ballot	Votes in favour of the resolution			Votes against the resolution			Invalid votes	
	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
Buyback of its equity shares	16,150	319,61,27,268	99.78	642	70,10,926	0.22	-	-
Appointment of Mr. Al-Noor Ramji (DIN 00230865) as a Non-executive Independent Director for a term of five years	16,029	320,27,45,957	99.95	653	14,50,499	0.05	-	-
Re-appointment of Ms. Hanne Birgite Breinbjerg Sorensen (DIN 08035439) as a Non-executive Independent Director for a second consecutive term of five years	16,001	317,23,76,322	99.01	676	3,18,09,865	0.99	-	-

Resolution passed through postal ballot	Votes in favour of the resolution			Votes against the resolution			Invalid votes	
	Number of members voted	Number of valid Votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast (Shares)	Percentage of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
Re-appointment of Mr. Keki Minoo Mistry (DIN 00008886) as a Non-executive Independent Director for a second consecutive term of five years	16,089	318,61,63,326	99.44	604	1,80,30,571	0.56	-	-

Procedure for postal ballot: The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and read with the General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, respectively issued by the Ministry of Corporate Affairs.

- iii. Details of special resolution proposed to be conducted through postal ballot:

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

- V. A certificate has been received from Parikh & Associates, Practising Company Secretaries, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.
- VI. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) has been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis for FY 2024 is given below:

Payment of Statutory Auditor's fees (₹ lakh)

Particulars	Amount
Services as statutory auditors (including quarterly audits)	1,120.4
Tax audit	70.0
Services for tax matters	24.1
Other matters	403.0
Reimbursement of out-of-pocket expenses	89.6
<b>Total</b>	<b>1,707.1</b>

## VII. Other Disclosures

Particulars	Statutes	Details	Website link for details/policy
Related party transactions ("RPT")	Regulation 23 of SEBI Listing Regulations and as defined under the Act	During the year all RPTs entered by the Company were in the ordinary course of business and in respect of transactions with related parties under Section 2(76) of the Act, are at arm's length basis and were approved by the members of Audit Committee including Independent Directors. The Company had sought the approval of shareholders at the 28th AGM held on June 29, 2023 for material RPT as per Regulation 23 of SEBI Listing Regulations. Similarly, the Company intends seeking approval of its shareholders for the existing and material related party transactions for FY 2025 at its ensuing annual general meeting to be held on May 31, 2024. The Board's approved policy for related party transactions is uploaded on the website of the Company.	<a href="https://on.tcs.com/RPT">https://on.tcs.com/RPT</a>

<b>Particulars</b>	<b>Statutes</b>	<b>Details</b>	<b>Website link for details/policy</b>
Details of non-compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or Securities and Exchange Board of India or any statutory authority on any matter related to capital markets during the last three financial years	Schedule V (C) 10(b) to the SEBI Listing Regulations	NIL	
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has this Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.	<a href="https://on.tcs.com/WhistleBP">https://on.tcs.com/WhistleBP</a>
Discretionary requirements	Schedule II Part E of the SEBI Listing Regulations	The auditors' report on financial statements of the Company are unmodified. Internal auditors of the Company make quarterly presentations to the Audit Committee on their reports.	
Subsidiary Companies	Regulation 24 of the SEBI Listing Regulations	The Audit Committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Company does not have any material unlisted subsidiary company. The Company has a policy for determining 'material subsidiaries' which is disclosed on its website.	<a href="https://on.tcs.com/Subsidiary">https://on.tcs.com/Subsidiary</a>
Policy on Determination of Materiality for Disclosures	Regulation 30 of the SEBI Listing Regulations	Policy on Determination of Materiality for Disclosures	<a href="https://on.tcs.com/Material">https://on.tcs.com/Material</a>
Policy on Archival and Preservation of Documents	Regulations 30 and 9 of the SEBI Listing Regulations	The Company has adopted this policy.	<a href="https://on.tcs.com/Archival">https://on.tcs.com/Archival</a>
Reconciliation of Share Capital Audit Report	Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 and SEBI Circular No. D&CC/FITC/Cir-16/2002	A practising Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	<a href="https://on.tcs.com/Reports-Policies">https://on.tcs.com/Reports-Policies</a>

Particulars	Statutes	Details	Website link for details/policy
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2024. A certificate by the CEO and MD, on the compliance declarations received from the members of the Board and Senior Management forms part of this report.	<a href="https://www.tcs.com/tata-code-of-conduct">https://www.tcs.com/tata-code-of-conduct</a>
Dividend Distribution Policy	Regulation 43A of the SEBI Listing Regulations	A regular annual dividend generally consists of three interim dividends after each of the first three quarters of the fiscal year, topped up with a final dividend after the fourth quarter.  In addition, every second or third year, the accumulated surplus cash has been returned to shareholders through a special dividend.	<a href="https://on.tcs.com/Dividend">https://on.tcs.com/Dividend</a>
Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV to the Act	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website.	<a href="https://on.tcs.com/ApptID">https://on.tcs.com/ApptID</a>
Familiarization Program	Regulation 25(7) and 46 of SEBI Listing Regulations	Details of familiarization program imparted to Independent Directors are available on the Company's website.	<a href="https://on.tcs.com/familiarization-programme">https://on.tcs.com/familiarization-programme</a>
Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018	Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014	The details have been disclosed in the Business Responsibility and Sustainability Report forming part of the Integrated Annual Report.	
Disclosure of certain type of agreements binding listed entities	Schedule III, Para A, Clause 5A of Listing Regulations	There are no agreement impacting management or control of the Company or imposing any restriction or create any liability upon the Company.	

### VIII. Means of Communication

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers in India which include, The Indian Express, Financial Express, Loksatta, Business Standard, The Hindu Business Line, Hindustan Times and Sandesh. The results are also displayed on the Company's website [www.tcs.com](http://www.tcs.com).

Statutory notices are published in The Free Press Journal, Business Standard, The Economic Times and Navshakti. The Company also issues press releases from time to time. Financial Results, Statutory Notices, Press Releases and Presentations made to the institutional investors/analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") as well as uploaded on the Company's website. Frequently Asked Questions (FAQs) giving details about the Company and its shares is uploaded on the Company's website <https://www.tcs.com/investor-relations>. The Management Discussion and Analysis Report is a part of the Integrated Annual Report.

### IX. General shareholder information

#### i. Annual General Meeting for FY 2024

Date : May 31, 2024

Time : 3:00 p.m. (IST)

Venue : Meeting is being conducted through VC/OAVM pursuant to the MCA General Circulars dated May 5, 2020, read with general circulars dated April 8, 2020, April 13, 2020, the latest being September 25, 2023. For details, please refer to the Notice of this AGM.

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings, particulars of Director seeking re-appointment at this AGM are given in the Annexure to the Notice of this AGM.

**ii. Financial Calendar**

Year ending : March 31

AGM in : May

**iii. Dividend Payment****iv. Date of Book Closure/ Record Date****v. Listing on Stock Exchanges**

: National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G, Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051

BSE Limited  
P. J. Towers, Dalal Street, Mumbai 400 001

**vi. Stock Codes/Symbol**

NSE : TCS

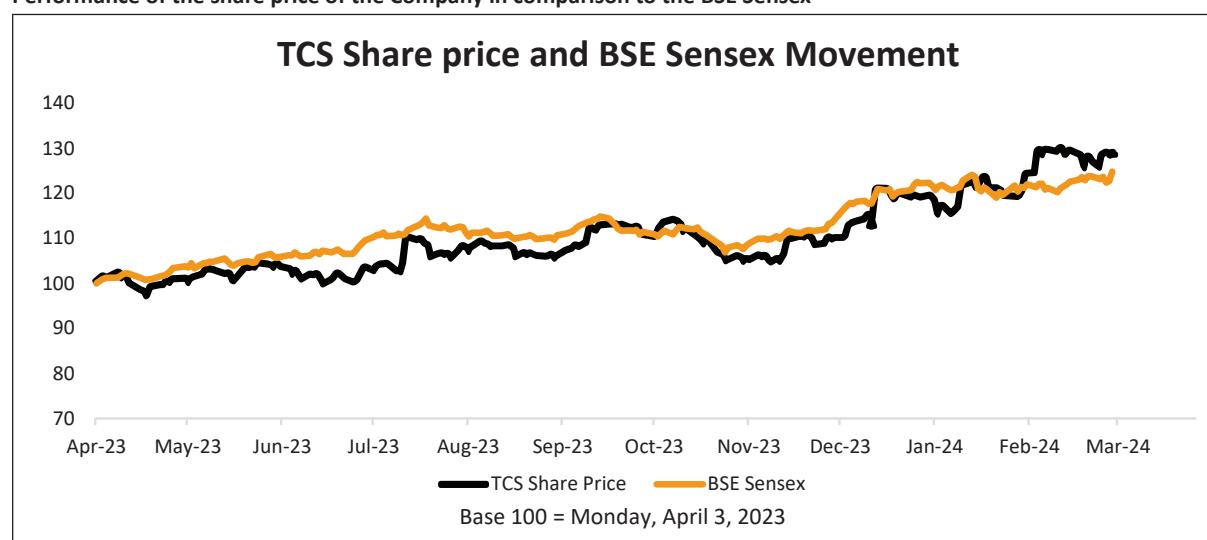
BSE : 532540

Listing Fees as applicable have been paid.

**vii. Corporate Identity Number (CIN) of the Company****viii. Market Price Data**

High, Low (based on daily closing prices) and number of equity shares traded during each month in FY 2024 on NSE and BSE:

Month	NSE			BSE		
	High (₹)	Low (₹)	Total number of equity shares traded	High (₹)	Low (₹)	Total number of equity shares traded
Apr-2023	3,263.4	3,089.6	4,38,24,242	3,263.2	3,088.7	19,57,145
May-2023	3,328.9	3,179.9	3,66,16,015	3,329.0	3,180.3	8,71,528
Jun-2023	3,324.0	3,174.9	3,83,61,975	3,323.3	3,175.3	19,84,292
Jul-2023	3,514.7	3,259.9	4,76,58,115	3,512.0	3,260.2	17,30,994
Aug-2023	3,484.1	3,356.8	3,59,20,566	3,483.8	3,357.1	22,22,209
Sep-2023	3,606.2	3,379.2	3,84,42,941	3,606.6	3,379.2	16,32,903
Oct-2023	3,638.4	3,336.8	3,98,18,106	3,637.3	3,337.8	33,52,847
Nov-2023	3,530.2	3,330.7	3,63,81,184	3,529.9	3,331.7	22,09,366
Dec-2023	3,861.0	3,511.7	4,55,72,195	3,860.1	3,509.6	23,01,605
Jan-2024	3,943.1	3,666.8	4,82,46,534	3,942.3	3,667.0	50,68,946
Feb-2024	4,149.5	3,854.2	4,34,10,829	4,149.2	3,851.5	27,05,972
Mar-2024	4,219.3	3,840.9	5,75,14,817	4,217.5	3,837.5	2,75,18,584

**ix. Performance of the share price of the Company in comparison to the BSE Sensex**

#### **x. Registrar and Transfer Agents**

Name and Address : Link Intime India Private Limited\* (Link Intime)  
 C-101, Embassy 247,  
 L.B.S. Marg, Vikhroli (West)  
 Mumbai- 400 083  
 Telephone: +91-8108118484  
 E-mail: [csg-unit@linkintime.co.in](mailto:csg-unit@linkintime.co.in)  
 Website: [www.linkintime.co.in](http://www.linkintime.co.in)

\*Erstwhile TSR Consultants Private Limited, merged with Link Intime India Private Limited w.e.f. December 22, 2023.

Documents will be accepted at the above address between 10.00 a.m. and 5.00 p.m. (Monday to Friday except bank holidays).

#### **xi. Places for acceptance of documents**

For the convenience of the shareholders, documents will also be accepted at the following branches of Link Intime between 10.00 am and 5.00 p.m. (Monday to Friday except bank holidays).

Place	Name and Address	Phone/Email
Mumbai	Link Intime India Private Limited Building 17/19, Office No. 415, Rex Chambers, Ballard Estate, Walchand Hirachand Marg, Fort, Mumbai- 400 001	Email: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a>
Bengaluru	Link Intime India Private Limited C/o. Mr. D. Nagendra Rao "Vaghdevi" 543/A, 7th Main 3rd Cross, Hanumanthnagar, Bengaluru- 560 019	Tel: +91 80 26509004 Email: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a>
Kolkata	Link Intime India Private Limited Vaishno Chamber, 5th Floor, Flat Nos. 502 & 503, 6, Brabourne Road, Kolkata- 700 001	Tel: +91 33 40049728 / 33 40731698 Email: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a>
New Delhi	Link Intime India Private Limited Noble Heights, 1st Floor, Plot No. NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi – 110 058	Tel: +91 11 41410592 / 93 / 94 Email: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a>
Jamshedpur	Link Intime India Private Limited Qtr. No. L-4/5, Main Road, Bistupur (Beside Chappan- Bhog Sweet Shop) Jamshedpur- 831 001	Tel: +91 657 2426937 Email: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a>
Ahmedabad	Link Intime India Private Limited 5th Floor, 506 to 508, Amarnath Business Centre-1 (ABC-1) Beside Gala Business Centre, Nr. St. Xavier's College Corner Off. C.G. Road, Ellisbridge, Ahmedabad- 380 006	Tel: +91 79 26465179 Email: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a>

#### **xii. Share Transfer System**

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form.

Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

The Directors and certain Company officials (including Chief Financial Officer and Company Secretary) are authorized by the Board severally to approve transfers, which are noted at subsequent Board Meetings.

**xiii. Shareholding as on March 31, 2024**

**a) Distribution of equity shareholding**

Number of shares	Holding	Percentage to capital	Number of accounts	Percentage to total accounts
1-100	4,02,12,894	1.11	20,29,252	87.96
101-500	4,72,10,723	1.30	2,32,513	10.08
501-1000	1,75,66,487	0.49	24,665	1.07
1001-5000	3,16,70,314	0.88	16,427	0.71
5001-10000	1,06,38,162	0.29	1,505	0.07
10001-20000	1,07,13,577	0.30	757	0.03
20001-30000	80,78,996	0.22	328	0.01
30001-40000	63,89,912	0.18	183	0.01
40001-50000	61,71,738	0.17	136	0.01
50001-100000	2,72,65,199	0.75	385	0.02
100001-above	3,41,21,69,516	94.31	846	0.03
<b>TOTAL</b>	<b>3,61,80,87,518</b>	<b>100.00</b>	<b>23,06,997</b>	<b>100.00</b>

**b) Categories of equity shareholding**

Category	Category wise equity Shareholding	Percentage of holding
Promoter	2,59,54,99,419	71.74
Other Entities of Promoter Group	10,59,209	0.03
Mutual Funds	14,65,91,425	4.05
Banks, Financial Institutions, State and Central Government	3,48,298	0.01
Insurance Companies	21,62,81,096	5.97
Foreign Institutional Investors	45,94,66,997	12.70
NRIs, OBCs, Foreign Nationals	78,38,559	0.22
Corporate Bodies, Trusts	2,89,88,390	0.80
Indian Public and Others	15,87,11,398	4.39
Alternate Investment Fund	26,53,126	0.07
IEPF Account	6,49,601	0.02
<b>Total</b>	<b>3,61,80,87,518</b>	<b>100.00</b>

**c) Top ten equity shareholders of the Company**

Sr. No.	Name of the shareholders*	Number of equity shares held	Percentage of holding
1	Tata Sons Private Limited	2,59,54,99,419	71.74
2	Life Insurance Corporation of India	17,59,75,338	4.86
3	SBI Mutual Fund	4,24,95,223	1.17
4	National Pension Scheme (NPS) Trust Account	1,80,51,876	0.50
5	Government of Singapore	1,77,21,561	0.49
6	Invesco Developing Markets Fund	1,58,78,926	0.44
7	Axis Mutual Fund Trustee Limited	1,55,40,306	0.43
8	Vanguard total International Stock Index Fund	1,41,77,875	0.39
9	ICICI Prudential Mutual Fund	1,41,05,437	0.39
10	UTI Mutual Fund	1,40,40,960	0.39

\*Shareholding is consolidated based on Permanent Account Number (PAN) of the shareholder.

#### **xiv. Dematerialization of shares and liquidity**

The Company's shares are compulsorily traded in dematerialized form on NSE and BSE. Equity shares of the Company representing 99.98 percent of the Company's equity share capital are dematerialized as on March 31, 2024.

Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE467B01029.

#### **xv. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2024, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

#### **xvi. Commodity price risk or foreign exchange risk and hedging activities**

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Master Circular dated July 11, 2023 is not required to be given. For a detailed discussion on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis Report.

#### **xvii. Loans and advances**

The Company has not given any loans and advances to firms/Companies in which directors are interested.

#### **xviii. Equity shares in the suspense account**

In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

<b>Particulars</b>	<b>Number of shareholders</b>	<b>Number of equity shares</b>
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2023	26	820
Shareholders who approached the Company for transfer of shares from suspense account during the year	-	-
Shareholders to whom shares were transferred from the suspense account during the year	-	-
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2024	26	820

The voting rights on the shares outstanding in the suspense account as on March 31, 2024, shall remain frozen till the rightful owner of such shares claims the shares.

#### **xix. Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund**

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to IEPF.

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends periodical reminders to the shareholders to claim their dividends in order to avoid transfer of dividends/shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website <https://iepinvestorinfo.tcsapps.com/#/home>.

The details of unclaimed dividends and shares transferred to IEPF during FY 2024 are as follows:

<b>Financial year</b>	<b>Amount of unclaimed dividend transferred</b>	<b>Number of shares transferred</b>
2015-16	2,60,32,185	41,294
2016-17	2,16,37,364	15,191
<b>TOTAL</b>	<b>4,76,69,549</b>	<b>56,485</b>

The Members who have a claim on above dividends and/or shares are requested to follow the below process:

1. Submit self-attested copies of documents provided in IEPF 5 helpkit, which is available on IEPF website ([www.iepf.gov.in](http://www.iepf.gov.in)) to the Company / Registrar and Transfer Agent (RTA).
2. After verification of the aforesaid documents submitted, Company will issue an entitlement letter.
3. File Form IEPF-5 on IEPF website and send self-attested copies of IEPF-5 form along with the acknowledgement (SRN), Indemnity bond and entitlement letter to Company.
4. On receipt of the physical documents mentioned above, Company will submit e-Verification report, for further processing by the IEPF Authority.

Members are requested to note that no claims shall lie against the Company in respect of the dividend/shares transferred to IEPF.

The following table give information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's RTA:

<b>Financial Year</b>	<b>Date of declaration</b>	<b>Last date for claiming unpaid dividend</b>
2016-17	June 16, 2017	July 16, 2024
2017-18	July 13, 2017	August 13, 2024
	October 12, 2017	November 12, 2024
	January 11, 2018	February 10, 2025
	June 15, 2018	July 15, 2025
2018-19	July 10, 2018	August 9, 2025
	October 11, 2018	November 10, 2025
	January 10, 2019	February 9, 2026
	June 13, 2019	July 13, 2026
2019-20	July 9, 2019	August 8, 2026
	October 10, 2019	November 9, 2026
	January 17, 2020	February 16, 2027
	March 10, 2020	April 9, 2027
	June 11, 2020	July 11, 2027
2020-21	July 9, 2020	August 8, 2027
	October 7, 2020	November 6, 2027
	January 8, 2021	February 7, 2028
	June 10, 2021	July 10, 2028
2021-22	July 8, 2021	August 7, 2028
	October 8, 2021	November 7, 2028
	January 12, 2022	February 11, 2029
	June 9, 2022	July 9, 2029
2022-23	July 8, 2022	August 7, 2029
	October 10, 2022	November 9, 2029
	January 9, 2023	February 8, 2030
	June 29, 2023	July 29, 2030
2023-24	July 12, 2023	August 11, 2030
	October 11, 2023	November 10, 2030
	January 11, 2024	February 10, 2031

#### **xx. Plant locations**

In view of the nature of the Company's business viz. Information Technology (IT) Services and IT Enabled Services, the Company operates from various offices in India and abroad. The Company has a manufacturing facility at 17-B, Tivim Industrial Estate, Karaswada, Mapusa— Bardez, Goa.

#### **xxi. Address for correspondence**

##### **Tata Consultancy Services Limited**

9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021, India

Telephone: +91 22 6778 9595

Designated e-mail address for Investor Services: [investor.relations@tcs.com](mailto:investor.relations@tcs.com)

For queries on IEPF related matters: [iepf.assist@tcs.com](mailto:iepf.assist@tcs.com)

Website: [www.tcs.com](http://www.tcs.com)

## DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees, including the Managing Director and Executive Directors.

In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has, in respect of the year ended March 31, 2024, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

**K. Krishivasan**

Chief Executive Officer and

Managing Director

DIN: 10106739

Mumbai, April 12, 2024

## PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

### To the Members of Tata Consultancy Services Limited

We have examined the compliance of the conditions of Corporate Governance by Tata Consultancy Services Limited ('the Company') for the year ended on March 31, 2024, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management and considering

the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India , we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2024.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Parikh & Associates**  
Practising Company Secretaries

**P. N. Parikh**  
FCS: 327 CP: 1228  
UDIN: F000327F000095235  
PR No.: 1129/2021

Mumbai,  
Date: 12.04.2024

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members  
**Tata Consultancy Services Limited**  
9th Floor, Nirmal Building,  
Nariman Point, Mumbai 400 021

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Tata Consultancy Services Limited** having **CIN L22210MH1995PLC084781** and having registered office at 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company *
1.	N Chandrasekaran	00121863	September 6, 2007
2.	K Krishivasan	10106739	June 1, 2023
3.	N Ganapathy Subramaniam	07006215	February 21, 2017
4.	O P Bhatt	00548091	April 2, 2012
5.	Aarthi Subramanian	07121802	March 12, 2015
6.	Dr. Pradeep Kumar Khosla	03611983	January 11, 2018
7.	Hanne Sorensen	08035439	December 18, 2018
8.	Keki Mistry	00008886	December 18, 2018
9.	Al-Noor Ramji	08326836	October 12, 2023

\*the date of appointment is as per the MCA Portal.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

### For Parikh & Associates

Practising Company Secretaries

#### P. N. Parikh

#### Partner

FCS No. 327 CP No. 1228  
UDIN: F000327F000095246  
PR No.: 1129/2021

Mumbai Date: 12.04.2024



# Corporate Social Responsibility

Empowering Access to Opportunity

## Overview

We live in interesting times with technologies like Artificial Intelligence dominating the global conversation, the human impact of natural disasters calling attention to the need for climate adaptation, and a worldwide call to action for inclusive growth as economies transition post the pandemic.

TCS, recognizes the power of technology, innovation, and human ingenuity in building a more equitable world. TCS believes that everyone is born with equal potential, but not equal opportunity and it is the vision of TCS to empower people and communities to build self-reliance while promoting the core values of fairness, equity, and respect for human rights.

This past year TCS has made significant progress in its mission, **empowering over 7 million people through its CSR programs** including big bets aimed at people with highest need, in communities where resources are low, while using its core strengths to make a meaningful impact. This resulted in **upward socio-economic mobility for 797,749 people**, building equitable and inclusive pathways for **405,775 women, 455,692 youth and 547,311 from marginalized groups**.

This was achieved by **scaling TCS' high impact programs across India and 43 countries** around the world, against four strategic themes (and eight focus areas): provide a 21st century education for all (Education and Research, Literacy to Livelihood), help citizens equitably access good jobs of tomorrow (Employment through Skilling, Digital Entrepreneurship), enable delivery of world class front-line services in poorest districts (Healthcare, Digital Inclusion), and accelerate the just transition to a green economy (Water, Climate and Sustainability). No one organization can do this alone, and TCS through its purpose ecosystem engaged the key stakeholders to support the needs of the local communities.

TCS served **20,342 marginalized people through its Literacy as a Service program**, empowering them through functional, financial, and digital literacy. Gaining self-confidence, dignity, and access to key citizen entitlements, they traversed a path from a vicious cycle of poverty, bonded labor, and harsh work conditions to charting their own course of savings and livelihood.

The onus of building Responsible AI rests not with today's companies, workforce, and policy makers, but more so lies in the hands of the next generation of innovators. Empowering **6,209 teachers to inculcate computational thinking**, Ignite my Future program of TCS prepared **312,966 students across five continents** with foundational skills for the age of AI, while the goIT digital innovation program inspired **118,016 students across 42 countries** apply 21st Century Skills and latest technologies like AI, IoT, and App Design to solve real-world problems in their community. The most gratifying aspect is 53% of these

#### Literacy as a Service (LaaS)



students are girls and 76% from underrepresented minorities.

Gaining access to quality jobs in today's digital economy can often be a challenge, even for those educated from leading institutions. TCS imparted marketable skills, credentials, and valuable certifications to **23,297 rural youth from 24 states and union territories across India**, coaching and mentoring them for industry readiness through its Youth Employment Program. Nearly half of these are women, improving their income opportunities and participation in economic growth.

Across **1,735 villages in rural India**, digital entrepreneurs from the TCS program 'BridgeIT', are earning their livelihood while providing much needed last-mile services to **312,175 beneficiaries** such as access to citizen entitlements, banking, financial services, insurance, telehealth, telelaw, logistics, ecommerce and more. Expanding the program to 44 districts, **a new cohort of 1,400 women entrepreneurs** from socially marginalized background are gearing up to be catalysts to strengthen the rural economy.

In a transformational year for community service, **HOPE (Hours of Purpose by Employees)**, a TCS program saw volunteers contribute over **6.7 million hours** to support the poor with basic necessities, to create better health outcomes for those who need help, to preserve and protect the environment, to empower better education, employment, entrepreneurship, and livelihoods for the marginalized. TCSers also built capacity and capability for **over 50 social sector organizations** through skills-based volunteering, providing in-kind digital, advisory and technology consulting services.

TCS jointly served needy communities around the world through **138 purpose partnerships**, working alongside other Tata Group companies, its customers, and like-minded organizations through its Business with Purpose program. TCS harnessed the wisdom of over **1,800 cross-sector leaders** through 11 Digital Empowers thought leadership forums, using their collective wisdom to help advance advocacy and policy efforts globally.

Inadequate adult literacy is a problem preventing India from achieving its full economic potential. Majority of the non-literate population comprises women, and from marginalized communities. TCS' Literacy as a Service (LaaS) program addresses non-literacy among adults and creates awareness of key citizen entitlements. It serves the dual purpose of improving the literacy rate in the country and promoting social inclusion and financial stability for marginalized communities. LaaS' innovative teaching method leverages technology, the theory of cognition, and the laws of perception. The program's creative means of delivery uses animated graphic patterns for easy visual and auditory learning.

LaaS' modules include functional literacy (50-55 hours), financial literacy (5-7 hours), and awareness of key citizen entitlements (3-4 hours). These are currently available in nine Indian, and three foreign languages.

Democratizing the literacy solution, TCS' Each one Empowers one portal provides TCS, Tata Group employees, and their families, the opportunity to empower non-literates such as security guards, domestic workers, and gardeners in their local community.

Since its inception, LaaS has successfully paved the way to self-reliance for over **2,43 million** learners and more than **201,600** facilitators through literacy. In FY 2024, LaaS empowered **20,342** learners (~99% women) with functional literacy, financial literacy, and awareness of key citizen entitlements.

The program's transformational impact offers beneficiaries a path to financial independence, raises their self-esteem, and provides them the opportunity to be role models for their children. In addition, the program has also given neo-literates better access to government benefit schemes, and financial systems.

#### **Literacy as a Service (LaaS) Case Study Lighting up the Musahar Community with literacy**

Tara Devi, from Bhaipurkhurd village, in Mirzapur, Uttar Pradesh, used to work at a brick kiln, for 14-16 hours every day, along with her husband and children. The owner of the brick kiln exploited them and paid them inadequately. Lacking basic education, Tara and her family were unable to accurately calculate their wages and were dependent on middlemen. TCS' Literacy as a Service (LaaS), in partnership with Manav Sansadhan E�am Mahila Vikas Sansthan (MSEMVS), started a literacy program in Bhaipurkhurd. Tara Devi was rescued by MSEMVS, and she joined the TCS' literacy center at Bhaipurkhurd.

Attending TCS' LaaS sessions every day, Tara Devi learned how to read basic Hindi and do simple arithmetic. MSEMVS assisted Tara in setting up a small general shop. She is now able to operate her microenterprise independently and personally maintain her book of accounts. Realizing the transformative power of education, Tara Devi inspires her children to take their education seriously.

I had never thought that I would be able to leave the work at the brick kiln and open my own shop. Thanks to TCS' Literacy as a Service, I learned basic arithmetic, and today I can manage the accounts of my shop. Now I send my children to school every day.

**Tara Devi**  
Bhaipurkhurd village, Mirzapur, Uttar Pradesh



#### **Youth Employment Program (YEP)**



Trained: 19,900 | Under Training: 3,397 | Placed: 2,845  
Vulnerable & marginalized: 49%

The high unemployment rate among the youth, particularly from marginalized communities is a significant issue in modern India. Their employment prospects and their ability to participate in the digital economy are impacted by challenges such as limited opportunities, deficient communication skills, and a lack of technical expertise.

TCS' Youth Employment Program (YEP) empowers the youth with its "Teach, Coach, Mentor and Place" model. Industry leaders and subject matter experts collaborate to deliver comprehensive training on business communication, aptitude, computer programming, and domain-specific skills.

The program facilitates a seamless transition between the academic and professional worlds and elevates the beneficiaries' social and economic standing. By providing career guidance, mentoring, and offering access to market-relevant certifications and real-time projects, YEP equips the youth to navigate opportunities in the Indian job market.

Since its inception, the program has:

- Provided youth from marginalized groups across the country access to opportunities.
- Enhanced the socio-economic status of more than 1,76,000 youth and their families.
- Created specific career paths for the youth in Hospitality, Banking, Retail, and IT domains, to name a few.
- Facilitated anytime and anywhere learning through the one-stop YEP portal.
- Advanced the reputation of, and provided visibility to, YEP partner institutions.
- Enabled continuous availability of a highly skilled talent pool for the industry.

The program currently runs in **24** states and union territories of India. In FY 2024, **19,900** students were trained, of which 49% were women and from groups qualified for affirmative action programs. Over **2,845** students have gained employment in the IT/ITES and other domains.

### Youth Employment Program (YEP) Case Study

Puja Bhairu Kamble, is from Solapur. After her graduation, she embarked on her dream to join the police force. However, she failed the examinations and was left disappointed, her dreams shattered.

Her father who was a security guard at Tata Consultancy Services, informed her about a program designed to assist recent graduates find employment. Puja was advised to send her resume to see if she qualified for the training. Soon after, she received an invitation to the "Youth Employment Programme" (YEP) orientation. There she met other enthusiastic young individuals who shared similar career dreams.

YEP helped enhance her analytical, numerical, and communication skills. Throughout the training, she also acquired fundamental skills such as time management, work-life balance, and corporate etiquette. She learned the significance of creating an outstanding resume and received guidance on conduct during interviews.

Upon completing the training, she appeared for the TCS recruitment drive and was selected for a position at TCS's Vikhroli office. Her feeling of joy was immeasurable. Puja dedicates her success to YEP and all the TCSers who helped her.

### BridgeIT



**Entrepreneurs: 348**

**Beneficiaries served by entrepreneurs: 312,175**

**Vulnerable & marginalized: 88%**

Launched a decade ago, TCS' BridgeIT program addresses the socio-economic divide in India by creating rural digital entrepreneurs. These digipreneurs use information technology to help citizens in local communities avail government entitlements by providing financial and digital services in education, employment, and adult literacy, enabling social integration.

Operating in 29 districts across 10 states, the program focuses on addressing social inequities, particularly among women and marginalized communities. By creating entrepreneurs in rural India, BridgeIT solves for rural India, in rural India.

A major achievement of BridgeIT in FY 2024 was the agreement between TCS and Humana People to People India (HPPI), to empower 1,400 rural youth from socially and economically marginalized communities across 14 districts of Bihar, Jharkhand, and Rajasthan, by building their capacities to become digital entrepreneurs.

A TCS Entrepreneur Network (TEN) was created to encourage collaborative knowledge sharing and revenue generation ideas among existing and future entrepreneurs. The TCS team connects regularly with the entrepreneurs for this purpose. Training modules were created and conducted on topics such as Cyber Security, Cyber Crime, DTP, and Canva.

An in-house guidebook to learn and adopt new ways to generate income has also been developed. Additionally, Digital Entrepreneur Learning Intervention (DELI), the TCS in-house training curriculum, and content for future training programs has also been created.

In FY 2024, **348** active digital entrepreneurs (of which 41% comprise women and 77% hail from marginalized communities) served 1,735 villages, offering services to **312,175 beneficiaries** like document generation, government scheme enrollment, online form filling, and banking transactions, among others.

### BridgeIT Case Study Shashi Kujur -Digital Mukhiya

Shashi Kujur is today a beacon of empowerment in Kura. While Shashi like many women from her community married young, she was different. Driven by the ambition to achieve something significant in life, she delayed starting a family with her husband. In 2020, on hearing news of TCS's BridgeIT, Shashi decided to enroll in the program. Equipped with training, a laptop, and determination, she transformed a room in her home into a digital service hub.

Initially offering a few services, Shashi gradually expanded to offer 24 services to her community, including PAN cards and financial services. With time, Shashi gained recognition in her village. Her success propelled her to run for Mukhiya in Jharkhand, earning the moniker of "Digital Mukhiya."

Shashi's journey exemplifies the enabling and transformative potential of women's agency and entrepreneurship in shaping and uplifting their communities.



I started with apprehensions, but with determination, I became the 'Digital Mukhiya' of my village. Proud to empower women, bring change, and make an impact through entrepreneurship.

**Shashi Kujur**

Kura village, Latehar, Jharkhand

### go Innovate Together (goIT)



**Students:** 118,016 | **Educators:** 3,632  
**Vulnerable & marginalized:** 76%

Around the world, there are more jobs in STEM and the computer sciences than there are qualified candidates to fill them. There is also a lack of understanding of what goes into becoming a STEM or computer science professional. The National Science Foundation predicts that 80% of the jobs that will be created in the next decade will require skills in mathematics and science. TCS' flagship digital innovation and career readiness program, go Innovate Together (goIT), prepares students with the skills and capabilities required to pursue careers of the future.

Through engaging design workshops and custom mentorship experiences, goIT helps students by challenging stereotypes and inspiring these future leaders to pursue the careers of tomorrow. goIT helps students develop core skills in partnerships with school districts, using a four-pronged model which includes, in-person or virtual volunteer-driven engagements, round the year goIT online connects, monthly challenges centered around the UN SDGs and mentorship by industry professionals from TCS. The impact metrics from participating students reinforce the success of the program, with 89% aspiring to pursue STEM careers post-program, 96% believing they can -create positive community impact, and 99% learning new skills from TCS mentor volunteers. goIT's transformative journey helps shape the future of STEM education. Since its launch in 2009, goIT has benefitted **263,282** students with a growing presence across 42 countries. FY 2024 was the most impactful year for goIT, benefitting **121,648** students and educators around the world.

#### go Innovate Together (goIT) Case Study Record-breaking female participation in Honolulu

Statistics reveal that women represent fewer than 28% of the world's technology workforce, a fact echoed by even lower numbers in the U.S. That is why goIT's achievement in one middle school in Honolulu, Hawaii, sends such a strong message. goIT's first-ever classroom program in Hawaii, with a group that comprised 75% girls, featured the highest ratio of attending girls ever achieved in a goIT co-ed offering. TCS partnered with St. Andrews schools to bring goIT to 4th and 6th grade students, who spent three months working their way



through the goIT Artificial Intelligence curriculum. The engagement gave them hands-on experience with machine learning and classification modelling. It also helped them employ creativity and problem-solving skills to create potential sustainable solutions to problems in their community. Demonstrating how computer science topics are increasingly gaining appeal with girls gives TCS hope for the future of the industry.

### Ignite My Future (IMF)



**Students:** 312,966 | **Educators:** 6,209  
**Vulnerable & marginalized:** 64%

The world is evolving at a tremendous pace, and now more than ever, young people require 21st-century skills, such as computational thinking, to keep abreast with the changing times, create avenues for new jobs, and explore possibilities for economic equity. Emerging technologies like GenAI highlight how core school subjects alone will no longer be enough.

Computational thinking is a foundational skill that prepares students to think, solve, and create. TCS' Ignite My Future (IMF) is a pioneering endeavor to empower educators through a transdisciplinary approach that integrates computational thinking into core subjects like mathematics, science, art, and social studies. Offered for free, IMF enables educators to teach students equitably. The program highlights the importance of computational thinking as a critical skill in a changing world with complex problems that require thoughtful solutions. Through TCS volunteering and customer engagements with program partners, IMF brings career pathways to life by creating awareness for students on potential careers. IMF consistently engages with educators and students through the Learning Leaders network, family STEM nights, and special student projects.

This year, IMF introduced a new offering: Behind the Scenes, a virtual field trip model that empowers teachers with high-quality video and activity content to inspire students as they become today's problem solvers in tomorrow's world. The first-ever Behind the Scenes content is designed in partnership with a fellow Tata Group company, Jaguar Land Rover, through Jaguar TCS Racing partnership via the ABB FIA Formula E World Championship.

Since its inception in 2017, IMF has positively impacted over **2.32 million** teachers and students around the world. In FY 2024, IMF benefited **312,966** students and **6,209** educators across ANZ, APAC, India, LATAM, North America, and UK & Ireland.

#### **Ignite My Future (IMF) Case Study - Igniting Futures at full speed: cross-sector efforts that inspire generations**

Ignite My Future At Track is a novel program within the IMF universe of resources that offers teachers and students the opportunity to peep behind the scenes and discover how STEM careers can be fully compatible with someone's passion for something, like motor sports. Thanks to cross-sector efforts, TCS gave IMF alumni and IMF Learning Leaders the opportunity to witness firsthand how the Jaguar TCS Racing Team uses problem-solving strategies in computational thinking to ensure a successful race. Students interest in STEM careers grew by 40%. 75% felt more likely to use computational thinking strategies in real-life situations, and 100% of teachers in the immediate community showed newly acquired interest in the program. It is said that "it takes a village to raise a child" and Ignite My Future's efforts make sure no child is left behind.



Since I was introduced to Ignite My Future by my teacher in the classroom, I felt there was a difference in my day to day living. Computational Thinking was something I could use in my daily problems too. Then, when I realized I was going to be given the chance to be part of Ignite My Future At Track, I discovered how interesting the world of STEM is and how it's not just what you see in a book. Not only am I a big fan of race cars now, but I am also sure I am going to pursue a career in STEM now.

**Tomás F**

Middle School Student, IMF alumni, México

#### **Employee Volunteering Program**



Volunteering has a new home at TCS. Hours of Purpose by Employees (HOPE) is a transformational movement that allows TCS' growing, highly skilled, and diverse personnel to champion purpose projects and give back to society.

The program transformed volunteering from an occasional activity into a strategic force for positive change. Through HOPE, employees can choose activities in different localities, along with corporate-driven programs, primarily focused on the 17 UN SDGs. All HOPE projects are guided, monitored, and driven by 'Purpose Councils' comprising leaders from regions and business units who believe in the Tata Ethos of giving back to society. TCS believes that HOPE's strong, purpose-driven ecosystem is vital to create change that will stand the test of time and generate positive impact.

#### **TCS: #1 company for volunteers**

Through HOPE, TCS became the leading company for volunteers. For the first time, multiple volunteering events (over 250) were organized under one platform, allowing 182,000 volunteers to choose what they volunteer for, how they volunteer (DIY/virtual/in-person), and who they volunteer with (friends and family).

#### **And miles to go...**

In FY 2024, HOPE resulted in a collective impact of **6.72 million** volunteer hours, primarily addressing six SDGs. The platform reached **11.17 PCVH** (Per Capita Volunteering Hours) and positively impacted **5.41 million** lives. As more TCSers and their friends and family join hands with HOPE, striving to be purposeful stewards of their communities, this movement is set to continuously grow and touch more lives.

#### **Hours of Purpose by Employees (HOPE) Volunteer Testimonial**

Hours of Purpose by Employees (HOPE) is a wonderful initiative to celebrate the efforts of people who work selflessly to bring about positive change in society. Personally, participating and contributing hours to HOPE initiatives allowed me to be a part of the community and provided me with a sense of belonging. Going to NGOs and working with the team members helped unite my teams of young volunteers who want to build a better society and put a smile on the faces of beneficiaries. I get

a feeling of satisfaction every time I look back at the work I did, to serve my community and my family. I strongly encourage young people to volunteer and help others, because just as volunteering helps others, it also helps us discover skills we didn't know we had, such as communication, team building, and interpersonal skills.



**MSR Murthy**  
TCS Hyderabad

#### Hours of Purpose by Employees (HOPE) Volunteering Story

Prachi Nawale has been actively volunteering for the SGNP Adivasi Child Education Program to support underprivileged children by providing educational sponsorship. Her mission is to take education to marginalized children from indigenous communities and help them make the transition to a brighter future. Prachi and her team at TCS collaborated with DoorStepSchool, an NGO, to identify children and provide academic tuition, sponsored by a TCS Purpose Partner, a global energy organization, to provide primary and secondary education to children from indigenous regions or Adivasi Padas at the Sanjay Gandhi National Park, Mumbai. The team also celebrates festivals and organizes various activities for these children like donation drives with clothes, stationery, and toys, as well as food distribution events. Prachi finds it heartening that in the 10 years of their association with this group, many of the children have completed their secondary and higher secondary education. She is particularly proud of one of the students, who is now pursuing her higher studies with support from Prachi and the team. A dedicated volunteer and a shining ray of HOPE, Prachi believes that sharing is caring.



I believe in the philosophy of "sharing is caring." Early in life, my parents cultivated in me the value of generosity. This encouraged me to work for societal well-being. I am blessed to have a wonderful family who always supports me and participates in HOPE activities along with me. Giving back to society gives me immense joy and fills me with a sense of fulfillment. I feel blessed and grateful for all that I have.

**Prachi Nawale,**  
TCS Mumbai

"I used to be shy, now I can speak English". These words were said by a young adult who attended FlyHigh, a soft skills development volunteering program for underprivileged students in a government school in Indore. TCS employees went to the school for 15 days to take classes and help the students gain confidence in speaking English. During the valedictory ceremony, students spoke about their experience of attending FlyHigh and shared how the program helped them overcome their shyness and fear of speaking in English.



I got the opportunity to volunteer for FlyHigh. Witnessing the enthusiasm and growth in these young minds was truly inspiring. The experience not only enriched their lives but also taught me the profound impact a small effort can have on shaping the future. I encourage others to join in, to create positive change through education and mentorship.

**Ayush Shrivastava**  
CIU/Indore

#### Tech4HOPE



Through Tech4HOPE, TCS provides pro-bono advisory and technology consulting services to organizations and non-profits that seek to create socio-environmental impact.

Non-profits are enabled to use technology to enhance their reach and become sustainable.

Working closely with key stakeholders, TCS understands their needs and builds software tools to help them establish a digital presence, build operational transparency, raise funds easily, and improve efficiency. Tech4HOPE has generated millions of dollars of ‘social value’ since its inception.

In Australia, the Indigenous population is most affected by urbanization. According to the Closing the Gap report, Aboriginal and Torres Strait Islander people have on average shorter lifespan of 10-17 years, primarily due to lack of proper nutrition. Using environmentally sustainable technology, TCS developed a website for Food Ladder, an organization that provides communities access to fresh, nutrient-rich produce. The development of this new website enables Food Ladder to reach anyone, anywhere, and on any device.

TCS provided pro bono data governance consulting services to First Book, a non-profit based in Washington, D.C., that provides books and other resources to classrooms, libraries, and programs serving children in need. Through a deep-dive inquiry, TCS recommended quick-to-implement improvements and long-term strategic solutions to bring First Book’s data governance efforts up to best-practice standards. It marked a beneficial step in helping First Book ensure stronger stakeholder relations and greater availability of funding and books for the children.

TCS has joined forces with the KidsRights Foundation in Amsterdam to introduce an innovative digital platform aimed at inspiring young changemakers and promoting awareness of children's rights. The platform, named State of Youth Kids, was launched globally in September 2023. The edutainment platform expands on the existing KidsRights' platform for youth between the ages of 12 to 24 years and now offers a dedicated space for children aged 6 to 12 years, who have the passion and courage to learn how to change the world for the better. The free learning portal provides age-tailored videos about the most pressing issues faced by the youth such as bullying, food waste, sexism, physical punishment, mental health, greenhouse gases, and more.

### **Leaders with Purpose (LwP)**

Leaders with Purpose (LwP) is a nine-month immersive civic leadership learning and practice journey. It is designed to nurture the skills of TCS employees to lead societal change. The program equips participants with leadership, communication, and project management skills required for a sustained commitment to social impact. Through interactive classes and capstone projects, LwP cultivates a sense of social responsibility among participants. Upon graduating, participants are empowered to conduct their professional lives focusing on generating positive social change.

In FY 2024, 65 “LwP’s” from Canada and the U.S. and 11 from U.K & Ireland graduated after intense in-classroom and online learning, followed by five months of hands-on work on real-world social impact projects.

### **Business with Purpose (BwP)**

Business with Purpose (BwP) is an accelerator for social good and creates impact-driven ‘Purpose Partnerships’ through its unique framework. These partnerships address societal needs including education, skill development, and employment with TCS’ customers, Tata Group companies, and other like-minded organizations. Business with Purpose helps partner organizations meet their purpose commitment and give back to society. This provides collaborating organizations social positive opportunities in sync with their community goals.

TCS leverages its expertise to develop contextual solutions for pressing societal issues and fosters partnerships with customer leaders to generate wide-reaching, long-term, and sustainable impact. Bringing the company’s strategic programs, like go Innovate Together (goIT), Ignite My Future (IMF), and Youth Employment Program (YEP) to Purpose Partnerships helps TCS serve underserved communities further.

In FY 2024, more than 345 customer leaders, including 70 senior executives, participated in different Corporate Social Responsibility initiatives, globally.

### **Digital Empowers**

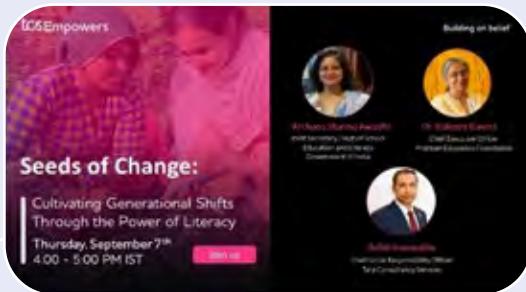
#### **The Power of Digital Transformation: Inspiring Collaboration and Empowering Change**

Digital Empowers is a collaborative platform of impact that brings renowned industry experts, business leaders, government officials, non-profit organizations, and academia together from across the world. Being a thought leadership initiative, the ingenuity and resources of the private sector, the innovative capacity of technologists, and the collective assets of governments, non-profit organizations, and civil society are brought together to create social impact.

The platform fosters innovation, drives societal growth, and unlocks the potential of the digital age, allowing community leaders to co-create and co-innovate solutions for social impact.

Through the 11 dynamic convenings and forums, attended by around 1877 visionary leaders over the last year, TCS has driven impactful conversations and collaborations on pressing issues including, bridging the digital divide, informing national policies in India to promote education and entrepreneurship, and equipping adults and the youth with AI. A comprehensive report was released to highlight key digital empowerment insights and advancements from the past year.

In the autumn of 2023, Digital Empowers orchestrated a transformative webinar, "Seeds of Change: Cultivating Generational Shifts through Literacy." The lineup featured distinguished speakers including, the Joint Secretary of the Department of School Education and Adult Literacy, the CEO of Pratham Education Foundation, and the Chief Social Responsibility Officer of TCS.



The virtual gathering brought an audience of more than 700 together. The participants included central and regional government representatives of India, Tata Group employees, members of NGOs, foundations, corporate entities, students, and more. In the webinar, along with showcasing the essence of its CSR initiatives, TCS underscored the profound impact of its cross-sector collaborations in positively transforming the lives of countless individuals.

### Social Innovation

Social Innovation at TCS is based on the belief that social change and inclusion are critical to people everywhere. TCS utilizes its intellectual and technological capital to generate transformational impact globally by providing digital services to social organizations, pro bono. TCS leverages its vast contextual knowledge, as well as the collective knowledge from a diverse network of subject matter experts, to deliver innovative solutions for specific problems that are unique to the community in question.

In FY 2024, TCS in Australia completed two projects that digitally enabled the Indigenous communities. TCS is working with the Indigenous partnerships team and research teams at the Australian Institute of Marine Science (AIMS) at Bindal Country (Townsville), Larrakia Country (Darwin) and Whadjuk Noongar Country (Perth) to build a "Northern Australia Marine Monitoring Alliance (NAMMA)" digital platform. This platform will leverage AIMS' research and operations in alliance with Aboriginal and Torres Strait Islander groups to provide training and build capacity in marine monitoring. It will enable Traditional Owners to understand changes to their sea country better and sustain their determination in preserving marine environments across Australia.

In FY 2024, the program has impacted **227,413** people from underprivileged communities and enabled them with better livelihoods.

### Digital Impact Square (DISQ) - Zero Project Awardee 2024

DISQ, a TCS Initiative, is an incubation program for early-stage startups which focuses on community inclusion. Young innovators are provided skill-building, mentorship and seed funds for solutions including assistive technology for persons with disabilities. Since 2017, DISQ has nurtured and supported several Assistive Tech startups and impacted 100,000+ disabled and their caregivers. DISQ received the #zeroprojectaward - Innovative Solution 2024 at the #ZeroConference for removing barriers and improving accessibility for disabled people and participated in the #ZeroConference. The award ceremony was held at the United Nations Office in Vienna where TCS shared the stage with awardees from 43 countries globally. This recognition acknowledges the ground-breaking work done by TCS' Assistive Tech Startups.

### Health and Wellness

TCS inculcates a healthy lifestyle among its employees and communities by offering work-life balance and providing support for emotional wellness. When people feel psychologically safe, they build positive workplace relationships, realize their potential, proactively take on responsibilities, and make meaningful contributions to society.

Programs like HOPE, Fit4Life, SafetyFirst, and TCS Cares help create awareness about physical and emotional well-being. These programs also provide employees the opportunity to engage with the community purposefully.

Statista forecasts that by 2050, seniors will account for a third of Singapore's population. TCS launched Seniors Lab, a pilot digital program for integrated senior care to help seniors live and age with confidence, in partnership with Sree Narayana Mission (SNM) in Singapore. Designed to address rising healthcare costs, Seniors Lab leverages technology to create an integrated care delivery system that lowers the cost of delivering care while helping the seniors of SNM lead safer, more comfortable, and independent lives.

As part of the CANSupport initiative, TCS Malaysia joined hands with the National Cancer Society Malaysia (NCSM), to develop the first-ever digital solution to improve care for children with cancer. This groundbreaking initiative is in partnership with the Ministries of Health and Transport of Malaysia. TCS worked with NCSM to develop a technologically driven one-stop platform for all cancer-specific services connecting doctors and caregivers in Malaysia. The new digital solution can be accessed by any caregiver or newly diagnosed cancer patient.

TCS' transformations at Tata Medical Center, Kolkata, and Cancer Institute, Chennai, facilitated **173,449** new patient consultations in FY 2024.

### Contributions to Disaster Relief Efforts

Disaster relief efforts are crucial in mitigating the impact of natural and human-made catastrophes. TCS extended its support by mobilizing resources and offering aid to several affected areas to help restore stability and hope.

TCS continued its partnership with the American Red Cross, providing disaster response training on Mass Care, Sheltering and Feeding as well as on Hands Only CPR awareness and Fire Safety. TCSers supported the community in the aftermath of the Hawaii Wildfire, bringing relief to over 1,600 residents. The TCS NYC Marathon also saw the largest ever fundraising in support of the Greater NY Region chapter of the Red Cross.

In Canada, TCS volunteers participated in MapSwipe sessions helping pinpoint where critical infrastructure and populations are located for mappers. This helps disaster responders offer efficient and effective responses. Volunteers also supported Red Cross' Mobile Food Clinic to fill hampers and pack food items.

In February 2024, a large fire affected the communes of Valparaíso, Viña del Mar, Quilpué and Villa Alemana, in the Valparaíso Region in Chile. This has been categorized as one of the largest disasters in the country in the last 30 years. TCS Chile joined the aid campaign with the Chilean Red Cross, generating aid for non-perishable food and cleaning supplies that helped provide immediate assistance to multiple families affected by the wildfire.



# Business Responsibility & Sustainability Report



In May 2022, TCS became the first company to publish the Business Responsibility and Sustainability Report (BRSR) to provide investors with enhanced disclosures about its ESG practices. The BRSR framework is based on the National Guidelines for Responsible Business Conduct (NGRBC) and consists of three sections:

**Section A** provides a broad overview of the business, its offerings, business and operations footprint, employees, related parties, Corporate Social Responsibility (CSR) and transparency.

**Section B** covers management and process disclosures related to the businesses aimed at demonstrating the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

**Section C** provides indicator-wise disclosures mapped to the nine principles of NGRBC which are listed at the start of Section B.

## SECTION A: GENERAL DISCLOSURES

### I. Details of the listed entity<sup>1</sup>

1. **Corporate Identity Number (CIN) of the Listed Entity:** L22210MH1995PLC084781
2. **Name of the Listed Entity:** Tata Consultancy Services Limited (TCS)

3. **Year of incorporation:** 1995
4. **Registered office address:** 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021, India
5. **Corporate address:** TCS House, Raveline Street, Fort, Mumbai 400 001, Maharashtra, India.
6. **E-mail:** [corporate.sustainability@tcs.com](mailto:corporate.sustainability@tcs.com)
7. **Telephone:** +91 22 6778 9595
8. **Website:** [www.tcs.com](http://www.tcs.com)
9. **Financial year for which reporting is being done:** 2023-24
10. **Name of the Stock Exchange(s) where shares are listed:** National Stock Exchange of India Limited and BSE Limited
11. **Paid-up Capital:** ₹361.81 crore
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:**

Name: Milind Lakkad  
Designation: Chief Human Resources Officer  
Telephone number: +91 22 67789999  
E-mail id: [corporate.sustainability@tcs.com](mailto:corporate.sustainability@tcs.com)

<sup>1</sup> GRI 2-1, GRI 2-3

13. **Reporting boundary<sup>2</sup>:** This BRSR Report is prepared on a consolidated basis. The reporting boundary for the current year has been revised as compared to previous year. TCS has evaluated and does not believe that this change is material both qualitatively and quantitatively to the reporting under BRSR and GRI. The information/data measurement techniques used, and the basis of calculations and estimates have been mentioned in the relevant sections of this report.

There are certain restatements due to change in approach and methodology. The effects and reasons have been included under the respective Principles of this report. These restatements would enable consistency and comparability of information for the current year and previous year.<sup>3</sup>

14. **Name of assurance provider :** KPMG Assurance and Consulting Services LLP, Mumbai (KPMG).

15. **Type of assurance obtained<sup>4</sup> :** BRSR Core Indicators- Reasonable assurance; Select BRSR Indicators- Limited assurance.

## **II. Products/services<sup>5</sup>**

16. **Details of business activities (accounting for 90% of the Turnover):**

TCS provides IT services, consulting and business solutions to many of the world's largest businesses in their transformational journeys. Segment revenues, year on year growth, a brief commentary and segment margins are provided in the Financial Performance Overview section of Management Discussion and Analysis, which is a part of this Integrated Annual Report.

17. **Products/Services sold by the entity (accounting for 90% of the entity's Turnover):**

Application Development and Maintenance, Consulting and Service Integration, Digital Transformation Services, Cognitive Business Operations & Products and Platforms.

Some of the services broadly map to The National Industrial Classification (NIC) codes 6201, 6202, 6209 and 6311.

## **III. Operations<sup>6</sup>**

18. **Number of locations where plants and/or operations/offices of the entity are situated:**

Location	Number of plants	Number of offices*	Total
<b>National</b>	1	119	120
<b>International</b>	Not Applicable (NA)	187	187

\* Includes Delivery centres

19. **Markets served by the entity:**

- a. **Number of locations**

Locations	Number
National (No. of States)	28 States and 8 Union Territories
International (No. of Countries)	53

- b. **What is the contribution of exports as a percentage of the total turnover of the entity?**

94.4%

- c. **A brief on types of customers**

TCS works with leading corporations across the world- typically Fortune 1000, Global 2000 corporations and the public sector. In India, TCS - works with departments of the Government of India and various state governments, systemically important entities and the private sector.

## **IV. Employees**

20. **Details as at the end of Financial Year:** FY 2023-24

- a. **Employees (including differently abled):**

S/N	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
1.	Permanent (D)	6,01,546	3,87,448	64.4	2,14,098	35.6
2.	Other than Permanent (E)	30,312	19,168	63.2	11,144	36.8
3.	<b>Total employees (D + E)</b>	<b>6,31,858</b>	<b>4,06,616</b>	<b>64.4</b>	<b>2,25,242</b>	<b>35.6</b>

- All of TCS' workforce is categorized as 'Employees' and none as 'Workers'.
- 'Other than Permanent' category includes individuals on direct TCS contracts or through 3rd party.

<sup>2</sup> GRI 2-2

<sup>3</sup> GRI 2-4

<sup>4</sup> GRI 2-5

<sup>5</sup> GRI 2-6

<sup>6</sup> GRI 2-7, GRI 2-8, GRI 405-1

b. **Differently abled Employees:**

S/N	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
1.	Permanent (D)	986	740	75.1	246	24.9
2.	Other than Permanent (E)	9	7	77.8	2	22.2
3.	<b>Total differently abled employees (D + E)</b>	<b>995</b>	<b>747</b>	<b>75.1</b>	<b>248</b>	<b>24.9</b>

- Numbers mentioned above are based on voluntary disclosures by employees.
- Differently abled includes hearing, visual, locomotor, orthopedic and others.

21. **Participation/Inclusion/Representation of women<sup>7</sup>**

		Total (A)	No. and percentage of Females	
			No. (B)	% (B / A)
Board of Directors		9	2	22.2
Key Management Personnel		4	0	0

- Key Management Personnel (KMP) includes Chief Executive Officer and Managing Director (CEO & MD), Chief Operating Officer and Executive Director (COO & ED), Chief Financial Officer (CFO) and Company Secretary (CS).

22. **Turnover rate for permanent employees<sup>8</sup>**

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
<b>Permanent Employees</b>	12.5%	12.5%	<b>12.5%</b>	20.2%	20.1%	<b>20.2%</b>	17.3%	17.7%	<b>17.4%</b>

- Turnover rates are last twelve months IT Services for all above-mentioned financial years.

**V. Holding, Subsidiary and Associate Companies (including joint ventures)**

23. **Names of holding / subsidiary<sup>9</sup>**

Tata Sons Private Limited is a holding company.

Refer to Form AOC-1 provided in this Integrated Annual Report for the list of subsidiary companies. All subsidiary companies participate in the Business Responsibility initiatives of the Company.

**VI. CSR Details**

24. (i) **Whether CSR is applicable as per section 135 of Companies Act, 2013:** Yes

(ii) **Turnover (in ₹) :** ₹2,40,893 crore

(iii) **Net worth (in ₹) :** ₹90,489 crore

<sup>7</sup> GRI 405-1

<sup>8</sup> GRI 401-1

<sup>9</sup> GRI 2-2

## VII. Transparency and Disclosures Compliances

### 25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy) <sup>10</sup>	FY 2023-24			FY 2022-23*		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes <a href="https://on.tcs.com/Global-CSR-Policy">https://on.tcs.com/Global-CSR-Policy</a>	0	0	-	0	0	-
Investors (other than shareholders)	NA	NA	NA	-	NA	NA	-
Shareholders	Yes <sup>#</sup>	128	4	-	178	4	-
Employees	Yes <sup>#</sup>	1,171	31	In Progress	735	11	All addressed and closed
Customers	Yes <sup>#</sup>	64	13	a) Open and Work in Progress complaints have been included in 'Pending resolution' b) Complaints from customer projects that are raised in Complaints management system have been considered	80	14	As on March 31, 2024, only 2 complaints were open
Value Chain Partners	Yes <sup>#</sup>	3	0	-	6	0	All addressed and closed

\* Grievances and Concerns for FY 2022-23 mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

<sup>#</sup><https://on.tcs.com/WhistleBP>

### 26. Overview of the entity's material responsible business conduct issues<sup>11</sup>

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S/N	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate <sup>12</sup>	Financial implications of the risk or opportunity (Indicate positive or negative implications) <sup>13</sup>
Kindly refer the "Enterprise Risk Management section" in Management Discussion and Analysis, which is a part of this Integrated Annual Report.					

<sup>10</sup> GRI 2-16, GRI 2-25, GRI 2-26

<sup>11</sup> GRI 3-2

<sup>12</sup> GRI 3-3

<sup>13</sup> GRI 201-2

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section describes the structures, policies and processes aligned to nine principles of business responsibility. These briefly are as follows:

- P1 Business should conduct and govern themselves with Ethics, Transparency and Accountability
- P2 Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
- P3 Businesses should promote the wellbeing of all employees
- P4 Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized
- P5 Businesses should respect and promote human rights
- P6 Business should respect, protect, and make efforts to restore the environment
- P7 Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
- P8 Businesses should support inclusive growth and equitable development
- P9 Businesses should engage with and provide value to their customers and consumers in a responsible manner

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No) <sup>14</sup>	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	P1 to P9: Tata Code of Conduct <sup>15</sup> (TCoC) P1: Whistleblower Policy <sup>16</sup> P2: Green Procurement Policy, Sustainable Supply chain Policy <sup>17</sup> P3 and P5: Occupational Health & Safety Policy <sup>17</sup> , Employees related Policies <sup>18</sup> P4 and P8: CSR Policy <sup>19</sup> P6: Environmental Sustainability Policy <sup>20</sup>								
2. Whether the entity has translated the policy into procedures. (Yes / No) <sup>21</sup>	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No) <sup>22</sup>	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Y <sup>23</sup>	Y <sup>24</sup>	Y <sup>25</sup>	NA	Y <sup>26</sup>	Y <sup>27</sup>	NA	NA	NA
5. Specific commitments, goals and targets set by the entity with defined timelines, if any <sup>28</sup> .	N	N	Y <sup>29</sup>	N	N	Y <sup>30</sup>	N	N	N
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	NA	NA	Y <sup>29</sup>	NA	NA	Y <sup>31</sup>	NA	NA	NA

<sup>14</sup> GRI 2-23

<sup>15</sup> <https://on.tcs.com/Tata-Code-Of-Conduct>

<sup>16</sup> <https://on.tcs.com/WhistleBP>

<sup>17</sup> <https://www.tcs.com/sustainability-strategy>

<sup>18</sup> HR policies available to employees on Ultimatrix, TCS Intranet

<sup>19</sup> <https://on.tcs.com/Global-CSR-Policy>

<sup>20</sup> <https://on.tcs.com/Environmental-Sustainability>

<sup>21</sup> GRI 2-24

<sup>22</sup> GRI 2-23

<sup>23</sup> TATA Code of Conduct

<sup>24</sup> iQSTM, TCS' Integrated Quality Management System, comprehensively integrates the requirements and best practices of the latest industry models, frameworks and standards such as ISO 9001:2015, ISO 20000:2018, ISO 27001:2013, ISO 22301:2019, ISO 27701:2019, ISO 20017:2015, ISO 27018:2019, CMMI® DEV v2.0 and CMMI® SVC v2.0; Health Safety and Environment Standards ISO 14001:2015, ISO 45001:2018; as well as industry domain specific standards such as AS9100 (Aerospace), TL9000 (Telecom) and ISO 13485 (Medical Devices).

<sup>25</sup> ISO 45001:2018

<sup>26</sup> TCS is aligned with international laws, principles, and norms, including those contained in the Universal Declaration of Human Rights, ILO Declaration on Fundamental Principles and Rights at Work, United Nations Guiding Principles on Business and Human Rights and are a signatory to the UN Global Compact (UNG) since 2006.

<sup>27</sup> ISO 14001:2015 at 129 locations representing 84.9% of TCS office footprint, ISO 50001:2018 at 22 campuses and large offices in India

<sup>28</sup> GRI 3-3

<sup>29</sup> TCS's OHS targets and performance are detailed in Section 8 (a) of Principle 3

<sup>30</sup> 70% Reduction in absolute Scope 1 + Scope 2 emissions (vs base year 2016), Net zero by 2030

<sup>31</sup> 80% Reduction from FY 2016 for scope 1 and 2 emissions and Renewable energy use at 74% in FY 2023-24

### Governance, leadership and oversight

**7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements<sup>32</sup>**

"In an era where Environmental, Social and Governance (ESG) are shaping the future of the enterprise, TCS has long embedded ESG principles into its core business strategy thereby future proofing its operations. TCS understands the importance of giving back to the communities it serves. TCS is actively involved in education, healthcare, and skill development through its social impact programs, and it adheres to the highest standards of corporate governance, transparency, accountability, and ethical conduct through the core of its operations. The Company's ESG roadmap is an ongoing aspiration as TCS' ESG principles and initiatives go beyond compliance, and it is a fundamental part of our identity as a responsible corporate citizen."

**N G Subramaniam, Chief Operating Officer and Executive Director (COO & ED)**

To read more about TCS' ESG Principles, Material Topics and Initiatives, kindly refer to the Sustainability Disclosures section, which is a part of this Integrated Annual Report.

<b>8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies)<sup>33</sup></b>	Mr. Milind Lakkad, Chief Human Resources Officer
<b>9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details<sup>34</sup>.</b>	The Stakeholders' Relationship Committee (SRC) of the Board is responsible for decision making on sustainability related issues.  Refer to Corporate Governance Report for additional information on SRC.

**10. Details of Review of NGRBCs by the Company:**

Subject for Review	Indicate whether review was undertaken by Director (D) Committee of the Board (C) / Any Other Committee (O) / Board of Directors (B)									Frequency: Annually (A) / Half yearly (H) / Quarterly (Q) / Any other – please specify								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	C	C	B	C	B	C	C	C	B	Q	H	Q	Q	Q	H	H	Q	Q
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Statutory Compliance Certificate on applicable laws is provided by the CEO & MD to the Board of Directors.									Quarterly								
<b>11. Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency<sup>35</sup></b>	P1	P2	P3	P4	P5	P6	P7	P8	P9	Annual where applicable								
	N	Y	Y <sup>36</sup>	N	N	Y <sup>37</sup>	N	N	N									

**12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:**

NA

### SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

**PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.**

#### Essential Indicators

**1. Percentage coverage by training and awareness programs on any of the Principles during the financial year<sup>38</sup>:**

Segment	Total number of training and awareness programs held *	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programs
Board of Directors (BoD)	15	All	100
Key Managerial Personnel (KMP)	23	All	100
Employees other than BoD and KMP	25,768	All	98

<sup>32</sup> GRI 2-22

<sup>33</sup> GRI 2-13

<sup>34</sup> GRI 2-9

<sup>35</sup> GRI 2-5

<sup>36</sup> TUV India Pvt Ltd. conducted the ISO 45001:2018 certification audit.

<sup>37</sup> TUV India Pvt Ltd. conducted the ISO 45001:2018 and ISO 50001:2018 certification audits.

<sup>38</sup> GRI 2-17

- \* All nine principles laid down in BRSR are covered by TCS mandatory trainings and Tata Code of Conduct (TCoC), which are adhered to by all employees.
  - \* Awareness programs covering the applicable principles were held and attended by the Board of Directors.
  - \* The count is based on the total number of relevant offering of Virtual / Instructor Led Training programs in the learning management system, conducted in FY 2023-24, covering any of the nine principles tailor-made based on Roles.
2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)<sup>39</sup>:**
- NIL
3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**
- NA
4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy<sup>40</sup>.**

Yes. The TCoC contains guidelines on anti-bribery and anti-corruption. TCS is committed to upholding the highest moral and ethical standards, and does not tolerate bribery or corruption in any form. The policy is available on the Company's website at: <https://on.tcs.com/Tata-Code-Of-Conduct>

Additionally, there is an Anti-Bribery and Anti-Corruption Policy, governing TCS' global operations available to employees on the company's local intranet.

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption<sup>41</sup>:**

	FY 2023-24	FY 2022-23
Directors	NIL	NIL
KMP	NIL	NIL
Employees*	NIL	NIL

\*Restated to exclude cases which are not directly connected to the conduct of Company's business or if connected, are not charged or convicted yet.

6. **Details of complaints with regard to conflict of interest:**

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	NA	NIL	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.**

NA

8. **Number of days of accounts payables [(Accounts payable \*365) / Cost of goods/services procured] in the following format:**

	FY 2023-24	FY 2022-23
Number of days of accounts payable	32	35

- Trade payable excluding accrued expenses

<sup>39</sup> GRI 2-27

<sup>40</sup> GRI 2-23, GRI 205-2

<sup>41</sup> GRI 205-3

## 9. Open-ness of business

**Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:**

Parameter	Metrics	FY 2023-24 (%)	FY 2022-23 (%)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	NIL	NIL
	b. Number of trading houses where purchases are made from	NIL	NIL
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	NIL	NIL
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	NIL	NIL
	b. Number of dealers / distributors to whom sales are made	NIL	NIL
	c. Sales to top 10 dealers/distributors as % of total sales to dealers / distributors	NIL	NIL
Share of RPTs in	a. Purchases(Purchases with related parties / Total Purchases)	5.1	2.8
	b. Sales (Sales to related parties / Total Sales)	2.3	1.9
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	45.3	5.6
	d. Investments (Investments in related parties / Total Investments made)	NIL	NIL

## Leadership Indicators

### 1. Awareness programs conducted for value chain partners on any of the Principles during the financial year:

Total number of Awareness programs held	Topics / Principles covered under the training	% age of value chain programs partners covered (by value of business done with such partners) under the awareness programs
3,409	Principle 3: Awareness on safe work at height, use of personal protective equipment, First-aid & medical emergency, incident reporting, housekeeping awareness, slip, trip, falls, health awareness, electrical safety, ergonomics and manual material handling, chemical safety, food safety, noise and indoor air quality monitoring, HSE legal requirement, lock-out and tag-out, permit to work, road safety etc.,  Principle 6: Environmental Awareness – Overview- noise pollution, energy conservation, waste disposal and air pollution.	100 % value chain partners were covered by training on various Occupational Health and Safety (OH&S) topics (including induction).

### 2. Does the entity have processes in place to avoid / manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes. Kindly refer to the section titled “Material aspects of Corporate Governance and TCS’ approach to them” in the Corporate Governance Report within the Integrated Annual Report.

**PRINCIPLE 2 : Businesses should provide goods and services in a manner that is sustainable and safe**

**Essential Indicators**

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2023-24 (₹ crore)	FY 2022-23 (₹ crore)	Details of improvements in environmental and social impacts
<b>Total R&amp;D Expenditure</b>	2,751 (1.1% of Turnover)	2,500 (1.1% of Turnover)	TCS' investments in research and innovation have resulted in solutions like Envirozone™, Clever Energy and IP2™. TCS has been using Clever Energy for the last several years to monitor and help reduce its energy consumption and is now commercially selling it and the other two solutions to clients to help them achieve their sustainability goals.
<b>Total Capex</b>	2,650 (1.1% of Turnover)	3,063 (1.4% of Turnover)	Capital investments in infrastructure, including energy efficiency and other environmental initiatives.

2. a. Does the entity have procedures in place for sustainable sourcing<sup>42</sup>? (Yes/No)

Yes. TCS' Sustainable Supply Chain policy and Green Procurement policy outlines its commitment to making its supply chain more responsible and sustainable. The policies are available on TCS website:

TCS Policy	Web link
Sustainable Supply Chain policy	<a href="https://on.tcs.com/SSCP">https://on.tcs.com/SSCP</a>
Green Procurement policy	<a href="https://on.tcs.com/GPP">https://on.tcs.com/GPP</a>

2. b. If yes, what percentage of inputs were sourced sustainably?

100% of the Company's suppliers are covered in the responsible sourcing program.

As a part of engagement with TCS, all suppliers are expected to abide by the TCS' Supplier Code of Conduct (SCoC), Health, Safety and Environment (HSE) requirements for contractors and the applicable policies.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste<sup>43</sup>.

This is not relevant to TCS global operations as the Company is primarily an IT services organization providing software services and do not manufacture any physical products.

As the Company provides software services through its office-based operations, it procures off-the-shelf items or products, which after their end of life are disposed off as per sustainable waste management practices. This is in line with the concept of circularity through waste minimization, segregation, reuse, recycling, and ecofriendly disposal according to regulatory requirements and industry best practices.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

No. This is not applicable to TCS as the Company provides software services and do not have any physical products as part of its offerings to customers.

<sup>42</sup> GRI 308-1

<sup>43</sup> GRI 306-2

## Leadership Indicators

- Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

No. This is not applicable to TCS. TCS does not have any physical products as a part of its offerings to customers. TCS is primarily an IT services organization and products, if any, are typically software products. Hence the applicability of life-cycle approach to TCS' core operations is rather limited. Application of a life cycle approach is hence restricted to the services and products procured by TCS for its own operations. Most of the product categories procured are off-the-shelf items. Hence, the life cycle philosophy as extended to these include green procurement considerations as a part of the technical specifications for purchase and end-of-life management to maximize recycling.

- If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same<sup>44</sup>.**

TCS is a provider of IT consulting services and business solutions. No social or environmental concerns are associated with the use of its offerings. Details of the environmental footprint of TCS' operations and mitigation steps are provided as part of disclosures under Principle 6.

- Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate Input material	Recycled or re-used input material to total material	
	FY 2023-24 (%)	FY 2022-23(%)
Materials* used in brownfield projects	20-25	20-25
Materials** used in greenfield projects	30-35	30-35

\*Brownfield projects- Gypsum, Ceiling Tiles, Glass, Kota Flooring, Vitrified Tiles, Carpet, MS Railing, Workstations, Marine Plywood, Common Plywood, Chairs, Laminate, MDF, Doors

\*\*Greenfield Projects- Cement, Steel, RCC, Structural Steel, Paver blocks, AAC Block, Solid Blocks, Gypsum, Ceiling Tiles, Glass, Kota Flooring, Vitrified Tiles, Carpet, MS Railing, Workstations, Marine Plywood, Common Plywood, Chairs, Laminate, MDF, Doors

- Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

NA, as TCS does not have physical products as a part of its offerings.

- Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

NA, as TCS does not have physical products as a part of its offerings.

<sup>44</sup> GRI 306-2

**PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains**

**Essential Indicators**

1. a. Details of measures for the well-being of employees<sup>45</sup>:

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
<b>Permanent Employees</b>											
Male	3,87,448	3,76,337	97.1	3,69,413	95.3	12,923	3.3	89,173	23.0	0	NA
Female	2,14,098	2,06,600	96.5	2,04,662	95.6	2,10,382	98.3	6,257	2.9	0	NA
<b>Total</b>	<b>6,01,546</b>	<b>5,82,937</b>	<b>96.9</b>	<b>5,74,075</b>	<b>95.4</b>	<b>2,23,305</b>	<b>37.1</b>	<b>95,430</b>	<b>15.9</b>	<b>0</b>	<b>NA</b>
<b>Other than Permanent Employees</b>											
Male	All the value chain partners adhere to the required statutory compliance in the countries in which TCS operates. TCS monitors and tracks the compliance of value chain partners, as per applicable local laws.										
Female											
<b>Total</b>											

- Each geography complies with the social security measures as prescribed by the respective countries in which TCS operates.
- In India, Paternity Leave benefit is applicable only to employees of the erstwhile TCS e-Serve Limited.
- In Overseas geographies, for certain countries, employees irrespective of gender can avail either Maternal or Paternal benefits and thus covered under both Maternal and Paternal benefits.
- In Overseas geographies, employees have an option to voluntarily opt out of insurance benefits, as per the country in which TCS operates.
- TCS does not offer day care facilities on its premises. TCS has location-wise tie-ups with third-party run day care centers, which employees can avail.

b. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2023-24	FY 2022-23
Cost incurred on well- being measures as a % of total revenue of the Company	1.7%	1.7%

- Employee salary/wages during Parental benefits are included.
- All expenditures related to staff welfare including Employee Insurance, Benefits, Rewards, Reimbursement and other staff related expenditures excluding salary/wages.

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year<sup>46</sup>.

Benefits	FY 2023-24		FY 2022-23*	
	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)
<b>India retirement benefits</b>				
Provident Fund (PF)	100	Y	100	Y
Gratuity	100	Y	100	Y
Employee State Insurance (ESI)	6	Y	5	Y
Superannuation (SA)	6	Y	6	Y
National Pension Scheme (NPS)	2	Y	2	Y
<b>Overseas retirement benefits</b>	99	Y	-	-

- \* For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.
- FY 2023-24 numbers on PF, Gratuity, ESI, SA and NPS are specific to India Geography as these benefits are specific to India
- Each geography has its own retiral benefits / social security measures extended to the employees in compliance with the local governing laws in which TCS operates.

<sup>45</sup> GRI 401-2

<sup>46</sup> GRI 201-3

### 3. Accessibility of workplaces

**Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016 (RPWD 2016 Act)? If not, whether any steps are being taken by the entity in this regard.**

Yes. All TCS-owned premises have accessibility provided as per the RPWD 2016 Act.

### 4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy. –

Yes. The Tata Code of Conduct can be accessed at: <https://www.tcs.com/tata-code-of-conduct>. Additionally, there is a Disability Inclusion Policy, governing TCS' India operations mapped to the RPWD 2016 Act, governing TCS' India operations, available to employees on the Company's local intranet.

### 5. Return to work and Retention rates of permanent employees that took parental leave<sup>47</sup>.

Gender	Permanent employees	
	Return to work rate (%)	Retention rate (%)
Male	100.0	92.9
Female	99.9	93.0
<b>Total</b>	<b>99.9</b>	<b>92.9</b>

- Return to work: Rate of employees who joined back from their parental leave in FY 2023-24.
- Retention Rate: Of the employees “Returned to Work”, % of employees those who are employed with TCS at the end of FY 2023-24.
- Parental leave includes maternity, paternity and adoption leave.

### 6. Is there a mechanism available to receive and redress grievances<sup>48</sup> for the following categories of employees and workers? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Employees	Yes, employees can use the “Employee Concerns” application to log their grievances in TCS internal portal, which is addressed by the respective stakeholders within the stipulated timelines
Other than Permanent Employees	Yes, non-permanent employees can raise the grievances through e-mail to the concerned stakeholders.

### 7. Membership of employees and worker in association(s) or Unions recognised by the listed entity<sup>49</sup>:

Category	FY 2023-24 <sup>#</sup>			FY 2022-23*		
	Total employees in respective category (A)	No. of employees in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees in respective category (C)	No. of employees in respective category, who are part of association(s) or Union (D)	% (D / C)
<b>Total Permanent Employees</b>	<b>6,01,546</b>	<b>6,997</b>	<b>1.2</b>	<b>5,23,842</b>	<b>55</b>	<b>0.01</b>
Male	3,87,448	4,698	1.2	3,34,825	55	0.02
Female	2,14,098	2,299	1.1	1,89,017	0	0.00

\* For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

# Numbers mentioned above are based on voluntary disclosures by employees.

<sup>47</sup> GRI 401-3

<sup>48</sup> GRI 2-16, GRI 2-25, GRI 2-26

<sup>49</sup> GRI 2-30

8. **Details of training given to employees<sup>50</sup>:**

Category	FY 2023-24				FY 2022-23*			
	Total (A)	On Health and Safety Measures		On Skill Upgradation		Total (D)	On Health and Safety Measures	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)
<b>Employees</b>								
Male	3,87,448	3,74,988	96.8	3,25,397	84.0	3,93,771	3,88,587	98.7
Female	2,14,098	2,06,519	96.5	1,76,807	82.6	2,19,423	2,13,293	97.2
<b>Total</b>	<b>6,01,546</b>	<b>5,81,507</b>	<b>96.7</b>	<b>5,02,204</b>	<b>83.5</b>	<b>6,13,194</b>	<b>6,01,880</b>	<b>98.2</b>
								<b>88.6</b>

\*For FY 2022-23 information mentioned are for TCS' global operations, excluding non-wholly owned subsidiaries.

9. **Details of performance and career development reviews of employees<sup>51</sup>:**

Category	FY 2023-24			FY 2022-23*		
	Total (A) <sup>#</sup>	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>Employees</b>						
Male	3,42,187	3,26,639	95.5	2,53,389	2,48,055	97.9
Female	1,86,739	1,72,919	92.6	1,43,140	1,36,061	95.1
<b>Total</b>	<b>5,28,926</b>	<b>4,99,558</b>	<b>94.4</b>	<b>3,96,529</b>	<b>3,84,116</b>	<b>96.9</b>

\*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

# Column A represents employees eligible for annual performance review and excludes new joiners with less than a year in the company.

10. **Health and safety management system:**

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system<sup>52</sup>?**

Yes. TCS is certified to ISO 45001:2018 Occupational Health and Safety (OHS) Management System standard across 129 of its facilities worldwide in FY 2023-24. These certified locations constitute 84.9% of office footprint and 89.6% of people footprint operating from these locations.\*

TCS has a well-defined OHS policy and supporting processes to ensure the safety and well-being of its employees. Safety lead and lag indicators are measured across the organization and reported (refer table below for targets and performance). The board-level Stakeholders' Relationship Committee reviews the Company's health and safety performance on a half yearly basis. Over 89.6% of the workforce is represented in joint management-employee health and safety committees that monitor, advise and drive occupational, health and safety initiatives.

<sup>50</sup> GRI 403-5, GRI 404-1, GRI 404-2

<sup>51</sup> GRI 404-3

<sup>52</sup> GRI 403-1

\*TCS has offices that are spread across various geographies. Delivery centers with >200 seats from India and >50 seats from overseas were considered as a criteria for certification.

**OHS targets and performance:**

Objectives	Goals	Indicator	Target	Performance in FY24 (Target achieved Yes / No)
Incident reporting and implementation of remedial measures	Reporting of workplace safety observations and near miss cases	Number of cases	Increase in number of reporting	Yes. 53.9% increase in reporting of near-misses and safety observations compared to previous year, due to increased awareness amongst employees
Building a safety culture and inculcating safe work practices among associate & facility management contractors	Providing training for associate and contractors	Hours of training for associates	1 hour per associate per year	Yes. 1 hour per associate per year (mandatory OHS web-based training)
		Hours of training for contract staff	2 hours per contract staff per year	Yes. 4.9 hours of training per contract staff achieved in the year
	Creating general OHS awareness	Number of awareness communication	1 awareness communication per quarter	Yes. Communication on OHS campaigns done once a quarter
		Number of awareness campaign	1 awareness campaign per quarter	Yes. One campaign per quarter
Providing safe workplaces	H&S inspections for all the sites	Number of inspections	Annual inspection per site	Yes. 1 inspection at each site.

**b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity<sup>53</sup>?**

As a part of its ISO 45001:2018 compliant Occupational Health and Safety Management System, TCS has a documented procedure to carry out assessment of work-related hazards and risks for all routine and non-routine activities carried out at any location. Hazard and risk identification is carried out by the process owners in consultation with the safety experts. The process owners are responsible to ensure adequate controls are identified and implemented to control the identified OHS risks. Mitigation plan and controls are provided to eliminate the identified hazards and risks.

**c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)<sup>53</sup>**

Yes. TCS has a safety incident reporting and management process to ensure that all work-related incidents (which include accidents, near-misses, unsafe conditions and unsafe acts) are reported and closed after taking necessary corrective actions. This is enabled through an online safety incident reporting tool which is accessible to all TCS employees to facilitate transparent reporting. The platform also supports incident investigation and corrective action with the perspective of eliminating hazards and preventing incidents. The awareness to employees on incident reporting is created during induction, mandatory OHS web-based training (WBT) and communication through mailers during monthly theme on incident reporting. The action owners are also sensitized on the importance of taking corrective action within given timelines with the perspective of eliminating hazards and ensuring mitigation plan is implemented. TCSers can also report their health and safety related issues or concerns through an internal Admin Helpdesk and these issues are resolved by the concerned action owner within prescribed timelines. They can also e-mail their concerns to the Corporate HSE e-mail ID and communicate with local health and safety teams.

**d. Do the employees of the entity have access to non-occupational medical and healthcare services? (Yes/ No)<sup>54</sup>**

Yes. TCS recognizes that overall physical and mental wellbeing of its employees is integral to its success and growth aspirations. TCS has taken a holistic approach to well-being to cover mental health, ergonomic health, physical health, delivered through digital channels, hospital insurance services, occupational health services and through seamless integration of all stakeholders.

TCS has occupational health centers (OHC) at TCS facilities in India. The employees and contractors at these facilities have access to non-occupational medical and healthcare services as well. During the year, TCS facilitated several virtual specialist consultations with gynecologists, and gastroenterologists with whom employees can book pre-scheduled appointments and avail the services. These consulting services have helped employees to a large extent during their return to the offices.

<sup>53</sup> GRI 403-2<sup>54</sup> GRI 403-6

Beyond the OHCs, TCS provides comprehensive medical and healthcare services to employees through the Company-funded medical insurance to employees and their dependents. In overseas geographies, non-occupational medical and healthcare services are provided as per the country regulations.

To enable physical fitness, TCS has recreational facilities and gymnasiums at many of its facilities; it organized yoga programs such as online sessions, sun salutation challenge and personalized yoga training; continued to run the Fit4Life program with daily workout sessions, walking and running challenges.

Mental well being: TCS, through its TCS Cares initiative, instituted programs for employees and their families to help cope with mental stress and anxiety. Online counselling sessions and self-help resources help employees facing high distress levels through empathetic support by HR, managers, and peers. Emotional well-being (EWB) leaves are available to employees who need them. TCS Cares mental health wellness web-based training (WBT) was completed by many employees during the year. Multiple manager and HR sensitization trainings and masterclasses by experts were included as part of the psychologically safe workplaces initiative. Senior leadership engagement continued through the Cares Leadership Program, One to One Care coaching and the Weekly Care nudges. The Cares Peer Support program for training associates to be emotional health first aiders was also launched. The Global Mental Health month was observed in October where multiple offerings on the theme of "Compassion & Empathy" were carried out through TCS Calendar events.

#### 11. Details of safety related incidents<sup>55</sup>, in the following format:

Typical to any service sector company operating out of office-based premises, most common injuries occur due to slips, trips and falls or being struck by stationary objects, road accidents in company provided transport. TCS ensures capturing all types of incidents including accidents, near-misses and safety observations and ensuring 100% closure of the reported incidents with appropriate corrective and preventive actions.

The safety incident statistics is given below –

Safety Incident/Number	Category	FY 2023-24	FY 2022-23*
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.009	0.016
Total recordable work-related injuries	Employees	23	46
No. of fatalities	Employees	1 <sup>#</sup>	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0

<sup>#</sup>Fatality related to a road accident in company provided transport.

\*Data excludes accounting for <2% headcount, where TCS does not have operational control.

#### 12. Describe the measures taken by the entity to ensure a safe and healthy work place<sup>56</sup>.

TCS recognizes that occupational, health and safety (OHS) and overall physical and mental wellbeing of its employees is integral to its success and growth aspirations as spelled out in its OHS Policy. TCS is committed to provide safe workplaces focusing on preventing injuries, illnesses, and continuously strives to eliminate hazards and reduce OHS risks.

There are no major H&S risks associated with TCS' operations as software solutions and IT services provider which operates from offices. Key workplace safety risks include fire safety in buildings, office safety risks such as slips / trips / falls and electrical safety (e.g. electric shock) from use of office equipment and road safety risks during commutes in company-provided vehicles. Key occupational health related risks are associated with workplace ergonomics, indoor air quality and workplace illumination. Hazard identification and risk assessment processes are conducted to identify each such risks and ensure that proper mitigation measures are put in place to create a healthy and safe work environment.

Some of the mitigation measures to prevent or mitigate significant occupational H&S impacts include,

- Provision and maintenance of fire detection, alarm and suppression systems.
- Regular site review, inspections and audits to assess safety preparedness.
- Regular mock drills for fire, earthquake, bomb threat as well as medical emergencies.
- Provision of ergonomically designed chairs and workstations to prevent musculoskeletal disorders (MSD's).
- Digital monitoring of indoor air quality and periodic cleaning of the HVAC ducts to avoid sick building syndrome.
- Regular training on occupational health & safety to sensitize employees on OHS aspects to inculcate a culture of safety.
- Employee engagement campaigns on H&S topics such as fire safety, road safety, emergency evacuation, and ergonomics, among others.

<sup>55</sup> GRI 403-9, GRI 403-10

<sup>56</sup> GRI 403-6, GRI 403-2, GRI 3-3, GRI 403-9, GRI 403-10

**13. Number of Complaints on the following made by employees<sup>57</sup>:**

	FY 2023-24			FY 2022-23*		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	652	0	NIL	581	0	NIL
Health & Safety						

\*Data excludes accounting for <2% headcount, where TCS does not have operational control. Human rights related complaints disclosed under Principle 5.

**14. Assessments for the year<sup>58</sup>:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	129 locations at TCS are certified to ISO 45001:2018, OHS Management Systems Standards. 100% of TCS offices have been audited during FY 2023-24 by qualified internal auditors at TCS. In FY 2023-24, 30% of ISO 45001 certified TCS locations underwent external/ third party audits. In FY 2023-24, 38 offices have undergone ISO 45001:2018 audits by TUV India Pvt Ltd for occupational health and safety.
Working Conditions	60 statutory audits were conducted on H&S practices (lift, fire, electrical, food safety, STP inspection, SPCB visit, municipal corporation inspection).

**15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions<sup>59</sup>:**

The road transport, slip, trip and fall, cut injury related incidents have been investigated and closed with necessary corrective actions. The corrective actions included training on defensive driving, behaviour based safety practices etc.,

**Leadership Indicators**

**1. Does the entity extend any life insurance or any compensatory package in the event of death of Employees (Y/N) –**

Yes.

**2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

TCS monitors and track the compliance of value chain partners locally and centrally. The Company ensures that statutory dues are remitted to respective PF / ESI / Labour Welfare Fund (LWF) etc. authority by the contractors and proof of the same is produced on a periodic basis.

**3. Provide the number of employees having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment<sup>60</sup>:**

NIL

**4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No) –**

No. TCS provides counselling sessions for retiring employees briefing the benefits available, post-retirement.

<sup>57</sup> GRI 2-16, GRI 2-25, GRI 2-26

<sup>58</sup> GRI 3-3

<sup>59</sup> GRI 403-10

<sup>60</sup> GRI 403-9

5. **Details on assessment of value chain partners<sup>61</sup>:**

	<b>% of value chain partners (by value of business done with such partners) that were assessed</b>
Health and safety practices	TCS' supply chain sustainability requirements are integrated with online procurement platform with the 'Sourcing module' and 'Risk module'. TCS' HSE policies, procedures, guidelines, and Supplier Code of Conduct (SCoC) are included in sourcing module in RFP template for digital acceptance by all suppliers / vendors who are considered for evaluation.
Working Conditions	<p>Some critical suppliers such as regulated waste disposal services (e-waste, hazardous waste, battery wastes), bottled water suppliers, food suppliers for cafeteria and similar suppliers undergo legal compliance due diligence and site inspection before initiating the negotiation process. The procurement team ensures that SCoC acceptance is done by vendors and all compliances are in place for which a tracking system is maintained.</p> <p>TCS also conducts periodic audits/review of processes/documents of on-boarded vendors who have contractual agreement.</p>

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners<sup>61</sup>.**

TCS conducts regular H&S audits for high-risk vendors such as caterers, transport vendors, and bottled water vendors. Any findings during these audits are tracked to closure. For example, if any vehicle provided by a transport vendor is found non-compliant to the TCS safety standards and guidelines, it is immediately removed from the roster.

**PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders**

**Essential Indicators**

1. **Describe the processes for identifying key stakeholder groups of the entity<sup>62</sup>.**

TCS engages with a broad spectrum of stakeholders, to deepen its insights into their needs and expectations, and to develop sustainable strategies for the short, medium and long term. Stakeholder engagement also helps to manage risks and opportunities in business operations. The key stakeholders identified in consultation with the company's management are: customers, employees, shareholders, academic institutions, staffing firms, other suppliers, technology partners and collaborators, industry bodies, governments, NGOs, local communities, regulators and society at large.

Some other stakeholders that TCS closely engages with – such as industry analysts, equity analysts, and the news media are proxies for other named stakeholders i.e. customers, shareholders, and society at large, respectively.

Stakeholder interactions might be structured (e.g. surveys, account statements) or unstructured (town halls, 1x1 or group meetings). Based on mutual convenience and need, the engagement may be scheduled as needed, or pre-scheduled on a periodic basis, or ongoing (e.g. website, social media).

<sup>61</sup> GRI 414-2

<sup>62</sup> GRI 2-29

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group<sup>62</sup>

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	<b>As needed:</b> Project-related calls and meetings; project management reviews; relationship meetings and reviews; executive meetings and briefings; customer visits; responses to RFIs/RFPs; sponsored events; mailers; newsletters; brochures	<b>Continuous:</b> TCS website; social media (LinkedIn, Twitter, Facebook, Instagram, YouTube) <ul style="list-style-type: none"> <li><b>Half-yearly:</b> Customer satisfaction surveys</li> <li><b>Annual:</b> Customer summits; Innovation days; Executive customer surveys; Sponsored Community events</li> </ul>	<ul style="list-style-type: none"> <li>Understanding client, industry and business challenges</li> <li>Identifying opportunities to improve TCS' service and products for cross-selling</li> <li>Deciding on investments and capabilities required to fulfil demand</li> <li>Understanding client's data privacy and security requirements</li> </ul>
Investors and Shareholders	No	<b>As needed:</b> Press releases and press conferences; email advisories; in-person meetings; investor conferences; non-deal roadshows; conference calls	<ul style="list-style-type: none"> <li><b>Quarterly:</b> Financial statements in IndAS and IFRS; earnings call; exchange notifications; press conferences</li> <li><b>Continuous:</b> Investors page on the TCS website</li> <li><b>Annual:</b> Annual General Meeting; Annual Report</li> </ul>	<ul style="list-style-type: none"> <li>Educating the investor community about TCS integrated value creation model and business strategy for the long term</li> <li>Helping investors voice their concerns regarding company policies, reporting, strategy, etc.</li> <li>Understanding shareholder expectations</li> </ul>
Employees	No	<b>As needed:</b> Town halls; roadshows; project or operations reviews; video conferences; audio conference calls; one-on-one counselling	<ul style="list-style-type: none"> <li><b>Monthly:</b> @TCS (in-house magazine)</li> <li><b>Continuous:</b> TCS website; Communication via TCS intranet, dipstick surveys; grievance redressal system, OneTCS Newsroom</li> <li><b>Annual:</b> PULSE (employee feedback survey); long-service awards; sales meets; Blitz (business planning meet)</li> </ul>	<ul style="list-style-type: none"> <li>Career management and growth prospects</li> <li>Learning opportunities</li> <li>Compensation structure</li> <li>Building a safety culture and inculcating safe work practices among employees</li> <li>Improving Diversity, Equity and Inclusion</li> </ul>
Partners and Collaborators	No	<b>As needed:</b> Meetings/calls; COIN™ meetings; visits; partner events	<ul style="list-style-type: none"> <li><b>Monthly:</b> Conference calls</li> <li><b>Quarterly:</b> Business reviews</li> <li><b>Annual:</b> Partner events</li> </ul>	<ul style="list-style-type: none"> <li>Stronger partnerships</li> <li>Demand sustainability</li> <li>Credit worthiness</li> <li>Ethical behavior</li> <li>Fair business practices</li> <li>Governance</li> </ul>

<sup>62</sup> GRI 2-29

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Academic Institutions	No	<b>As needed:</b> Academic Interface Program; Co-Innovation Network (COIN™) meetings	<ul style="list-style-type: none"> <li>• <b>Continuous:</b> TCS website; academic portal</li> <li>• <b>Annual:</b> Sangam (high-level academic conference); campus recruitment</li> </ul>	<ul style="list-style-type: none"> <li>• Knowledge-exchange collaboration</li> <li>• Advancing the academic's research program / curriculum enhancement</li> <li>• Job creation</li> <li>• Internship opportunities</li> <li>• Faculty development</li> </ul>
Recruiters; staffing firms; other suppliers	No	<b>One-time:</b> RFIs/RFPs; empanelment process	<ul style="list-style-type: none"> <li>• <b>As needed:</b> Transactional meetings; periodic reviews; surveys</li> <li>• <b>Continuous:</b> Tata Code of Conduct, Supplier evaluations</li> </ul>	<ul style="list-style-type: none"> <li>• Diversity hiring initiatives and what are the biggest challenges</li> <li>• Adaptation of procurement processes to environmental, economic and ethical requirements</li> </ul>
Industry bodies, Regulators	No	<b>As needed</b> (need basis / usually 1-2 meetings in 3 months' basis): <ul style="list-style-type: none"> <li>• Conferences and seminars,</li> <li>• working committee meetings,</li> <li>• surveys, other meetings</li> </ul>	<b>Annual:</b> Conferences; summits	<ul style="list-style-type: none"> <li>• Ensure 100% compliance to all local laws</li> <li>• Cross-industry sustainability initiatives and knowledge transfer to promote sustainability</li> </ul>
Media, industry analysts, society at large	No	<b>As needed:</b> Governance RFIs/RFPs; presentations; project meetings; reviews; calls and meetings; surveys; consultative sessions; field visits; due diligence; calls and meetings; conferences and seminars; surveys; press releases; press conferences; media interviews and quotes; sponsored events, Analyst days.	<b>Continuous:</b> Annual General Meeting, Quarterly reports and Annual report, Earnings conference call, Media interaction, Press releases, TCS website.	<ul style="list-style-type: none"> <li>• Understand areas for sustainable development</li> <li>• Communicate TCS' performance and strategy</li> <li>• Manage TCS' brand and reputation</li> <li>• Share and contribute to thought leadership and insight into public and business concerns</li> <li>• Discuss TCS' response to responsible business issues</li> <li>• Work in partnership to develop solutions to global challenges</li> </ul>
NGOs, local communities, women, youth and other marginalized groups	Yes	<b>As needed:</b> Project meetings; reviews; calls and meetings; surveys; consultative sessions; field visits; due diligence; calls and meetings; conferences and seminars; surveys	<b>Continuous:</b> Quarterly Reports and Annual Report, TCS website	<ul style="list-style-type: none"> <li>• Understand community needs</li> <li>• Plan and implement CSR projects</li> <li>• Share and contribute to thought leadership</li> <li>• Work in partnership to serve underserved communities</li> </ul>

## Leadership Indicators

- Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

TCS is an IT services, consulting and business solutions organization with a presence across multiple geographies, industries, services and products. TCS consults stakeholders on material topics and also conducts periodic materiality assessments to update the list on an ongoing basis. Stakeholder interactions result in the identification of a broad funnel of issues important to each of the constituencies. The Company uses discussions with internal and external stakeholders, as well as its own judgment, to prioritize and arrive at a list of material topics with significant economic, environmental, or social impacts on TCS' business, reputation, and operations. The TCS management shares feedback with the Board on these issues.

- Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes, TCS' ESG strategy on material topics uses inputs gathered during stakeholder consultations. Material topics are shortlisted and prioritized based on their impact on our stakeholders and our business and are included in the section titled 'Sustainability Disclosures', which is a part of this Integrated Annual Report.

- Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

NA

## PRINCIPLE 5: Businesses should respect and promote human rights

### Essential Indicators

- Employees who have been provided training on human rights issues and policy(ies) of the entity, in the following format<sup>63</sup>:**

Category	FY 2023-24			FY 2022-23*		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Permanent	6,01,546	5,88,699	97.9	5,23,842	5,19,799	99.2
Other than permanent	30,312	24,543	81.0	2,412	2,396	99.3
<b>Total Employees</b>	<b>6,31,858</b>	<b>6,13,242</b>	<b>97.1</b>	<b>5,26,254</b>	<b>5,22,195</b>	<b>99.2</b>

\*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

- Details of minimum wages paid to employees, in the following format<sup>64</sup>:**

Category	FY 2023-24				FY 2022-23*					
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	% (B / A)	No.(C)	% (C / A)		No.(E)	% (E/D)	No.(F)	% (F/D)
<b>Permanent</b>										
Male	3,87,448	415	0.1	3,87,033	99.9	3,34,827	554	0.2	3,34,273	99.8
Female	2,14,098	518	0.2	2,13,580	99.8	1,89,015	533	0.3	1,88,482	99.7
<b>Other than Permanent</b>										
Male	All the value chain partners adhere to the required statutory compliance in the countries in which TCS operates. TCS monitors and tracks the compliance of the value chain partners, as required by law of land.									
Female										

\*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

<sup>63</sup> GRI 2-24

<sup>64</sup> GRI 405-2

3. a) Details of remuneration/salary/wages, in the following format<sup>65</sup>:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (₹ Lakh per annum)	Number	Median remuneration/ salary/ wages of respective category (₹ Lakh per annum)
Board of Directors (BoD)	9	263.6	2	133.3
Key Managerial Personnel (KMP)	5	721.3	-	NA
Employees other than BoD and KMP	3,87,444	14.8	2,14,098	10.4

- At TCS, remuneration is same for men and women working full-time, in the same grade, in the same role, and at the same location, and with the same level of experience<sup>66</sup>. Where relevant, the company publishes the raw mean and median pay differences between genders (not normalized for part-timers or grade and role differences) on its own website as well as on public sites. Gaps in median salary between genders is due to different proportion of men & women across experience levels and grades. TCS' focused diversity and inclusion programs are expected to narrow this gap over time.
- KMP includes CEO & MD, COO & ED, CFO, CS, erstwhile CEO & MD.

b) Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24 (%)	FY 2022-23 (%)
Gross wages paid to female as % of total wages	26.1	26.1

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business<sup>67</sup>? (Yes/No) –

Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues<sup>68</sup>.

Reporting avenues have been provided to employees, customers, suppliers, and other stakeholders to raise concerns or make disclosures when they become aware of any actual or potential violation of the Company Code, policies or law including human rights violations. Non-permanent employees can raise the grievances via email to the concerned stakeholders. Additionally, anybody can make protected disclosures under the company's Whistle Blower policy. Representations made in the reporting avenues are reviewed and appropriate action is taken on substantiated violations.

<sup>65</sup> GRI 2-19, GRI 2-21

<sup>66</sup> GRI 202-1, GRI 405-2

<sup>67</sup> GRI 2-13

<sup>68</sup> GRI 2-16, GRI 2-25, GRI 2-26

**6. Number of Complaints on the following made by employees<sup>69</sup>:**

	FY 2023-24			FY 2022-23*		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	110	17	-	49	8	All pending cases are currently closed
Discrimination at workplace	4	0	-	3	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/ Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

\*For FY 2022-23 information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.

- Higher reported cases due to increased awareness.

**7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

	FY 2023-24	FY 2022-23*
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	110	49
Complaints on POSH as a % of female employees / workers	0.05%	0.03%
Complaints on POSH upheld	66	34

- The number reported for FY 2023-24 include complaints reported globally by employees and for FY 2022-23, information mentioned are for TCS' India operations, excluding non-wholly owned subsidiaries.
- Higher reported cases due to increased awareness.

**8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases<sup>70</sup>.**

Concerns on discrimination and harassment are dealt with confidentially. TCS does not tolerate any form of retaliation against anyone reporting good faith concerns. Anyone involved in targeting such a person raising such complaints will be subject to disciplinary action.

**9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)<sup>71</sup>**

Yes

**10. Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	
Forced/involuntary labour	
Sexual harassment	TCS internally monitors compliance with all relevant laws and policies pertaining to these issues at 100% of its offices. There have been no observations by local statutory / third parties in India in FY 2023-24.
Discrimination at workplace	
Wages	
Others – please specify	

**11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.**

NA

<sup>69</sup> GRI 406-1

<sup>70</sup> GRI 2-16, GRI 2-25, GRI 2-26

<sup>71</sup> GRI 2-23, GRI 2-24

## Leadership Indicators

**1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

Human rights are protected and upheld in TCS' core value of 'Respect for the individual' and enshrined in the TCoC that guides how TCS conducts itself in every community that it operates in. TCS has relevant in-house policies and procedures to reinforce human rights, resulting in a good track record regarding human rights grievances or complaints. TCS continually gathers feedback and keeps track of developments in the regulatory area to further strengthen existing processes.

**2. Details of the scope and coverage of any human rights due-diligence conducted.**

TCS adopts a zero-tolerance approach to issues related to human rights. It follows all government regulations and regulatory policies in the countries where it operates and comply to all applicable global and local laws including collective bargaining agreements through its policies and standards. TCS executes the TCoC which takes care of Human Rights aspects. In vendor management, TCS ensures due diligence for human rights under the ESG framework.

**3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes. All TCS-owned premises are accessible to differently abled visitors, as per the RPWD 2016 Act.

**4. Details on assessment of value chain partners:**

	<b>% of value chain partners (by value of business done with such partners) that were assessed</b>
Sexual Harassment	All value chain partners are expected to adhere to the applicable laws, TCoC and Supplier Code of Conduct which does not tolerate any form of harassment, whether sexual, physical, verbal, or psychological. However, TCS does not conduct any formal assessment for the same.
Discrimination at workplace	
Child Labour	
Forced Labour / Involuntary Labour	
Wages	100% of value chain partners were assessed.

**5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

There were no significant risks / concerns arising from the assessments.

## PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

### Essential Indicators

**1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format<sup>72</sup>:**

Electricity from the grid is the most significant form of energy for TCS. Over the years, TCS has increased the share of Renewable Electricity (RE) through "green-tariff" schemes offered by the state electricity providers, onsite rooftop solar generation and procurement from third party producers in India. In certain countries, Energy Attribute Certificates (EAC) have been procured to meet out carbon neutrality objectives in those geographies. The RE consumption as a percentage of total energy consumption has increased from 55.2% in FY 2022-23 to 74% in FY 2023-24. Electricity consumption across TCS operations increased by 14.6% y-o-y on account of increased scale of operations in FY 2023-24 compared to previous year, due to more associates returning to office. An inclusion of 14 locations globally in the reporting boundary during the current year attributed to a 2.8% increase leading to an overall increase in electricity consumption..

Other sources of energy include natural gas (mainly used for space heating/cooling, district heating and cooling, mostly in overseas geographies), fuel used in company owned vehicles, cooking gas used in cafeteria and diesel used in diesel generators (mainly used as a back-up source during power shortages).

<sup>72</sup> GRI 302-1, GRI 302-3

Details of total energy consumption [(in Mega Joules (MJ)] and energy intensity are provided below:

Parameter	FY 2023-24	FY 2022-23 <sup>#</sup>
<b>From renewable sources</b>		
Total electricity consumption (A)	1,26,61,08,110	83,03,88,643
Total fuel consumption (B)	NIL	NIL
Energy consumption through other sources (C)	1,80,187	1,54,994
<b>Total energy consumed from renewable sources (A+B+C)</b>	<b>1,26,62,88,297</b>	<b>83,05,43,637</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	37,58,00,721	60,24,10,331
Total fuel consumption (E) <sup>72</sup>	6,70,93,957	7,20,62,111
Energy consumption through other sources (F)	NIL	NIL
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	<b>44,28,94,678</b>	<b>67,44,72,442</b>
<b>Total energy consumed (A+B+C+D+E+F)</b>	<b>1,70,91,82,976</b>	<b>1,50,50,16,079</b>
<b>Energy intensity per rupee of turnover</b> (Total energy consumed (MJ) / Revenue from operations)	0.000710	0.000668
<b>Energy intensity per rupee turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed (MJ) / Revenue from operations adjusted for PPP)*	0.016234	0.015273
<b>Energy intensity in terms of physical output</b> [(MJ)/ Full Time Employee (FTE)]	2,715.2	2,454.4

<sup>#</sup>Data excludes accounting for <2% headcount, where TCS does not have operational control.

\*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2022 by World Bank for India which is 22.88.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. Independent assurance has been carried out by KPMG.

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

NA

3. **Provide details of the following disclosures related to water<sup>73</sup>, in the following format:**

The sources of freshwater at TCS include third party water (88.5%), groundwater (8.7%) and rainwater harvested (2.8%). TCS optimizes water consumption through conservation, sewage treatment and reuse, and utilization of harvested rainwater. All newer campuses have been designed for higher water efficiencies, treatment and recycling of sewage, and rainwater harvesting. The detailed break up is given below:

Parameter	FY 2023-24	FY 2022-23 <sup>#</sup>
<b>Water withdrawal by source [in kilolitres (KL)]</b>		
(i) Surface water	NIL	NIL
(ii) Groundwater	2,56,802	1,73,539
(iii) Third party water	26,06,339	20,58,419
(iv) Seawater / desalinated water	NIL	NIL
(v) Others – Rainwater utilized	83,437	56,730
<b>Total volume of water withdrawal (i + ii + iii + iv + v)</b>	<b>29,46,578</b>	<b>22,88,688</b>
<b>Total volume of water consumption (KL)</b>	<b>24,67,342</b>	<b>20,82,781</b>
<b>Water intensity Per Rupee of turnover</b> (Total water consumption (KL) / Revenue from operations)	0.000001	0.000001
<b>Water intensity Per Rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption (KL) / Revenue from operations adjusted for PPP)	0.000023	0.000021
<b>Water intensity in terms of physical output</b> (Water Consumed in KL/FTE)	3.9	3.4

<sup>#</sup>Data excludes accounting for <2% headcount, where TCS does not have operational control.

<sup>73</sup> GRI 303-3, GRI 303-5

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. Independent assurance has been carried out by KPMG.

4. **Provide the following details related to water discharged<sup>#</sup>:**

Parameter	FY 2023-24	FY 2022-23
<b>Water discharge by destination and level of treatment [in kilolitres (KL)]</b>		
(i) To Surface Water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater		
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
(iv) Sent to third parties		
- No treatment	2,88,621	1,38,727
- With treatment – Please specify level of treatment	1,90,615	67,180
Note- Excess water discharged from TCS owned campuses and Water sent from TCS locations to builder's STP for further treatment.		
(v) Others		
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
<b>Total water discharged (KL)</b>	<b>4,79,236</b>	<b>2,05,907</b>

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. Independent assurance has been carried out by KPMG.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation<sup>74</sup>.**

Yes, TCS has achieved zero liquid discharge across most of its owned campuses, except those where there are operational constraints. TCS optimizes water consumption through conservation, sewage treatment and reuse, and rainwater harvesting. All newer campuses have been designed for treatment and recycling of sewage and rainwater harvesting.

6. **Please provide details of air emissions (other than GHG emissions) by the entity:**

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	NA	-	-
SOx	NA	-	-
Particulate matter (PM)	NA	-	-
Persistent organic pollutants (POP)	NA	-	-
Volatile organic compounds (VOC)	NA	-	-
Hazardous air pollutants (HAP)	NA	-	-
Others – please specify	NA	-	-

There are no continuous sources of air emissions in our operations. The DG sets are operated only during power outages and hence the air emissions of pollutants (other than GHGs) are not material.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

The DG stack emissions are sampled and analyzed by government approved laboratories and the reports are reviewed by the internal team to ensure compliance to the CTO conditions. These stack emission reports are submitted to government authorities (State Pollution Control Boards) as per consent conditions. These reports are also verified during internal and external audits to verify compliance.

<sup>#</sup> GRI 303-1, GRI 303-2, GRI 303-4

<sup>74</sup> GRI 303-1, GRI 303-2

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format<sup>75</sup>:**

The Scope 1 emissions are from direct GHG sources like fuel used in company owned vehicles, diesel generators and cafeteria, fugitive emissions of refrigerants, and fuel used for space heating. Scope 1 accounts for about 23% of the Scope 1 + Scope 2 carbon footprint in FY 2023-24. The balance 77% are from indirect emissions, referred to as Scope 2 emissions, associated with purchased electricity. The breakup is provided as required in the table below.

Parameter	Unit	FY 2023-24	FY 2022-23 <sup>#</sup>
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	21,949.0	20,972.0
- CO2	tCO2e	6,600.0	4,780.0
- CH4	tCO2e	5.4	2.7
- N2O	tCO2e	34.5	39.8
- HFC	tCO2e	15,309.0	16,150.0
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	<b>73,722.0</b>	<b>1,17,265.0</b>
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover</b> (Total Scope 1 and Scope 2 GHG emissions (tCO2e) / Revenue from operations)	tCO2e/rupee turnover	0.00000004	0.00000006
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total Scope 1 and Scope 2 GHG emissions (tCO2e) / Revenue from operations adjusted for PPP)	tCO2e/rupee turnover adjusted for PPP	0.00000091	0.00000140
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output</b>	tCO2e/FTE	0.15	0.20

<sup>#</sup>Data excludes accounting for <2% headcount, where TCS does not have operational control.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. Independent assurance has been carried out by KPMG.

**8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details<sup>76</sup>.**

Yes. TCS has taken up the target to reduce its absolute Scope 1 and Scope 2 carbon footprint by 70% by 2025 and become net zero by 2030. To achieve these targets, the green-house gas management approach has four key levers – green infrastructure, green IT, IT-enabled operational efficiencies, and renewable energy.

**Commitment to Science Based Targets initiative (SBTi)**

In June 2022, TCS has responded to SBTi's urgent call for corporate climate action by committing to align with 1.5°C and net-zero through the Business Ambition for 1.5°C campaign. This is published on SBTi website and can be viewed at Companies taking action- <https://sciencebasedtargets.org/companies-taking-action>. TCS is working on the next steps to developing company targets for validation by SBTi.

**Green Infrastructure and IT enabled operational efficiency:**

All new campuses owned by TCS are designed according to green building standards for energy and resource efficiency. They have roof-top solar photovoltaic installations to reduce the carbon footprint. The total Built Up Area occupied by TCS has increased YoY from 36.6 Mn to 38.23 million sq.ft. in FY 2023-24. With the increasing footprint, TCS is committed to expand consciously its green footprint, to align with its sustainability goals. In FY 2023-24, TCS got Platinum IGBC certification for 2 additional existing buildings namely Sholinganallur, Chennai and Deccan Park, Hyderabad. The % green certified area over built up area was 64.6% in FY 2022-23 and has increased to 67.3% this year. This accounts for 39 TCS offices and campuses with over 25.74 million sq.ft of area under certified green building by Indian Green Building Council.

<sup>75</sup> GRI 305-1; GRI 305-2, GRI 305-4. Scope 1 emissions have been calculated using the emissions factors published by the DEFRA conversion factors 2023. For Scope 2 emissions – for India, the source is the emission factor is the CO2 Baseline Database for the Indian Power Sector, User Guide, Version 19.0, December 2023, published by the Central Electricity Authority of India. This emission factor [(0.716 tCO2/ MWh) by CEA includes the captive power injection into the grid and is adjusted for RE transactions through open access (in power exchanges)]. As TCS, India procures electricity from the India grid, which is a mix of conventional and renewable energy, the emission factor of 0.716 tCO2/ MWh is considered more appropriate. For Australia, Canada, North America, and UK emission factors specific to the region published by local authorities are used. For other countries IEA v6 emission factors (01/2024) and GHG protocol v19 (04/2023) – eGRID 2021 have been used as appropriate to the source of electricity procured.

<sup>76</sup> GRI 305-5

During the year, several initiatives were aligned to achieve the carbon targets which included those in building and IT infrastructure. Initiatives in building infrastructure included energy efficiencies in HVAC systems, Uninterrupted Power Supply (UPS), and chillers.

- HVAC system upgradation by installation of latest technology VRF systems which works on inverter technology.
- Use of High Efficiency VFD based chillers.
- Replacement of R-22 based & fixed compressor-based HVAC equipment with inverter technology-based equipment
- Modular UPS which can modulate its capacity based on load and helps provide 90-95% efficiency, even at lower loads.
- Life cycle based replacement of HVAC equipment like chillers, pumps and cooling towers has helped reduce our energy consumption.
- Energy optimization in our operations through IoT based solutions, remote monitoring, analytics and automated feedback mechanism
- As our commitment to energy conservation and management, 2 additional campuses in India were certified to ISO 50001:2018 standards for Energy Management Systems (EnMS) in FY 2023-24, making it to a total of 22 campuses certified to ISO 50001:2018 across TCS India.

#### **Green IT:**

Initiatives in green Information Technology (IT) focused on data center and IT device consolidation and optimization to reduce the carbon footprint. The areas covered under green IT initiatives include IT energy optimization in data centers and equipment rooms. TCS' data centers at Yantra Park (Thane) and Siruseri (Chennai) have a weighted average PUE of 1.7. Apart from the two main data centers, TCS also has 54 equipment rooms for business as usual (BAU) activities, wherein the weighted average PUE has reduced from 1.88 in FY 2022-23 to 1.76 in FY 2023-24.

The data centre at Yantra Park uses 100% Renewable Energy (RE) while the one at Siruseri uses 73% RE. The power consumed by the data centers at Yantra Park and Siruseri were 5.52 MWh and 1.65 MWh respectively during the reporting year FY 2023-24. In addition to the above, green attributes are considered in every IT asset procurement.

TCS' IoT-based Real-time Energy Management System (TCS Clever Energy™) initiative involves real time monitoring to optimize the operational energy efficiency across all offices. The smart, scalable, analytics driven IoT solution uses TCS Connected Universe Platform (TCUP) IoT platform, which forms the backbone, enabling visualization of data acquired from various locations and facilities' energy meters and sensors. Other energy optimization initiatives include:

- IT Equipment optimization (rack consolidation, server consolidation and procurement of energy efficient devices)
- UPS optimization (right sizing of UPS, replacement of old technology UPS with modular UPS)
- Cooling optimization (switching off excess capacity cooling units, maintaining return set temperature at 24 +/- 1 deg C, replacing old with new technology cooling units)
- Leakage reduction (proper alignment of racks and perforated tiles, partitioning to reduce cooling area, cold aisle containment, blanking panel, active tiles and soft partitioning)

#### **Renewable Energy:**

The roof top solar photo voltaic installations this year remained at 10.2 MWp contributing to 3 percent of total electricity use in FY 2023-24. A rooftop solar PV of 260 KWp has been planned for implementation in early FY 2024-25. The Company increased its renewable energy procurement through a) switch over to green tariffs for its operations in Ahmedabad, Kolkata, Chennai, Kochi and Trivandrum branches, b) Green energy units procurement through Power Purchase Agreements (PPA) at two locations in Chennai viz. Ambattur and Chennai One, Magnum, which cumulatively added about 6.5 million green units to the renewable energy portfolio). The renewable energy procurement has resulted in an increase in renewable energy use to 74 percent of total energy use.

### **Carbon Neutrality:**

The company became carbon neutral across Scope 1 and Scope 2 emissions in North America, UK and Ireland, Europe, Asia Pacific (including Japan), Latin America, and Middle East & Africa in FY 2023-24.

#### **9. Provide details related to waste management by the entity, in the following format<sup>77</sup>:**

TCS being an IT services and consulting organization, TCS does not manufacture physical products and therefore do not use any hazardous or toxic chemicals in core processes. The Company have office or facility operations, and the waste is generated from the auxiliary processes used to run these facilities. Based on the nature of its services, TCS' facilities mostly generate electronic, electrical, and municipal solid waste. Potentially hazardous and regulated wastes such as lead-acid batteries and waste lube oil are generated in relatively smaller proportions which are disposed through government-approved recyclers as per regulations. E-waste is disposed to government approved e-waste recyclers.

TCS is committed to sustain the best practices that have already been institutionalized like segregation of all recyclable wastes, 100% compliance to management practices for regulated wastes like hazardous and e-waste and 100% recycling of office and packaging paper and plastic. All TCS campuses, owned offices and leased offices that have available space are provided with on-site food waste management facilities such as biodigesters and organic waste converters (OWCs) and garden waste is treated by vermicomposting at TCS campuses where feasible. The company targets to maximize the recycling and reuse of all waste categories to divert waste from landfill.

In FY 2023-24, TCS has obtained zero waste to landfill (ZWL) certification was obtained for TCS Deccan Park facility at Hyderabad after having achieved a diversion rate of over 99% waste from landfill. This was done as a pilot project for feasibility.

TCS has operational control procedures (OCPs) for waste management and handling of different categories of wastes which is available on the TCS intranet that has set procedures for waste segregation, handling, storage, and disposal of different waste categories.

Parameter	FY 2023-24	FY 2022-23 <sup>#</sup>
<b>Total Waste generated [in metric tonnes (MT)]</b>		
Plastic waste (A)	137.3	46.7
E-waste (B)	297.5	415.0
Bio-medical waste (C)	0.8	0.8
Construction and demolition waste (D)	1,070.8	618.0
Battery waste (E)	261.0	387.0
Radioactive waste (F)	NA	NA
Other Hazardous waste. Please specify, if any. (G)	33.2	26.1
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	4,915.6	3,538.0
Quantity of office paper waste	308.0	119.0
Quantity of packaging paper waste (cardboards etc.)	136.0	199.0
Quantity of other paper waste generated (tissue paper rolls, food packaging)	338.0	-
Quantity of other packaging material (thermocol etc.)	10.5	-
Quantity of Miscellaneous waste (floor waste, toilet rolls, C-fold, cafeteria dry waste etc.,)	867.0	1,169.0
Quantity of other office scrap waste generated	197.0	137.0
Quantity of garden waste generated	1,167.0	1,261.0
Quantity of food waste	1,756.0	653.0
Quantity of sanitary waste	69.3	-
Quantity of coolant	0.2	-
Quantity of other dry waste generated	66.6	-
<b>Total (A+B + C + D + E + F + G + H)</b>	<b>6,716.2</b>	<b>5,031.6</b>

<sup>77</sup> GRI 306-3, GRI 306-4, GRI 306-5

Parameter	FY 2023-24	FY 2022-23 <sup>#</sup>
<b>Waste intensity per rupee of turnover</b> (Total waste generated (MT) / Revenue from operations)	0.0000000028	0.0000000022
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated (MT) / Revenue from operations adjusted for PPP)	0.0000000638	0.0000000511
<b>Waste intensity in terms of physical output</b> (waste in tonnes/FTE)	0.011	0.008
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled **		
- Battery	274.0	422.0
- E-waste	246.0	424.0
- Hazardous waste	24.1	25.0
- Non-Hazardous waste	3,038.0	1,685.0
- Plastic Waste	65.2	46.0
- Construction & Demolition waste	63.0	-
(ii) Re-used		
- Construction & Demolition waste	1.0	0.2
- Non-Hazardous waste	288.0	-
(iii) Other recovery operations	-	-
<b>Total</b>	<b>3,999.3</b>	<b>2,602.2</b>
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Incineration		
- Biomedical waste	0.8	0.8
- Non-hazardous waste	128.0	61.7
- Hazardous waste	2.4	-
(ii) Landfilling		
- Non-hazardous waste	1,318.0	1,612.0
- Construction & demolition waste	936.0	591.0
(iii) Other disposal operations		
<b>Total</b>	<b>2,385.2</b>	<b>2,265.5</b>

<sup>#</sup>Data excludes accounting for <2% headcount, where TCS does not have operational control.

\*\* 100% of the regulated waste (e-waste, battery waste) is disposed through recycling. The generated quantities, if remaining at the end of the financial year for disposal, are stored at the facilities and recycled through approved/ authorized vendors.

In FY 2023-24 waste data reported on a consolidated level where TCS have operational control. Therefore, the construction & demolition (C&D) waste from new construction or under construction sites are revised. The data for FY 2022-23 is accordingly restated.

All non hazardous waste categories have been restated for FY 2022-23 to make it consistent with the categories reported in FY 2023-24.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. This data has been subject to independent assurance by KPMG

10. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.<sup>78</sup>**

NA

<sup>78</sup> GRI 306-2; GRI 3-3

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format<sup>79</sup>:

TCS has its campus- Kalinga Park, Bhubaneswar, Odisha which is located near Chandaka Wildlife Sanctuary. This is located in the Special Economic Zone (SEZ) developed by the Odisha Industrial Infrastructure Development Corporation (IDCO). All necessary environmental clearances have been obtained for the campus.

All necessary environmental clearances have been obtained for the campus.

S/N	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1	TCS Kalinga Park, Chandaka Industrial Estate, Bhubanewar, Odisha	Software Consultancy Services	Yes, the conditions of Environmental Clearance have been complied with.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year<sup>80</sup>:

There were no Environmental Impact Assessments (EIAs) conducted in the FY 2023-24.

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format<sup>81</sup>:

Yes, TCS has complied with applicable environmental law/regulations / guidelines applicable in India. No fine/penalty/action was initiated against the entity under any of the applicable environmental laws/regulation/guidelines.

S/N	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
			NA	

#### Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kiloliters)<sup>82</sup>:

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area:

In FY 2023-24, there are 13 stress zones identified as per the above criteria. 29 TCS offices are located in these zones. List of the 13 stress zones is as below:

1.	Ambattur (1 TCS location)	8.	Anekal (1 TCS location)
2.	Bangalore (North) (1 TCS location)	9.	Bangalore (East) (8 TCS locations)
3.	Bisrakh (3 TCS locations)	10.	Gandhinagar (2 TCS locations)
4.	Gurgaon (4 TCS locations)	11.	Indore (1 TCS location)
5.	Karol Bagh (1 TCS location)	12.	Lucknow (1 TCS location)
6.	Serilingampally (4 TCS locations)	13.	Vadodara (1 TCS location)
7.	Varanasi (1 TCS location)		

- (ii) Nature of operations: Software and IT operations

<sup>79</sup> GRI 304-1

<sup>80</sup> GRI 413-1, GRI 303-1

<sup>81</sup> GRI 2-27

<sup>82</sup> GRI 303-3, GRI 303-4, GRI 303-1, GRI 303-2, GRI 303-5

## (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-24	FY 2022-23*
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	-	-
(ii) Groundwater	69,057	43,320
(iii) Third party water	6,83,525	5,05,970
(iv) Seawater / desalinated water	-	-
(v) Others	1,013	610
<b>Total volume of water withdrawal (in kilolitres)</b>	<b>7,53,595</b>	<b>5,49,900</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>6,33,900</b>	<b>5,26,730</b>
<b>Water intensity per rupee of turnover (Water consumed in KL/ turnover in INR)</b>	0.00000026	0.00000023
<b>Water discharge by destination and level of treatment (in kiloliters)</b>		
(i) Into Surface water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) Into Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into Seawater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment	27,118	20,150
- With treatment – please specify level of treatment	92,577	3,020
Note: Wastewater sent for municipal treatment		
- Tertiary treatment		
(v) Others		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
<b>Total water discharged (in kilolitres)</b>	<b>1,19,695</b>	<b>23,170</b>

\*Data mentioned above is for TCS India operations

**Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. This data has been subject to independent assurance by KPMG

2. Please provide details of total Scope 3 emissions & its intensity, in the following format<sup>83</sup>:

Parameter	Unit	FY 2023-24	FY 2022-23*
<b>Total Scope 3 emissions</b> (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 Equivalent	4,98,509	3,66,606
Category 1 – Purchased goods & services	tCO2e	14,457	2,515
Category 2 – Capital goods	tCO2e	20,299	18,549
Category 3 – Fuel and energy related activities (not included in Scope 1 or 2)	tCO2e	35,495	32,094
Category 4 – Upstream transportation and distribution	tCO2e	2,620	5,107
Category 5 – Waste generated in operations	tCO2e	1,179	1,070
Category 6 – Business travel	tCO2e	1,17,310	89,907
Category 7 – Employee commuting	tCO2e	3,07,149	2,17,364
Total Scope 3 emissions per rupee of turnover	tCO2e/rupee turnover	0.00000021	0.00000016
<b>Total Scope 3 emission intensity</b> (Optional) – the relevant metric may be selected by the entity	(tCO2e/Per FTE)	<b>0.79</b>	<b>0.60</b>

\*Data excludes accounting for <2% headcount, where TCS does not have operational control.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. This data has been subject to independent assurance by KPMG

<sup>83</sup> GRI 305-3, GRI 305-4; There are some inclusions and modifications in estimating scope 3 carbon emissions during FY 2024 when compared to FY 2023. Scope 3 emissions:

**Category 1 & 2:** Emission factors (spend based) for purchased and capital goods are taken from the latest available US EPA (Supply Chain GHG Emission Factors for US Commodities and Industries v1.1.1) information for computer equipment, electrical equipment, office equipment, vehicles, and furniture items. The US EPA emission factors for categories 1 & 2 were adopted in FY23 and used in FY24 as well. There is a significant increase in Category 1 due to a new contract. Increase in category 2 is due to Return to Office (RTO)

**Category 3:** The well to tank (WTT) emissions from the fuel used in stationary and mobile combustion such as diesel in DG sets and owned vehicles, LPG or PNG in cafeteria, natural gas for space heating/ cooling, fuel used in hired vehicles (cabs/ buses) are included in this category since FY 2023 and the same has been continued in FY2024 as well. There is an increase in emissions due to use of IEA emission factors for WTT and T&D in FY24. In FY23 the Company had used the DEFRA emission factors.

**Category 4:** Until FY 2022, TCS had included only emissions from transportation of IT assets considering its relative significance compared to other supplies. While the Company continues to capture emissions from transportation of IT assets based on spend based emission factors, emissions related to transportation of non-IT supplies were included. The non – IT supplies covered to estimate category 4 emissions include cafeteria/ canteen supplies, water supplies through tankers, housekeeping material, and other stationary supplies. Emission factors are taken from DEFRA 2023 for the transport emissions based on vehicle type and weight. There is a significant decrease in this category as the actual data were taken from the locations in FY24 compared to FY23 which was based on pilot study at few locations. The Company has also moved the waste disposal related transport emissions from Category 4 to 5 in FY24. .

**Category 5:** No change in approach in FY 2024. The emissions are based on disposal mechanisms (e.g., recycling, reuse, landfill) for different categories of waste (plastic, metal, e-waste, batteries, food waste, garden waste etc.,) and have been computed based on emission factors from DEFRA 2023. Slight increase in emission due to increased RTO and also due to inclusion of waste disposal related transportation under this category.

**Category 6:** In FY 2022, business travel included emissions from air and rail. In FY 2023 and FY 2024, business travel emissions also include hotel stays at various geographies during business travel. Relevant emission factors are taken from DEFRA 2023. There is an increase in emissions due to increase in business travel and accommodation due to resumption and RTO.

**Category 7:** In FY 2024, the employee commute related carbon emission includes those from TCS hired vehicles for transport of employees, personal employee commute, public employee commute & work from home (WFH) emissions. There is an increase in employee commute due to RTO in FY 2023-24 compared to previous year.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities<sup>84</sup>.

S/N	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
	<p>Chandaka Wildlife sanctuary authority has developed the trench followed by 5 feet wall with fencing along the border of the sanctuary so that the possibility of elephants crossing the trench is eliminated hence, any impact of TCS operations on wildlife is not expected. However, TCS has undertaken following initiatives:</p> <ul style="list-style-type: none"> <li>Minimizing light pollution around the wildlife sanctuary</li> <li>Internal initiatives within its campus towards biodiversity conservation and enhancement</li> <li>Internal initiatives towards water and waste management</li> </ul>	<ul style="list-style-type: none"> <li>Installation of inward facing low intensity peripheral lights</li> <li>Plantation of native/ indigenous plants, medicinal and spice garden, butterfly garden</li> <li>Provision of organic waste technologies- Vermicomposting and organic waste converter</li> <li>Provision of rainwater harvesting structure and sewage treatment plant (STP)</li> </ul>	<ul style="list-style-type: none"> <li>Inward direction peripheral lights of low intensity to avoid any impact on wildlife movement. High mast lights in TCS parking area are switched off after 11 pm.</li> <li>Protection of native/medicinal, plant species as well as butterfly species.</li> <li>Garden and food waste vermicomposting and organic waste composting technology has been installed to generate organic manure and it is reused for landscaping.</li> <li>100% treatment and recycling of wastewater inside the premises.</li> <li>Groundwater recharging pits for enriching the water table.</li> </ul>

As a proactive initiative, TCS has included 'Urban Biodiversity' conservation as an integral part of TCS Environmental Sustainability Policy and its long-term plan for sustainable development. Biodiversity action plan is implemented across 18 TCS campuses in India to conserve and enhance urban biodiversity. Biodiversity mapping for various flora and fauna species is conducted on an annual basis. TCS campuses across India are home to over 600+ flora species and 200+ fauna species.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S/N	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	HVAC energy efficiency projects	<ul style="list-style-type: none"> <li>Energy efficient AHU's</li> <li>VRF systems for 24x7 systems on variable load</li> </ul>	2.83 Mn kWh energy savings
2	UPS based energy efficiency projects	<ul style="list-style-type: none"> <li>UPS consolidation and Modular UPS</li> </ul>	0.801 Mn kWh energy savings
3	Energy efficiency due to green buildings	<ul style="list-style-type: none"> <li>Roof Underdeck Insulation</li> <li>Roof tiling to increase SRI (solar reflective index)</li> <li>CTI Certified Cooling Towers</li> <li>Renewable Energy use</li> <li>LED luminaires</li> </ul> <p>Note : the above list is indicatively only</p>	6.63 Mn kWh energy savings
4	Energy Monitoring and Analytics (Clever Energy + Resource Optimization Center)	<ul style="list-style-type: none"> <li>Set Point modulation</li> <li>Equipment Schedule Change</li> <li>Operational Optimization</li> <li>Alert based Monitoring</li> </ul>	6.04 Mn kWh avoided energy consumption.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

The business continuity and disaster management function in TCS supports the strategic objective of the organization, protects business interest, and proactively strengthens the organization's ability to effectively respond to internal and external threats and enable seamless, continued delivery of critical business operations, in the event of any disruption. The end-to-end framework is effectively managed through defined policy, procedures, guidelines and through in-house developed tools that support planning and communication with all stakeholders. The framework is fully compliant and certified to ISO 22301:2019, CMMI-SVC and is integrated with TCS quality management system for consistent deployment across the organization.

<sup>84</sup> GRI 304-2, GRI 304-3

TCS has Emergency Preparedness Plans (EPP) for disasters such as earthquake, floods, cyclones etc in its internal portal. The plan outlays the responsibilities of action owners, plan description including precautions to be taken, evacuation procedures and post incident action plan which would need to be followed at locations facing the emergency scenario.

TCS' Business Continuity Plans, One for Every Customer Relationship are aligned to their customer requirements and then for all enabling functions (Like Admin, IS, HR etc.) are covered within Region (Branch), Global Delivery Centre and for the horizontal functions like (Corporate IS function). Each of them maintain their BCP plans aligned to their scope and holistic logical assimilation of all these are TCS Level Business continuity plans.

TCS' Business Continuity Management (BCM) framework ensures that respective owners consider all contractual/ regulatory requirements, scope of services, demographics of operations, interdependencies of services and underlying assets, identifies business impact of loss/ interruption or disruption, and determines appropriate continuity strategy for the same. The associated potential risks are identified, assessed and appropriate response is devised to handle respective risks. Based on inputs, detailed plan is drafted outlaying the responsibilities for action owner to respond during any unforeseen eventualities for Site level outages and city level outages (resulting from an earthquakes, floods, cyclones or pandemic level impacts). All these plans are subjected to periodic testing to ascertain the realistic applicability of the plan. Also, there are provisions to capture precautions taken, evacuation procedures and post incident action plan which enables the continual learnings and incorporating the improvements and enhancing the process maturity as a continued process.

**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard<sup>85</sup>.**

No significant adverse impact envisaged from TCS' value chain.

**7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts<sup>86</sup>.**

TCS launched its Supplier Sustainability Assessment Platform during FY 2022-23. This year 17% of value chain partners (by spend) for sustainability criteria was successfully assessed. Through this platform, TCS will continue to engage its suppliers on sustainability assessments, training and awareness to help them improve their sustainability performance.

**PRINCIPLE 7 : Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

**Essential Indicators**

**1. a. Number of affiliations with trade and industry chambers/ associations<sup>87</sup>**

TCS is associated with various leading trade bodies/ industry chambers/ associations in India. All these associations have a PAN-India presence and work in close collaboration with governments- central and state. In addition, TCS collaborates with bilateral/ multilateral international chambers, based out of India, on multiple technology and trade related matters.

**b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to<sup>87</sup>**

S/N	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	National Association of Software and Service Companies (NASSCOM)	National
2	Confederation of Indian Industry (CII)	National
3	Federation of Indian Chambers of Commerce & Industry (FICCI)	National
4	Associated Chambers of Commerce & Industry of India (ASSOCHAM)	National
5	Public Affairs Forum of India (PAFI)	National
6	The Institute of Management Consultants of India (IMCI)	National
7	Telecom Equipment and Services Export Promotion Council (TEPC)	National
8	Indo American Chamber of Commerce (IACC)	National
9	Bombay Chamber of Commerce (BCCI)	National
10	IMC Chamber of Commerce and Industry	National

<sup>85</sup> GRI 308-2

<sup>86</sup> GRI 308-1, GRI 308-2

<sup>87</sup> GRI 2-28

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities

Name of authority	Brief of the case	Corrective action taken
		NA

#### Leadership Indicators

1. Details of public policy positions advocated by the entity:

S/N	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
1	SEZ notification regarding Rule 43A: 'Work from Home' has been replaced by 'Hybrid Working' and further, the notification reiterates at 13 (b) that employer retains the right to choose the place of work for the specified duration	<ul style="list-style-type: none"> <li>Industry meetings with Ministry of Electronics and Information &amp; Technology (MeitY), Department of Commerce, Ministry of Finance (MoF)</li> <li>Participation in round tables discussions and consultations organized by industry associations such as CII, FICCI, NASSCOM</li> <li>Recommendations submitted to relevant government departments, trade associations on request</li> </ul>	Yes	As and when required	
2	Digital Personal Data Protection Act, 2023 (DPDP Act): DPDP Act was passed in both houses of the Parliament and ratified as a law by the president in August 2023.  In the absence of administrative rules under the Act, the law is still not operational. Recommendations on transitional period for implementation of the DPDP Act	<ul style="list-style-type: none"> <li>Participated in the consultation process facilitated by MeitY</li> <li>Submitted recommendations on transitional period for implementation of the DPDP Act</li> </ul>	Partially	As and when required	<a href="https://www.tcs.com/investorrelations/publicpolicy-positionsdetails">https://www.tcs.com/investorrelations/publicpolicy-positionsdetails</a>
3	Amendment in SEZ Rules to allow developer of IT/ITeS SEZ to demarcate a portion of built-up area of IT/ITeS SEZ as domestic tariff area	<ul style="list-style-type: none"> <li>Industry meetings with Ministry of Electronics and Information &amp; Technology (MeitY), Department of Commerce, Ministry of Finance (MoF)</li> <li>Participation in round tables discussions and consultations organized by industry associations such as CII, FICCI, NASSCOM</li> <li>Recommendations submitted to relevant government departments, trade associations on request</li> </ul>	Yes	As and when required	

## PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

### Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year<sup>88</sup>.**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
NA					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

S/N	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
NA						

3. **Describe the mechanisms to receive and redress grievances of the community<sup>89</sup>.**

The TCS culture empowers communities and encourages open communication of concerns and grievances through various channels. In addition, individual regional leaders are connected at ground level and provide feedback from time to time. TCS sustainability policies available on the website details how it is documented, evaluated and addresses various stakeholder feedback, concerns and grievances. TCS monitors and evaluate its programs through a professionally designed ROI framework: i)'R'- Reach- Reach is the number of direct beneficiaries reached through a program/ initiative ii)'O'- Outcome- Outcome is linked to the program and indicates intended result(s) of the program iii)'I'- Impact- Impact refers to shifts in Mental, Socio-Cultural, Physical, Economic and Political spaces in the life of a beneficiary. Post program implementation, surveys and questionnaires capture the feedback which is duly implemented.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers<sup>90</sup>:**

	FY 2023-24 (%)	FY 2022-23 (%)
Directly sourced from MSMEs / small producers*	6.0	4.1
Sourced directly from within India	33.5	26.4

\*Restated due to change in approach to ensure comparability of information disclosed. In FY 2022-23, the total purchases were considered for TCS Limited branches (India), however, in FY 2023-24 total purchases were considered for TCS Limited branches (India and Overseas), including its Indian subsidiaries.

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY 2023-24 (%)	FY 2022-23 (%)
Rural	0.0	0.0
Semi-Urban	0.0	0.0
Urban	4.7	4.4
Metropolitan	95.3	95.6

(Places are categorized as per RBI Classification System- rural / semi-urban / urban / metropolitan)

- Numbers mentioned above are specific to India geography.
- Classification is based on the RBI Guidelines and Census 2011. As per the latest census all urban would be classified as Metropolitan based on the population index.

### Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action plan
NA	

<sup>88</sup> GRI 413-1

<sup>89</sup> GRI 2-16, GRI 2-25, GRI 2-26, GRI 413-1

<sup>90</sup> GRI 204-1

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S/N	Program	State	Aspirational District	Amount spent (in ₹ crore)
1	Youth Employment Program (YEP)	West Bengal, Gujarat, Maharashtra, Mizoram, Kerala, Haryana, Punjab, Andhra Pradesh, Madhya Pradesh, Odisha, Karnataka, Jammu and Kashmir, Uttar Pradesh, Chhattisgarh, Telangana, Bihar, Assam, Uttarakhand, Tamil Nadu, Manipur, Dadra and Nagar Haveli and Daman And Diu, Jharkhand, Nagaland, Meghalaya, Rajasthan, Puducherry, Ladakh, Himachal Pradesh, Arunachal Pradesh, Delhi, Goa	Baramulla, Bastar, Bhadraburi Kothagudem, Dahod, Dhenkanal, Dumka, East Singhbhum, Ferozepur, Gadchiroli, Gajapati, Goalpara, Haridwar, Namsai, Nandurbar, Osmanabad, Pakur, Purnia, Raichur, Rajnandgaon, Ramanathapuram, Ramgarh, Ranchi, Ri Bhoi, Sahebganj, Siddharth Nagar, Sonbhadra, Vidisha, Virudhunagar, Visakhapatnam, Vizianagaram, Warangal, Wayanad, West Singhbhum, Y.S.R., Yadgir	3.3
2	BridgeIT	West Bengal, Mizoram, Haryana, Rajasthan, Madhya Pradesh, Odisha, Uttar Pradesh, Jharkhand, Bihar, Karnataka	Chhatarpur, Dholpur, Gajapati, Latehar, Lohardaga, Muzaffarpur, Nawada, Raichur, Ramgarh, Ranchi, Rayagada, Yadgir	1.9
3	Literacy as a Service (LaaS)	Madhya Pradesh, Odisha, West Bengal, Uttar Pradesh, Gujarat, Maharashtra, Haryana, Punjab, Delhi	Chandauli, Dahod	0.9
4	Go Innovate Together (goIT)	Uttar Pradesh, Gujarat, Andhra Pradesh, Jharkhand, Madhya Pradesh, Ladakh, West Bengal, Bihar	Bahraich, Balrampur, Chandauli, Chitrakoot, East Singhbhum, Fatehpur, Shravasti, Siddharth Nagar, Sonbhadra, Visakhapatnam, Y.S.R.	0.8
5	Ignite My Future (IMF)	West Bengal, Uttar Pradesh, Gujarat, Maharashtra, Uttarakhand, Andhra Pradesh, Chhattisgarh, Karnataka, Madhya Pradesh, Telangana, Himachal Pradesh, Tamil Nadu, Odisha, Dadra and Nagar Haveli and Daman and Diu, Rajasthan, Jharkhand, Kerala, Bihar, Haryana, Punjab, Delhi	Bahraich, Balrampur, Bhadraburi Kothagudem, Chandauli, Chitrakoot, Dahod, Dhenkanal, East Singhbhum, Fatehpur, Gadchiroli, Gaya, Gumla, Kanker, Karauli, Kondagaon, Mahasamund, Muzaffarpur, Narmada, Osmanabad, Raichur, Shravasti, Siddharth Nagar, Sonbhadra, Sukma, Udam Singh Nagar, Vidisha, Visakhapatnam, Vizianagaram, West Singhbhum, Y.S.R.	0.6

- The amount mentioned above is for the entire program across all districts (not only the aspirational ones).
3. a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**

While procuring goods/services from MSME vendors, TCS treats MSME vendors at par with non MSME vendors. However, TCS follows preferential payment norms for MSME vendors.

- b) **From which marginalized /vulnerable groups do you procure?**

Vendors qualified as MSME by Government agency.

- c) **What percentage of total procurement (by value) does it constitute?**

Please refer to answer for Q.4 in Principle 8, Essential indicators.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S/N	Intellectual Property based on traditional knowledge	Owned / Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating Benefit share
		NA		

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the case	Corrective action taken
	NA	

6. Details of beneficiaries of CSR Projects:

S/N	CSR Project	No. of persons benefited from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1	Youth Employment Program (YEP)	23,297	49
2	BridgelT	3,12,523	88
3	Literacy as a Service (LaaS)	20,342	99
4	Go Innovate Together (goIT)	1,21,648	76
5	Ignite My Future (IMF)	3,19,175	64

#### PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

##### Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback<sup>91</sup>.

TCS' customers are large enterprises, typically Fortune 1000 or Global 2000 corporations. They are provided with multiple mechanisms to report complaints or feedback.

Each customer concern is addressed with utmost care at all levels. TCS teams acknowledge, analyze the incidents and develop an action plan to resolve it. The team engages with the customer to validate the action plan and regularly updates customers about the progress of action planned.

TCS has a structured approach to receive feedback from customers periodically. Such feedback is analyzed for improvements and action plans are implemented to ensure utmost customer satisfaction.

For privacy specific complaints, they can also raise incidents with TCS' Data Protection or Privacy Officers. The contact details of the data protection and privacy officers are available at <https://www.tcs.com/who-we-are/legal/privacy-policy-commitment> or as otherwise notified to the customers from time to time.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	
Recycling and/or safe disposal	

<sup>91</sup> GRI 2-16, GRI 2-25, GRI 2-26

3. Number of consumer complaints in respect of the following:

	FY 2023-24		Remarks	FY 2022-23		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	24	0	TCS treats customers as consumers. These complaints pertain to accidental data sharing with unintended recipients	19	5	TCS treats customers as consumers. These complaints pertain to accidental data sharing with unintended recipients
Advertising	NA					
Cyber-security	NIL					
Delivery of essential services	NIL					
Restrictive Trade Practices	NIL					
Unfair Trade Practices	NIL					

4. Details of instances of product recalls on account of safety issues:

NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy<sup>92</sup>.

TCS has Information Security policy covering cybersecurity and is approved by top management. Policy is available at TCS website. <https://www.tcs.com/who-we-are/legal/security-policy>

TCS has deployed cybersecurity framework which is aligned with NIST Cybersecurity Framework<sup>93</sup>

From data privacy aspects, TCS' commitment to privacy is espoused in TCS Global Privacy Policy. This is accessible at <https://www.tcs.com/privacy-policy-commitment>. TCS has defined and implemented a Global Privacy policy that is applicable to all its legal entities, branches, lines of businesses, and functions. The global privacy policy is a "gold standard of privacy" addressing applicable privacy regulations and based on inputs from industry bodies dealing with privacy. The Global Privacy policy covers all stakeholders across the value chain including – employees (full-time and contractual), customers, partners, vendors/ suppliers, and any other stakeholder whose Personal Data is processed. All third parties (vendors/suppliers) are engaged / contracted with adequate due diligence, and commitment towards privacy obligations.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

NIL

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches

NIL

b. Percentage of data breaches involving personally identifiable information of customers

As a data fiduciary, TCS has not had any data breach incidents involving personally identifiable information of customers in FY 2023-24.

c. Impact, if any, of the data breaches

NA

<sup>92</sup> GRI 2-23

<sup>93</sup> National Institute of Standards and Technology (NIST) CSF is Cybersecurity framework published by NIST (Standards Institute in USA) which enables organization to improve Cybersecurity for its critical infrastructure.

### Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

[www.tcs.com](http://www.tcs.com)

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

NA

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

Each customer relationship in TCS has a business continuity mechanism to handle any disruption of services/products and a suitable communication plan.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

NA



**KPMG Assurance and Consulting Services LLP**  
 2<sup>nd</sup> Floor, Block T2 (B Wing),  
 Lodha Excelus, Apollo Mills Compound,  
 N. M. Joshi Marg, Mahalaxmi  
 Mumbai - 400 011 India

Telephone: +91 (22) 3989 6000  
 Fax: +91 (22) 3090 2210  
 Internet: www.kpmg.com/in

## Independent Practitioners' Reasonable Assurance Report

### To the Directors of Tata Consultancy Services Limited

**Assurance report on the sustainability disclosures in the Business Responsibility and Sustainability Reporting (BRSR) Core Format<sup>1</sup> (called ‘Identified Sustainability Information’ (ISI) of Tata Consultancy Services Limited (the ‘Company’) for the period from 1 April 2023 to 31 March 2024.** The ISI is included in the Business Responsibility and Sustainability Reporting of the Company for the period from 1 April 2023 to 31 March 2024.

### Opinion

We have performed a reasonable assurance engagement on whether the Company’s sustainability disclosures in the BRSR Core Format (refer to Annexure 1) for the period from 1 April 2023 to 31 March 2024 has been prepared in accordance with the reporting criteria (refer table below).

Identified Sustainability Information (ISI) subject to assurance	Period subject to assurance	Page number in the Annual Report	Reporting criteria
BRSR Core (refer Annexure 1)	From 1 April 2023 to 31 March 2024	127 to 166	<ul style="list-style-type: none"> <li>- Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR)</li> <li>- Guidance notes for BRSR format issued by SEBI</li> <li>- World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards)</li> </ul>

This engagement was conducted by a multidisciplinary team including assurance practitioners, engineers and environmental and social professionals.

<sup>1</sup> Notified by SEBI vide circular number SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated 12 July 2023



In our opinion, the company's Identified Sustainability Information *on* pages 127 to 166 of the Annual Report for the period 1 April 2023 to 31 March 2024, subject to reasonable assurance is prepared, in all material respects, in accordance with the *Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) and basis of preparation set out in page 128 Section A: General Disclosures 13 of the Integrated Annual Report*.

We do not express an assurance opinion on information in respect of any other information included in the Integrated Annual Report 2024 or linked from the Sustainability Information or from the Integrated Annual Report 2023, including any images, audio files or embedded videos.

### Basis for opinion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under those standards are further described in the "Our responsibilities" section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Other information

Additionally, we have performed a limited assurance engagement on select BRSR and GRI indicators and issued an independent assurance report on 08 May 2024.

Our report thereon is included with the other information.

Our reasonable assurance opinion on the ISI does not extend to other information that accompanies or contains the 'ISI and our assurance report' (hereafter referred to as "other information"). We have read the other information, but we have not performed any procedures with respect to the other information.

### Other matter

Select BRSR Core attributes of the Company for the year ended 31 March 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion on 09 June 2023.

Our opinion is not modified in respect of this matter.



### Intended use or purpose

The ISI and our reasonable assurance report are intended for users who have reasonable knowledge of the BRSR Core attributes, the reporting criteria and ISI and who have read the information in the ISI with reasonable diligence and understand that the ISI is prepared and assured at appropriate levels of materiality.

Our opinion is not modified in respect of this matter.

### Responsibilities for the identified Sustainability Information (ISI)

The *management* of the Company acknowledge and understand their responsibility for:

- designing, implementing and maintaining internal controls relevant to the preparation of the ISI that is free from material misstatement, whether due to fraud or error;
- selecting or establishing suitable criteria for preparing the ISI, taking into account applicable laws and regulations, if any, related to reporting on the ISI, identification of key aspects, engagement with stakeholders, content, preparation and presentation of the ISI in accordance with the reporting criteria;
- disclosure of the applicable criteria used for preparation of the ISI in the relevant report/statement;
- preparing/properly calculating the ISI in accordance with the reporting criteria; and
- ensuring the reporting criteria is available for the intended users with relevant explanation;
- establishing targets, goals and other performance measures, and implementing actions to achieve such targets, goals and performance measures;
- responsible for providing the details of the management personnel who takes ownership of the ISI disclosed in the report;
- ensuring compliance with law, regulation or applicable contracts;
- making judgments and estimates that are reasonable in the circumstances;
- identifying and describing any inherent limitations in the measurement or evaluation of information subject to assurance in accordance with the reporting criteria;
- preventing and detecting fraud;
- selecting the content of the ISI, including identifying and engaging with intended users to understand their information needs;
- informing us of other information that will be included with the ISI;
- supervision of other staff involved in the preparation of the ISI

Those charged with governance are responsible for overseeing the reporting process for the Company's ISI.



### Inherent limitations in preparing the ISI

The preparation of the company's BRSR information requires the management to establish or interpret the criteria, make determinations about the relevancy of information to be included, and make estimates and assumptions that affect the reported information.

Measurement of certain amounts and BRSR Core metrics, some of which are estimates, is subject to substantial inherent measurement uncertainty, for example, GHG emissions, water footprint, energy footprint. Obtaining sufficient appropriate evidence to support our opinion does not reduce the uncertainty in the amounts and metrics.

### Our responsibilities

We are responsible for:

- Planning and performing the engagement to obtain reasonable assurance on the sustainability disclosures in the BRSR Core are free from material misstatement, whether due to fraud or error, in accordance with the Reporting Criteria in line with the section above.
- Forming an independent opinion, based on the procedures we have performed and the evidence we have obtained, and
- Reporting our reasonable assurance opinion to the Directors of Tata Consultancy Services Limited.

### Exclusions

Our assurance scope excludes the following and therefore we will not express a opinion on the same:

- Operations of the Company other than those mentioned in the “Scope of Assurance”.
- Aspects of the BRSR and the data/information (qualitative or quantitative) other than the ISI.
- Data and information outside the defined reporting period i.e., from 1 April 2023 to 31 March 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

#### Summary of the work we performed as the basis for our opinion

We exercised professional judgment and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence that is sufficient and appropriate to provide a basis for our reasonable assurance opinion.

#### *Reasonable assurance opinion*

The nature, timing, and extent of the procedures selected depended on our judgment, including an assessment of the risks of material misstatement of the information subject to reasonable assurance, whether due to fraud or error. We identified and assessed the risks of material misstatement through understanding the Information subject to reasonable assurance and the engagement circumstances. We also obtained an understanding of the internal control relevant to the information subject to reasonable assurance in order to



design procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of internal controls. In carrying out our engagement, we:

- assessed the suitability of the criteria used by the company in preparing the reasonable assurance information;
- evaluated the appropriateness of reporting policies, quantification methods and models used in the preparation of the information subject to reasonable assurance and the reasonableness of estimates made by the company; and
- evaluated the overall presentation of the information subject to reasonable assurance.



Shivananda Shetty  
*Partner*

**KPMG Assurance and Consulting Services LLP**

Date: 08 May 2024

Place: Mumbai



## Appendix – 1

### BRSR Core attributes

BRSR Indicator	Type of Assurance
<b>P6 E1-</b> Details of total energy consumption (in Joules or multiples)	Reasonable
<b>P6 E1-</b> Details of total energy intensity	Reasonable
<b>P6 E3-</b> Provide details of water withdrawal by source	Reasonable
<b>P6 E4-</b> Provide details of water discharged	Reasonable
<b>P6 E3-</b> Provide details of water consumption	Reasonable
<b>P6 E7-</b> Provide details of greenhouse gas emissions (Scope 1)	Reasonable
<b>P6 E7-</b> Provide details of greenhouse gas emissions (Scope 2)	Reasonable
<b>P6 E7 -</b> Provide details of greenhouse gas emissions (Scope 1 and Scope 2) intensity	Reasonable
<b>P6 E9-</b> Provide details related to waste generated by category of waste	Reasonable
<b>P6 E9 -</b> Provide details related to waste recovered through recycling, re-using or other recovery operations	Reasonable
<b>P6 E9-</b> Provide details related to waste disposed by nature of disposal method	Reasonable
<b>P3 E11-</b> Details of safety related incidents including lost time injury frequency rate, recordable work-related injuries, no. of fatalities	Reasonable
<b>P9 E7-</b> Instances involving loss/breach of data of customers as a percentage of total data breaches or cyber security events	Reasonable
<b>P5 E7-</b> Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, including complaints reported, complaints as a % of female employees, and complaints upheld	Reasonable
<b>P1 E9-</b> Concentration of purchases & sales done with trading houses, dealers, and related parties Loans and advances & investments with related parties	Reasonable
<b>P1 E8-</b> Number of days of accounts payable	Reasonable
<b>P8 E5-</b> Job creation in smaller towns	Reasonable
<b>P3 E1c-</b> Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company	Reasonable
<b>P5 E3b-</b> Gross wages paid to females as % of wages paid	Reasonable
<b>P8 E4 -</b> Input material sourced from following sources as % of total purchases – Directly sourced from MSMEs/ small producers and from within India	Reasonable



# Consolidated Financial Statements

## Independent Auditor's Report

### To the Members of

**Tata Consultancy Services Limited**

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the consolidated financial statements of Tata Consultancy Services Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and

its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2024, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2024, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

#### Key Audit Matter(s)

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

<b>Revenue recognition– Fixed price contracts where revenue is recognized using percentage of completion method</b>	
See Note 5(a) and Note 12 to consolidated financial statements	
The key audit matter	How the matter was addressed in our audit
<p>The Group inter alia engages in Fixed-price contracts, wherein, revenue is recognized using the percentage of completion computed as per the input method based on the Group's estimate of contract costs. We identified revenue recognition of fixed price contracts where the percentage of completion is used as a key audit matter since-</p> <ul style="list-style-type: none"> <li>• there is an inherent risk and presumed fraud risk around the accuracy and existence of revenues recognised considering the customised and complex nature of these contracts and significant inputs of IT systems</li> </ul>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the systems, processes and controls implemented by the Group for recording and computing revenue and the associated contract assets, unearned and deferred revenue balances.</li> <li>• Involvement of our Information technology('IT') specialists, as required: <ul style="list-style-type: none"> <li>➢ Assessed the IT environment in which the business systems operate and tested system controls over computation of revenue recognised;</li> <li>➢ Tested the IT controls over appropriateness of cost and revenue reports generated by the system;</li> </ul> </li> </ul>

<b>The key audit matter</b>	<b>How the matter was addressed in our audit</b>
<ul style="list-style-type: none"> <li>• application of revenue recognition accounting standard (Ind AS 115, Revenue from Contracts with customers) is complex and involves a number of key judgments and estimates in mainly identifying performance obligations, related transaction price and estimating the future cost-to-completion of these contracts, which is used to determine the percentage of completion of the relevant performance obligation;</li> <li>• these contracts may involve onerous obligations which requires critical assessment of foreseeable losses to be made by the Group; and</li> <li>• at year-end, significant amount of work in progress (Contract assets), related to these contracts are recognised on the balance sheet.</li> </ul>	<ul style="list-style-type: none"> <li>➤ Tested the controls pertaining to allocation of resources and budgeting systems which prevent the unauthorized recording/ changes to costs incurred; and</li> <li>➤ Tested on a random sampling basis the controls relating to the estimation of contract costs required to complete the respective projects.</li> <li>• On selected specific and statistical samples of contracts, we tested that the revenue recognized is in accordance with the revenue recognition accounting standard including – <ul style="list-style-type: none"> <li>➤ Evaluated the identification of performance obligations and the ascribed transaction price;</li> <li>➤ For testing the Group's computation of the estimation of contract costs and onerous obligations, if any. We: <ul style="list-style-type: none"> <li>• assessed that the estimates of costs to complete were reviewed and approved by appropriate designated management personnel;</li> <li>• performed a retrospective analysis of costs incurred with estimated costs to identify significant variations and challenged whether those variations are required to be considered in estimating the remaining costs to complete the contract;</li> <li>• assessed the appropriateness of work in progress (contract assets) on balance sheet date by evaluating the underlying documentation to identify possible changes in estimated costs to complete the remaining performance obligations; and</li> <li>• inspected underlying documents and performed analytics to determine reasonableness of contract costs.</li> </ul> </li> </ul> </li> </ul>

#### Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual report, but does not include the financial statements and auditor's reports thereon. The Holding Company's Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

#### Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these

consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

#### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the

appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Holding Company and such other companies included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our

- examination of those books except for the matters stated in paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors of the Holding Company as on 1 April 2024 to 10 April 2024 taken on record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiaries which are incorporated in India, as on 31 March 2024 to 10 April 2024, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2024 on the consolidated financial position of the Group. Refer income tax liabilities disclosed in the consolidated balance sheet along with Note 20 to the consolidated financial statements.
  - b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2024.
- c. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2024. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India during the year ended 31 March 2024.
  - d. (i) The management of the Holding Company represented that, to the best of their knowledge and belief, as disclosed in the Note 23 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of its subsidiary companies incorporated in India to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of its subsidiary companies incorporated in India ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (ii) The management of the Holding Company represented that, to the best of their knowledge and belief, as disclosed in the Note 23 to the consolidated financial statements, no funds have been received by the Holding Company or any of its subsidiary companies incorporated in India from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of its subsidiary companies incorporated in India shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

- e. The interim dividend declared and paid by the Holding Company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

The final dividend paid by the Holding Company and its subsidiary companies incorporated in India during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 30 to the financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, and as communicated by the respective auditor of three subsidiaries, except for the instances mentioned below, the Holding Company and its subsidiary companies incorporated in India have used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:

- i. In case of the Holding Company and its three subsidiary companies incorporated in India, the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting softwares used for maintaining the books of account relating to payroll and certain non-editable fields/ tables of the accounting software used for maintaining general ledger.
- ii. In case of the Holding Company, the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of account relating to consolidation.
- iii. In case of the Holding Company and its three subsidiary companies incorporated

in India, the feature of recording audit trail (edit log) facility was not enabled at the application layer of the accounting softwares relating to revenue, trade receivables and general ledger for the period 1 April 2023 to 13 November 2023 and relating to property, plant and equipment for the period 1 April 2023 to 14 December 2023. Further, in case of a subsidiary incorporated in India, the feature of recording audit trail (edit log) facility was not enabled at the application layer of the accounting software relating to payroll for the period 1 April 2023 to 15 February 2024.

- iv. In case of a subsidiary incorporated in India, as communicated by the auditor of such subsidiary, the feature of recording audit trail (edit log) facility of the accounting software used for maintaining general ledger was not enabled for the period 1 April 2023 to 30 April 2023.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting softwares, we did not come across any instance of the audit trail feature being tampered with.

- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company is not in excess of the limit laid down under Section 197 of the Act. The subsidiary companies incorporated in India have not paid any remuneration to its directors during the year. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For B S R & Co. LLP**  
*Chartered Accountants*  
Firm's Registration No: 101248W/W-100022

**Amit Somani**  
*Partner*

Place : Mumbai  
Date : 12 April 2024

Membership No: 060154  
ICAI UDIN: 24060154BKFDHA1961

## Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Tata Consultancy Services Limited for the year ended 31 March 2024

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (xxi) In our opinion and according to the information and explanations given to us, the Companies (Auditor's Report) Order, 2020 of the Holding Company did not include any unfavourable answers or qualifications or adverse remarks. In respect of the following entities the CARO report relating to them has not been issued by its auditor till the date of principal auditor's report:

Name of the Subsidiaries	CIN
MP Online Limited	U72400MP2006PLC018777
APT Online Limited	U75142TG2002PLC039671
C-Edge Technologies Limited	U72900MH2006PLC159038
Mahaonline Limited	U72900MH2010PLC206026
TCS e-Serve International Limited	U72300MH2007PLC240002

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's Registration No: 101248W/W-100022

**Amit Somani**  
*Partner*

Membership No: 060154  
 ICAI UDIN: 24060154BKFDHA1961

Place : Mumbai  
 Date : 12 April 2024

## Annexure B to the Independent Auditor's Report on the Consolidated Financial Statements of Tata Consultancy Services Limited for the year ended 31 March 2024

### **Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

(Referred to in paragraph 2A(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

#### **Opinion**

In conjunction with our audit of the consolidated financial statements of Tata Consultancy Services Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Companies Act 2013, which are its subsidiary companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

#### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**Amit Somani**  
Partner

Place : Mumbai	Membership No: 060154
Date : 12 April 2024	ICAI UDIN: 24060154BKFDHA1961

## Consolidated Balance Sheet

	(₹ crore)	Note	As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	10(a)		9,376	10,230
Capital work-in-progress	10(a)		1,564	1,234
Right-of-use assets	9		7,886	7,560
Goodwill	10(b)		1,832	1,858
Other intangible assets	10(c)		510	867
Financial assets				
Investments	8(a)		281	266
Trade receivables				
Billed	8(b)		127	149
Unbilled			16	199
Loans	8(e)		2	173
Other financial assets	8(f)		3,272	2,149
Deferred tax assets (net)	17		3,403	3,307
Income tax assets (net)			1,600	2,583
Other assets	10(d)		3,596	2,806
<b>Total non-current assets</b>			<b>33,465</b>	<b>33,381</b>
<b>Current assets</b>				
Inventories	10(e)		28	28
Financial assets				
Investments	8(a)		31,481	36,897
Trade receivables				
Billed	8(b)		44,434	41,049
Unbilled			9,143	8,905
Cash and cash equivalents	8(c)		9,016	7,123
Other balances with banks	8(d)		4,270	3,909
Loans	8(e)		491	1,325
Other financial assets	8(f)		1,703	1,319
Income tax assets (net)			151	8
Other assets	10(d)		12,267	9,707
<b>Total current assets</b>			<b>1,12,984</b>	<b>1,10,270</b>
<b>TOTAL ASSETS</b>			<b>1,46,449</b>	<b>1,43,651</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Share capital		8(m)	362	366
Other equity			90,127	90,058
<b>Equity attributable to shareholders of the Company</b>			<b>90,489</b>	<b>90,424</b>
Non-controlling interests			830	782
<b>Total equity</b>			<b>91,319</b>	<b>91,206</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial liabilities				
Lease liabilities		8(h)	6,516	6,203
Other financial liabilities			365	353
Employee benefit obligations	14		686	536
Deferred tax liabilities (net)	17		977	792
Unearned and deferred revenue			482	1,003
<b>Total non-current liabilities</b>			<b>9,026</b>	<b>8,887</b>
<b>Current liabilities</b>				
Financial liabilities				
Lease liabilities		8(g)	1,505	1,485
Trade payables		8(h)	9,981	10,515
Other financial liabilities			8,362	9,068
Unearned and deferred revenue			3,640	3,843
Other liabilities	10(f)		6,524	4,892
Provisions	10(g)		140	345
Employee benefit obligations	14		4,519	4,065
Income tax liabilities (net)			11,433	9,345
<b>Total current liabilities</b>			<b>46,104</b>	<b>43,558</b>
<b>TOTAL EQUITY AND LIABILITIES</b>			<b>1,46,449</b>	<b>1,43,651</b>

### NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For and on behalf of the Board

For **B S R & Co. LLP**

Chartered Accountants

Firm's registration no: 101248W/W-100022

**K Krishivasan**

CEO and Managing Director

**N Ganapathy Subramanian**

COO and Executive Director

**Amit Somani**

Partner

Membership No: 060154

**Samir Seksaria**

CFO

**Pradeep Manohar Gaitonde**

Company Secretary

Mumbai, April 12, 2024

Mumbai, April 12, 2024

## Consolidated Statement of Profit and Loss

		(₹ crore)	
	Note	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations	12	2,40,893	2,25,458
Other income	13	4,422	3,449
<b>TOTAL INCOME</b>		<b>2,45,315</b>	<b>2,28,907</b>
<b>Expenses</b>			
Employee benefit expenses	14	1,40,131	1,27,522
Cost of equipment and software licences	15(a)	3,702	1,881
Finance costs	16	778	779
Depreciation and amortisation expense		4,985	5,022
Other expenses	15(b)	32,764	36,796
<b>TOTAL EXPENSES</b>		<b>1,82,360</b>	<b>1,72,000</b>
<b>PROFIT BEFORE EXCEPTIONAL ITEM AND TAX</b>		<b>62,955</b>	<b>56,907</b>
<b>Exceptional item</b>			
Settlement of legal claim	20	958	-
<b>PROFIT BEFORE TAX</b>		<b>61,997</b>	<b>56,907</b>
<b>Tax expense</b>			
Current tax	17	15,864	14,757
Deferred tax	17	34	(153)
<b>TOTAL TAX EXPENSE</b>		<b>15,898</b>	<b>14,604</b>
<b>PROFIT FOR THE YEAR</b>		<b>46,099</b>	<b>42,303</b>
<b>OTHER COMPREHENSIVE INCOME (OCI)</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of defined employee benefit plans		(2)	350
Net change in fair values of investments in equity shares carried at fair value through OCI		(6)	(2)
<b>Income tax on items that will not be reclassified subsequently to profit or loss</b>		<b>(11)</b>	<b>(75)</b>
<b>Items that will be reclassified subsequently to profit or loss</b>			
Net change in fair values of investments other than equity shares carried at fair value through OCI		237	(679)
Net change in intrinsic value of derivatives designated as cash flow hedges		1	(25)
Net change in time value of derivatives designated as cash flow hedges		13	32
Exchange differences on translation of financial statements of foreign operations		44	655
<b>Income tax on items that will be reclassified subsequently to profit or loss</b>		<b>(39)</b>	<b>236</b>
<b>TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES)</b>		<b>237</b>	<b>492</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>46,336</b>	<b>42,795</b>
<b>Profit for the year attributable to:</b>			
Shareholders of the Company		45,908	42,147
Non-controlling interests		191	156
<b>Other comprehensive income for the year attributable to:</b>		<b>46,099</b>	<b>42,303</b>
Shareholders of the Company		299	493
Non-controlling interests		(62)	(1)
<b>Total comprehensive income for the year attributable to:</b>		<b>237</b>	<b>492</b>
Shareholders of the Company		46,207	42,640
Non-controlling interests		129	155
<b>Earnings per equity share:- Basic and diluted (₹)</b>	18	<b>46,336</b>	<b>42,795</b>
Weighted average number of equity shares		125.88	115.19
		364,68,51,755	365,90,51,373

### NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For and on behalf of the Board

For **B S R & Co. LLP**  
*Chartered Accountants*

**K Krishivasan**  
*CEO and Managing Director*

**N Ganapathy Subramanian**  
*COO and Executive Director*

Firm's registration no: 101248W/W-100022

**Amit Somani**  
*Partner*  
 Membership No: 060154

**Samir Seksaria**  
*CFO*

**Pradeep Manohar Gaitonde**  
*Company Secretary*

Mumbai, April 12, 2024

Mumbai, April 12, 2024

## Consolidated Statement of Changes in Equity

### A. EQUITY SHARE CAPITAL

	<b>Balance as at April 1, 2023</b>	<b>Changes in equity share capital due to prior period errors</b>	<b>Restated balance as at April 1, 2023</b>	<b>Changes in equity share capital during the year*</b>	<b>Restated balance as at March 31, 2024</b>	<b>(₹ crore)</b>
	366	-	366	366	366	366

\*Refer note 8(m).

### B. OTHER EQUITY

	<b>Reserves and surplus</b>		<b>Items of other comprehensive income</b>		<b>Equity attributable to shareholders of the Company</b>		<b>(₹ crore)</b>
	<b>Capital reserve</b>	<b>Capital redemption reserve</b>	<b>Statutory reserve</b>	<b>Investment revaluation reserve</b>	<b>Cash flow hedging reserve</b>	<b>Foreign currency translation reserve</b>	<b>(₹ crore)</b>
<b>Balance as at April 1, 2023</b>	<b>75</b>	<b>440</b>	<b>11,809</b>	<b>74,722</b>	<b>143</b>	<b>41</b>	<b>2,848</b>
Profit for the year	-	-	45,908 (13)	-	194	-	45,908
Other comprehensive income / (losses)	-	-	<b>45,895</b>	<b>-</b>	<b>194</b>	<b>1</b>	<b>107</b>
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(25,137)</b>	<b>-</b>	<b>1</b>	<b>10</b>	<b>46,207</b>
Dividend	-	-	(46) (3,959) (17,000) 4 9,875 (5,450)	-	-	-	(25,137) (46) (3,959) (16,996)
Expenses for buy-back of equity shares <sup>1</sup>	-	-	-	-	-	-	-
Tax on buy-back of equity shares <sup>1</sup>	-	-	-	-	-	-	-
Buy-back of equity shares <sup>1</sup>	-	-	-	-	-	-	-
Transfer to Special Economic Zone re-investment reserve	-	-	-	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	-	-	-	-	-	-
Transfer to reserves	-	-	-	-	-	-	-
<b>Balance as at March 31, 2024</b>	<b>75</b>	<b>444</b>	<b>16,234</b>	<b>70,033</b>	<b>160</b>	<b>235</b>	<b>9</b>
<b>Balance as at April 1, 2022</b>	<b>75</b>	<b>440</b>	<b>7,287</b>	<b>78,158</b>	<b>162</b>	<b>488</b>	<b>27</b>
Profit for the year	-	-	-	42,147 275	-	(53)	2,189
Other comprehensive income / (losses)	-	-	-	(447) (447)	(19)	-	88,773
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>42,422</b>	<b>-</b>	<b>(19)</b>	<b>25</b>	<b>42,640</b>
Dividend	-	-	(41,347) 8 8,380 (3,858)	-	-	-	(41,347) (8)
Purchase of non-controlling interests	-	-	-	-	-	-	-
Transfer to Special Economic Zone re-investment reserve	-	-	-	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	-	-	-	-	-	-
Transfer to reserves	-	-	-	-	-	-	-
<b>Balance as at March 31, 2023</b>	<b>75</b>	<b>440</b>	<b>11,809</b>	<b>74,722</b>	<b>143</b>	<b>41</b>	<b>8</b>
<b>Balance as at April 1, 2023</b>	<b>75</b>	<b>440</b>	<b>11,809</b>	<b>74,722</b>	<b>143</b>	<b>41</b>	<b>8</b>

\*Refer note 8(m).

<sup>1</sup>Loss of ₹13 crore and gain of ₹275 crore on re-measurement of defined employee benefit plans (net of tax) is recognised as a part of retained earnings for the years ended March 31, 2024 and 2023, respectively.

Total equity (primarily retained earnings) includes ₹1,612 crore and ₹1,601 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

## Nature and purpose of reserves

### (a) Capital reserve

The Group recognises profit and loss on purchase, sale, issue or cancellation of the Group's own equity instruments to capital reserve.

### (b) Capital redemption reserve

As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

### (c) Special Economic Zone re-investment reserve

The Special Economic Zone (SEZ) re-investment reserve is created out of the profit of eligible SEZ units in terms of the provisions of section 10AA(1)(ii) of the Income-tax Act, 1961. The reserve will be utilised by the Group for acquiring new assets for the purpose of its business as per the terms of section 10AA(2) of Income-tax Act, 1961.

### (d) Retained earnings

This reserve represents undistributed accumulated earnings of the Group as on the balance sheet date.

### (e) Statutory reserve

Statutory reserves are created to adhere to requirements of

applicable laws and will be utilised in accordance with the said laws.

### (f) Investment revaluation reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity and debt instruments on the balance sheet date measured at fair value through other comprehensive income. The reserves accumulated will be reclassified to retained earnings and profit and loss respectively, when such instruments are disposed.

### (g) Cash flow hedging reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

### (h) Foreign currency translation reserve

The exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian Rupee is recognised in other comprehensive income and is presented within equity in the foreign currency translation reserve.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's registration no: 101248W/W-100022

**Amit Somani**  
*Partner*  
 Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

**K Krishivasan**  
*CEO and Managing Director*

**N Ganapathy Subramaniam**  
*COO and Executive Director*

**Samir Seksaria**  
*CFO*

**Pradeep Manohar Gaitonde**  
*Company Secretary*

Mumbai, April 12, 2024

## Consolidated Statement of Cash Flows

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<b>Profit for the year</b>	46,099	42,303
<b>Adjustments for:</b>		
Depreciation and amortisation expense	4,985	5,022
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	114	140
Tax expense	15,898	14,604
Net (gain) / loss on lease modification	(7)	2
Unrealised foreign exchange gain	(17)	(189)
Net gain on disposal of property, plant and equipment	(7)	(26)
Net gain on disposal / fair valuation of investments	(312)	(224)
Interest income	(3,781)	(3,248)
Dividend income	(41)	(15)
Finance costs	778	779
<b>Operating profit before working capital changes</b>	<b>63,709</b>	<b>59,148</b>
<b>Net change in</b>		
Inventories	-	(8)
Trade receivables		
Billed	(3,327)	(6,501)
Unbilled	(5)	(1,182)
Loans and other financial assets	(301)	261
Other assets	(3,160)	(25)
Trade payables	(632)	2,036
Unearned and deferred revenue	(740)	39
Other financial liabilities	(695)	1,417
Other liabilities and provisions	1,978	(254)
<b>Cash generated from operations</b>	<b>56,827</b>	<b>54,931</b>
Taxes paid (net of refunds)	(12,489)	(12,966)
<b>Net cash generated from operating activities</b>	<b>44,338</b>	<b>41,965</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Bank deposits placed	(9,471)	(4,548)
Inter-corporate deposits placed	-	(8,293)
Purchase of investments <sup>#</sup>	(141,011)	(129,745)
Payment for purchase of property, plant and equipment	(2,202)	(2,532)
Payment including advances for acquiring right-of-use assets	(30)	(213)
Payment for purchase of intangible assets	(442)	(355)
Proceeds from bank deposits	8,089	6,252
Proceeds from inter-corporate deposits	846	13,654
Proceeds from disposal / redemption of investments <sup>#</sup>	1,47,204	1,22,687
Proceeds from sub-lease receivable	3	2
Proceeds from disposal of property, plant and equipment	17	37

## Consolidated Statement of Cash Flows

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Proceeds from disposal of intangible assets	7	-
Interest received	2,990	3,080
Dividend received	26	13
<b>Net cash generated from investing activities</b>	<b>6,026</b>	<b>39</b>
 <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Repayment of lease liabilities	(1,614)	(1,515)
Interest paid	(699)	(779)
Dividend paid	(25,137)	(41,347)
Dividend paid to non-controlling interests	(81)	(63)
Transfer of funds to buy-back escrow account	(425)	-
Transfer of funds from buy-back escrow account	425	18
Expenses for buy-back of equity shares (Refer note 8(m))	(46)	-
Tax on buy-back of equity shares (Refer note 8(m))	(3,959)	(4,192)
Buy-back of equity shares (Refer note 8(m))	(17,000)	-
<b>Net cash used in financing activities</b>	<b>(48,536)</b>	<b>(47,878)</b>
<b>Net change in cash and cash equivalents</b>	<b>1,828</b>	<b>(5,874)</b>
Cash and cash equivalents at the beginning of the year	7,123	12,488
Exchange difference on translation of foreign currency cash and cash equivalents	65	509
<b>Cash and cash equivalents at the end of the year</b>	<b>9,016</b>	<b>7,123</b>
 <b>Components of cash and cash equivalents</b>		
<b>Balances with banks</b>		
In current accounts	2,804	2,114
In deposit accounts	6,212	4,999
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	10
	<b>9,016</b>	<b>7,123</b>

\*Represents values less than ₹0.50 crore.

<sup>#</sup>Purchase of investments include ₹297 crore and ₹165 crore for the years ended March 31, 2024 and 2023, respectively, and proceeds from disposal / redemption of investments include ₹163 crore and ₹161 crore for the years ended March 31, 2024 and 2023, respectively, held by trusts and TCS Foundation held for specified purposes.

### NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's registration no: 101248W/W-100022

**Amit Somani**  
*Partner*  
 Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

**K Krishivasan**  
*CEO and Managing Director*

**N Ganapathy Subramaniam**  
*COO and Executive Director*

**Samir Seksaria**  
*CFO*

**Pradeep Manohar Gaitonde**  
*Company Secretary*

Mumbai, April 12, 2024

## Notes forming part of Consolidated Financial Statements

### 1) Corporate information

Tata Consultancy Services Limited ("the Company") and its subsidiaries (collectively together with employee welfare trusts referred to as "the Group") provide IT services, consulting and business solutions and have been partnering with many of the world's largest businesses in their transformation journeys. The Group offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions. This is delivered through its unique Location-Independent Agile delivery model recognised as a benchmark of excellence in software development.

The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is TCS House, Raveline Street, Fort, Mumbai- 400001. As at March 31, 2024, Tata Sons Private Limited, the holding company owned 71.74% of the Company's equity share capital.

The Board of Directors approved the consolidated financial statements for the year ended March 31, 2024 and authorised for issue on April 12, 2024.

### 2) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

### 3) Basis of preparation

These consolidated financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortised cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Group has considered an operating cycle of 12 months.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated. The Group considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The functional currency of the Company and its Indian subsidiaries is the Indian Rupee (₹). The functional currency of foreign subsidiaries is the currency of the primary economic environment in which the entity operates. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The material accounting policy information related to preparation of the consolidated financial statements have been discussed in the respective notes.

### 4) Basis of consolidation

The Company consolidates all entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

The results of subsidiaries acquired, or sold, during the year are consolidated from the effective date of acquisition and up to the effective date of disposal, as appropriate.

The financial statements of the Group companies are consolidated on a line-by-line basis and all inter-company transactions, balances, income and expenses are eliminated in full on consolidation.

Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

Assets and liabilities of entities with functional currency other than the functional currency of the Company have been translated using exchange rates prevailing on the balance sheet date. Statement of profit and loss of such entities has been translated using weighted average exchange rates. Translation adjustments have been reported as foreign currency translation reserve in the statement of changes in equity. When a foreign operation is disposed off in its entirety or partially such that control, significant influence or joint control is lost, the cumulative

## Notes forming part of Consolidated Financial Statements

amount of exchange differences related to that foreign operation recognised in OCI is reclassified to statement of profit and loss as part of the gain or loss on disposal.

### **5) Use of estimates and judgements**

The preparation of consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Group to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of consolidated financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The Group uses the following critical accounting judgements, estimates and assumptions in preparation of its consolidated financial statements:

#### **(a) Revenue recognition**

Revenue for fixed-price contracts is recognised using percentage-of-completion method. The Group estimates the future cost-to-completion of the contracts which is used to determine degree of completion of the performance obligation.

The Group exercises judgement for identification of performance obligations, determination of transaction price, ascribing the transaction price to each distinct performance obligation and in determining whether the performance obligation is satisfied at a point in time or over a period of time. These judgements have been explained in detail under the revenue recognition note (Refer note 12).

#### **(b) Useful lives of property, plant and equipment**

The Group reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods (Refer note 10(a)).

#### **(c) Impairment of goodwill**

The Group estimates the value-in-use of the cash generating units (CGUs) based on the future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rates used for the CGUs represent the weighted average cost of capital based on the historical market returns of comparable companies (Refer note 10(b)).

#### **(d) Fair value measurement of financial instruments**

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets,

their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

#### **(e) Impairment of financial assets (other than at fair value)**

Measurement of impairment of financial assets require use of estimates, which have been explained in the note on financial assets, financial liabilities and equity instruments, under impairment of financial assets (other than at fair value) (Refer note 8)).

#### **(f) Provision for income tax and deferred tax assets**

The Group uses judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

#### **(g) Provisions and contingent liabilities**

The Group estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Group uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

#### **(h) Employee benefits**

The accounting of employee benefit plans in the nature of defined benefit requires the Group to use assumptions. These assumptions have been explained under employee benefits note (Refer note 14).

## Notes forming part of Consolidated Financial Statements

### (i) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the noncancelable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the noncancelable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

### 6) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

### 7) Business combinations

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the consolidated statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the

amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity is recorded in shareholders' equity.

### 8) Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired.

#### Cash and cash equivalents

The Group considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

#### Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

## Notes forming part of Consolidated Financial Statements

The Group has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in other comprehensive income.

### **Financial assets at fair value through profit or loss**

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

### **Financial liabilities**

Financial liabilities are measured at amortised cost using the effective interest method.

### **Equity instruments**

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received net of direct issue cost.

### **Derivative accounting**

- **Instruments in hedging relationship**

The Group designates certain foreign exchange forward, currency options and futures contracts as hedge instruments in respect of foreign exchange risks. These hedges are accounted for as cash flow hedges.

The Group uses hedging instruments that are governed by the financial risk management policy as approved by the Risk Management Committee. The policy provides principles on the use of such financial derivatives consistent with the risk management strategy of the company and its subsidiaries. While determining the appropriate hedge ratio, the Group takes into consideration the prevailing macro-economic conditions, the availability and liquidity of the hedging instruments, tolerance levels for hedge ineffectiveness and the costs of hedging. The hedging activities are reviewed by the Risk Management Committee every quarter and future course of action is determined.

The hedge instruments are designated and documented as hedges at the inception of the contract. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at inception and on an ongoing basis. If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately

reclassified in net foreign exchange gains in the statement of profit and loss.

The effective portion of change in the fair value of the designated hedging instrument is recognised in the other comprehensive income and accumulated under the heading cash flow hedging reserve.

The Group separates the intrinsic value and time value of an option and designates as hedging instruments only the change in intrinsic value of the option. The change in fair value of the intrinsic value and time value of an option is recognised in the other comprehensive income and accounted as a separate component of equity. Such amounts are reclassified into the statement of profit and loss when the related hedged items affect profit and loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity till that time remains and is recognised in statement of profit and loss when the forecasted transaction ultimately affects profit and loss. Any gain or loss is recognised immediately in the statement of profit and loss when the hedge becomes ineffective.

- **Instruments not in hedging relationship**

The Group enters into contracts that are effective as hedges from an economic perspective, but they do not qualify for hedge accounting. The change in the fair value of such instrument is recognised in the statement of profit and loss.

### **Impairment of financial assets (other than at fair value)**

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. In determining the allowance for expected credit losses, the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

## Notes forming part of Consolidated Financial Statements

### (a) Investments

Investments consist of the following:

#### Investments – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Investments designated at fair value through OCI</b>		
Fully paid equity shares		
Mozido LLC (unquoted)	83	82
FCM LLC (unquoted)	63	62
Taj Air Limited (unquoted)	19	19
Philippine Dealing System Holdings Corporation (unquoted)	8	7
LATAM Airlines Group S.A. (quoted)	1	-
Less: Impairment in value of investments	(142)	(134)
<b>Investments carried at amortised cost</b>		
Government bonds and securities (quoted)	188	188
Corporate bonds (quoted)	61	42
	<b>281</b>	<b>266</b>

Investments – Non-current includes ₹249 crore and ₹229 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts held for specified purposes.

#### Investments – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Investments carried at fair value through profit or loss</b>		
Mutual fund units (quoted)	2,360	2,296
<b>Investments carried at fair value through OCI</b>		
Government bonds and securities (quoted)	24,746	26,128
Corporate bonds (quoted)	3,406	3,110
<b>Investments carried at amortised cost</b>		
Corporate bonds (quoted)	30	10
Certificate of deposits (quoted)	-	2,955
Commercial papers (quoted)	939	2,398
	<b>31,481</b>	<b>36,897</b>

Investments – Current includes ₹196 crore and ₹68 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

Government bonds and securities includes bonds pledged with bank for credit facility amounting to NIL and ₹1,650 crore as at March 31, 2024 and 2023, respectively.

Aggregate value of quoted and unquoted investments is as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Aggregate value of quoted investments	31,731	37,127
Aggregate value of unquoted investments (net of impairment)	31	36
Aggregate market value of quoted investments	31,729	37,121
Aggregate value of impairment of investments	142	134

## Notes forming part of Consolidated Financial Statements

Market value of quoted investments carried at amortised cost is as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Government bonds and securities	186	186
Corporate bonds	91	50
Certificate of deposits	-	2,951
Commercial papers	939	2,400

Equity instruments designated at fair value through OCI are as follows:

	(₹ crore)				
In Numbers	Currency	Face value per share	Equity instruments designated at fair value through OCI	As at March 31, 2024	As at March 31, 2023
1,00,00,000	USD	1	<b>Fully paid equity shares</b>		
15	USD	5,00,000	Mozido LLC (unquoted)	83	82
1,90,00,000	INR	10	FCM LLC (unquoted)	63	62
5,00,000	PHP	100	Taj Air Limited (unquoted)	19	19
66,05,679	CLP	1	Philippine Dealing System Holdings Corporation (unquoted)	8	7
			LATAM Airlines Group S.A. (quoted)	1	-
			Less: Impairment in value of investments	(142)	(134)
				<b>32</b>	<b>36</b>

The movement in fair value of investments carried / designated at fair value through OCI is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Balance at the beginning of the year</b>	<b>41</b>	<b>488</b>
Net loss arising on revaluation of financial assets carried at fair value	(6)	(2)
Net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income	248	(676)
Deferred tax relating to net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income	(40)	233
Net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income	(11)	(3)
Deferred tax relating to net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income	3	1
<b>Balance at the end of the year</b>	<b>235</b>	<b>41</b>

### (b) Trade receivables – Billed

Trade receivables- Billed (unsecured) consist of the following:

#### Trade receivables - Billed – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Trade receivables- Billed	765	824
Less: Allowance for expected credit losses	(638)	(675)
<b>Considered good</b>	<b>127</b>	<b>149</b>

## Notes forming part of Consolidated Financial Statements

Ageing for trade receivables – non-current outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					(₹ crore)
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	-	-	-	55	86	590	731
Disputed trade receivables – considered good	-	-	-	2	-	32	34
	-	-	-	57	86	622	765
<b>Less: Allowance for expected credit losses</b>							(638)
							127
<b>Trade receivables - Unbilled</b>							
							16
							143

Ageing for trade receivables – non-current outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					(₹ crore)
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	-	-	-	71	83	638	792
Disputed trade receivables – considered good	-	-	-	-	8	24	32
	-	-	-	71	91	662	824
<b>Less: Allowance for expected credit losses</b>							(675)
							149
<b>Trade receivables - Unbilled</b>							
							199
							348

### Trade receivables - Billed – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Trade receivables- Billed	44,722	41,244
Less: Allowance for expected credit losses	(365)	(297)
<b>Considered good</b>	<b>44,357</b>	<b>40,947</b>
Trade receivables- Billed	264	343
Less: Allowance for expected credit losses	(187)	(241)
<b>Credit impaired</b>	<b>77</b>	<b>102</b>
	<b>44,434</b>	<b>41,049</b>

## Notes forming part of Consolidated Financial Statements

Ageing for trade receivables – current outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total (₹ crore)
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	38,188	4,952	889	383	6	279	44,697
Undisputed trade receivables – credit impaired	-	6	19	62	18	159	264
Disputed trade receivables – considered good	-	-	-	-	-	25	25
	<b><u>38,188</u></b>	<b><u>4,958</u></b>	<b><u>908</u></b>	<b><u>445</u></b>	<b><u>24</u></b>	<b><u>463</u></b>	<b><u>44,986</u></b>
<b>Less: Allowance for expected credit losses</b>							<b><u>(552)</u></b>
<b>Trade receivables - Unbilled</b>							<b><u>44,434</u></b>
							<b><u>9,143</u></b>
							<b><u>53,577</u></b>

Ageing for trade receivables – current outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total (₹ crore)
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	36,529	3,360	889	119	53	256	41,206
Undisputed trade receivables – credit impaired	65	42	2	24	36	170	339
Disputed trade receivables – considered good	-	-	12	1	-	25	38
Disputed trade receivables – credit impaired	-	-	-	-	1	3	4
	<b><u>36,594</u></b>	<b><u>3,402</u></b>	<b><u>903</u></b>	<b><u>144</u></b>	<b><u>90</u></b>	<b><u>454</u></b>	<b><u>41,587</u></b>
<b>Less: Allowance for expected credit losses</b>							<b><u>(538)</u></b>
<b>Trade receivables - Unbilled</b>							<b><u>41,049</u></b>
							<b><u>8,905</u></b>
							<b><u>49,954</u></b>

Above balances of trade receivables- billed includes balances with related parties (Refer note 22).

### (c) Cash and cash equivalents

Cash and cash equivalents consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Balances with banks</b>		
In current accounts	2,804	2,114
In deposit accounts	6,212	4,999
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	10
	<b><u>9,016</u></b>	<b><u>7,123</u></b>

\*Represents value less than ₹0.50 crore.

Balances with banks in current accounts include ₹9 crore and ₹8 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts held for specified purposes.

## Notes forming part of Consolidated Financial Statements

### (d) Other balances with banks

Other balances with banks consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Earmarked balances with banks	471	685
Short-term bank deposits	<u>3,799</u>	<u>3,224</u>
	<b>4,270</b>	<b>3,909</b>

Earmarked balances with banks primarily relate to margin money for purchase of investments, unclaimed dividends and liquidity backstop as a part of regulatory requirements.

Short-term bank deposits include ₹517 crore and ₹425 crore as at March 31, 2024 and 2023, respectively, pertaining to TCS foundation held for specified purposes.

### (e) Loans

Loans (unsecured) consist of the following:

#### Loans – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Considered good</b>		
Inter-corporate deposits	-	170
Loans to employees	<u>2</u>	<u>3</u>
	<b>2</b>	<b>173</b>

#### Loans – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Considered good</b>		
Inter-corporate deposits	170	846
Loans to employees	321	479
<b>Credit impaired</b>		
Loans to employees	-	32
Less: Allowance for loans to employees	<u>-</u>	<u>(32)</u>
	<b>491</b>	<b>1,325</b>

Inter-corporate deposits placed with financial institutions yield fixed interest rate. Inter-corporate deposits include ₹110 crore and ₹932 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

### (f) Other financial assets

Other financial assets consist of the following:

#### Other financial assets – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Security deposits	749	614
Earmarked balances with banks	213	192
Long-term bank deposits	2,248	1,334
Interest receivable	62	2
Others	<u>-</u>	<u>7</u>
	<b>3,272</b>	<b>2,149</b>

## Notes forming part of Consolidated Financial Statements

### Other financial assets - Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Security deposits	339	378
Fair value of foreign exchange derivative assets	141	191
Interest receivable	764	720
Advances to employees	368	-
Less: Allowance for advances to employees	(43)	-
Others	134	30
	<b>1,703</b>	<b>1,319</b>

Long-term bank deposits include ₹1,495 crore and ₹417 crore as at March 31, 2024 and 2023, respectively, pertaining to TCS Foundation held for specified purposes.

Interest receivable includes ₹111 crore and ₹66 crore as at March 31, 2024 and 2023, respectively, pertaining to trusts and TCS Foundation held for specified purposes.

### (g) Trade payables

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade payables</b>						
MSME*	82	-	-	-	-	82
Others	1,001	2,025	29	7	43	3,105
Disputed dues- Others	8	11	-	-	30	49
	<b>1091</b>	<b>2036</b>	<b>29</b>	<b>7</b>	<b>73</b>	<b>3,236</b>
<b>Accrued expenses</b>						
						<b>6,745</b>
						<b>9,981</b>

\* MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade payables</b>						
Others	1,776	1,903	(2)	11	42	3,730
Disputed dues- Others	-	-	-	-	29	29
	<b>1776</b>	<b>1903</b>	<b>(2)</b>	<b>11</b>	<b>71</b>	<b>3,759</b>
<b>Accrued expenses</b>						
						<b>6,756</b>
						<b>10,515</b>

## Notes forming part of Consolidated Financial Statements

### (h) Other financial liabilities

Other financial liabilities consist of the following:

#### Other financial liabilities – Non-current

	(₹ crore)	As at March 31, 2024	As at March 31, 2023
Capital creditors		69	120
Others		296	233
	<b>365</b>	<b>353</b>	

Others include advance taxes paid of ₹226 crore and ₹226 crore as at March 31, 2024 and 2023, respectively, by the seller of TCS e-Serve Limited (merged with the Company) which, on refund by tax authorities, is payable to the seller.

#### Other financial liabilities – Current

	(₹ crore)	As at March 31, 2024	As at March 31, 2023
Accrued payroll		5,760	6,847
Unclaimed dividends		53	51
Fair value of foreign exchange derivative liabilities		114	141
Capital creditors		625	731
Liabilities towards customer contracts		1,509	1,137
Others		301	161
	<b>8,362</b>	<b>9,068</b>	

### (i) Financial instruments by category

The carrying value of financial instruments by categories as at March 31, 2024 is as follows:

	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
<b>Financial assets</b>						
Cash and cash equivalents	-	-	-	-	9,016	9,016
Bank deposits	-	-	-	-	6,047	6,047
Earmarked balances with banks	-	-	-	-	684	684
Investments	2,360	28,184	-	-	1,218	31,762
Trade receivables						
Billed	-	-	-	-	44,561	44,561
Unbilled	-	-	-	-	9,159	9,159
Loans	-	-	-	-	493	493
Other financial assets	-	-	46	95	2,373	2,514
	<b>2,360</b>	<b>28,184</b>	<b>46</b>	<b>95</b>	<b>73,551</b>	<b>1,04,236</b>
<b>Financial liabilities</b>						
Trade payables	-	-	-	-	9,981	9,981
Lease liabilities	-	-	-	-	8,021	8,021
Other financial liabilities	-	-	-	114	8,613	8,727
	<b>-</b>	<b>-</b>	<b>-</b>	<b>114</b>	<b>26,615</b>	<b>26,729</b>

Loans include inter-corporate deposits of ₹170 crore, with original maturity period within 24 months.

## Notes forming part of Consolidated Financial Statements

The carrying value of financial instruments by categories as at March 31, 2023 is as follows:

	(₹ crore)					
	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
<b>Financial assets</b>						
Cash and cash equivalents	-	-	-	-	7,123	7,123
Bank deposits	-	-	-	-	4,558	4,558
Earmarked balances with banks	-	-	-	-	877	877
Investments	2,296	29,274	-	-	5,593	37,163
Trade receivables						
Billed	-	-	-	-	41,198	41,198
Unbilled	-	-	-	-	9,104	9,104
Loans	-	-	-	-	1,498	1,498
Other financial assets	-	-	37	154	1,751	1,942
	<b>2,296</b>	<b>29,274</b>	<b>37</b>	<b>154</b>	<b>71,702</b>	<b>1,03,463</b>
<b>Financial liabilities</b>						
Trade payables	-	-	-	-	10,515	10,515
Lease liabilities	-	-	-	-	7,688	7,688
Other financial liabilities	-	-	-	141	9,280	9,421
	<b>-</b>	<b>-</b>	<b>-</b>	<b>141</b>	<b>27,483</b>	<b>27,624</b>

Loans include inter-corporate deposits of ₹1,016 crore, with original maturity period within 24 months.

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade payables as at March 31, 2024 and 2023, approximate the fair value due to their nature. Carrying amounts of bank deposits, earmarked balances with banks, other financial assets and other financial liabilities which are subsequently measured at amortised cost also approximate the fair value due to their nature in each of the periods presented. Fair value measurement of lease liabilities is not required. Fair value of investments carried at amortised cost is ₹1,215 crore and ₹5,587 crore as at March 31, 2024 and 2023, respectively.

### (j) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The cost of unquoted investments included in Level 3 of fair value hierarchy approximate their fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

## Notes forming part of Consolidated Financial Statements

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis (but fair value disclosures are required):

	(₹ crore)			
<b>As at March 31, 2024</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
<b>Financial assets</b>				
Mutual fund units	2,360	-	-	2,360
Equity shares	1	-	31	32
Government bonds and securities	24,932	-	-	24,932
Corporate bonds	3,497	-	-	3,497
Commercial papers	939	-	-	939
Fair value of foreign exchange derivative assets	-	141	-	141
	<b><u>31,729</u></b>	<b><u>141</u></b>	<b><u>31</u></b>	<b><u>31,901</u></b>
<b>Financial liabilities</b>				
Fair value of foreign exchange derivative liabilities	-	114	-	114
	<b><u>-</u></b>	<b><u>114</u></b>	<b><u>-</u></b>	<b><u>114</u></b>
	<b><u>-</u></b>	<b><u>114</u></b>	<b><u>-</u></b>	<b><u>114</u></b>

	(₹ crore)			
<b>As at March 31, 2023</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
<b>Financial assets</b>				
Mutual fund units	2,296	-	-	2,296
Equity shares	-	-	36	36
Government bonds and securities	26,314	-	-	26,314
Corporate bonds	3,160	-	-	3,160
Certificate of deposits	2,951	-	-	2,951
Commercial papers	2,400	-	-	2,400
Fair value of foreign exchange derivative assets	-	191	-	191
	<b><u>37,121</u></b>	<b><u>191</u></b>	<b><u>36</u></b>	<b><u>37,348</u></b>
<b>Financial liabilities</b>				
Fair value of foreign exchange derivative liabilities	-	141	-	141
	<b><u>-</u></b>	<b><u>141</u></b>	<b><u>-</u></b>	<b><u>141</u></b>
	<b><u>-</u></b>	<b><u>141</u></b>	<b><u>-</u></b>	<b><u>141</u></b>

Reconciliation of Level 3 fair value measurement of financial assets is as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>Balance at the beginning of the year</b>	<b>36</b>	<b>36</b>
Impairment in value of investments	(6)	(2)
Translation exchange difference	1	2
<b>Balance at the end of the year</b>	<b>31</b>	<b>36</b>

### (k) Derivative financial instruments and hedging activity

The Group's revenue is denominated in various foreign currencies. Given the nature of the business, a large portion of the costs are denominated in Indian Rupee. This exposes the Group to currency fluctuations.

The Board of Directors has constituted a Risk Management Committee (RMC) to frame, implement and monitor the risk management plan of the Group which inter-alia covers risks arising out of exposure to foreign currency fluctuations. Under the guidance and framework provided by the RMC, the Group uses various derivative instruments such as foreign exchange forward, currency options and futures contracts in which the counter party is generally a bank.

## Notes forming part of Consolidated Financial Statements

The following are outstanding currency options contracts, which have been designated as cash flow hedges:

Foreign currency	As at March 31, 2024			As at March 31, 2023		
	No. of contracts	No. of contracts (In million)	Fair value (₹ crore)	No. of contracts	No. of contracts (In million)	Fair value (₹ crore)
US Dollar	19	475	6	8	225	13
Great Britain Pound	29	230	24	22	200	14
Euro	28	235	16	22	203	10

The movement in cash flow hedging reserve for derivatives designated as cash flow hedges is as follows:

	(₹ crore)			
	Year ended March 31, 2024		Year ended March 31, 2023	
Balance at the beginning of the year	Intrinsic value	Time value	Intrinsic value	Time value
(Gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	8 (139)	(28) 241	27 (376)	(53) 488
Deferred tax on (gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	31	(55)	90	(144)
Change in the fair value of effective portion of cash flow hedges	140	(228)	351	(456)
Deferred tax on change in the fair value of effective portion of cash flow hedges	(31)	52	(84)	137
<b>Balance at the end of the year</b>	<b>9</b>	<b>(18)</b>	<b>8</b>	<b>(28)</b>

The Group has entered into derivative instruments not in hedging relationship by way of foreign exchange forward, currency options and futures contracts. As at March 31, 2024 and 2023, the notional amount of outstanding contracts aggregated to ₹50,982 crore and ₹47,500 crore, respectively, and the respective fair value of these contracts have a net loss of ₹19 crore and gain of ₹13 crore.

Exchange gain of ₹109 crore and loss of ₹1,162 crore on foreign exchange forward, currency options and futures contracts that do not qualify for hedge accounting have been recognised in the consolidated statement of profit and loss for the years ended March 31, 2024 and 2023, respectively.

Net foreign exchange gain / (loss) include loss of ₹102 crore and ₹112 crore transferred from cash flow hedging reserve to profit and loss on occurrence of forecasted hedge transactions for the years ended March 31, 2024 and 2023, respectively.

Net loss on derivative instruments of ₹9 crore recognised in cash flow hedging reserve as at March 31, 2024, is expected to be transferred to the statement of profit and loss by March 31, 2025. The maximum period over which the exposure to cash flow variability has been hedged is through calendar year 2024.

Following table summarises approximate gain / (loss) on Group's other comprehensive income on account of appreciation / depreciation of the underlying foreign currencies:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
10% Appreciation of the underlying foreign currencies	-	-
10% Depreciation of the underlying foreign currencies	910	544

### (I) Financial risk management

The Group is exposed primarily to fluctuations in foreign currency exchange rates, credit, liquidity and interest rate risks, which may adversely impact the fair value of its financial instruments. The Group has a risk management policy which covers risks associated with the financial assets and liabilities. The risk management policy is approved by the Board of Directors. The focus of the risk management committee is to assess the unpredictability of the financial environment and to mitigate potential adverse effects on the financial performance of the Group.

## Notes forming part of Consolidated Financial Statements

### Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Group's exposure to market risk is primarily on account of foreign currency exchange rate risk.

- Foreign currency exchange rate risk**

The fluctuation in foreign currency exchange rates may have potential impact on the consolidated statement of profit and loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the respective entities. Considering the countries and economic environment in which the Group operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries.

The Group, as per its risk management policy, uses derivative instruments primarily to hedge foreign exchange. Further, any movement in the functional currencies of the various operations of the Group against major foreign currencies may impact the Group's revenue in international business.

The Group evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

The foreign exchange rate sensitivity is calculated by aggregation of the net foreign exchange rate exposure and a simultaneous parallel foreign exchange rates shift of all the currencies by 10% against the respective functional currencies of Tata Consultancy Services Limited and its subsidiaries.

The following analysis has been worked out based on the net exposures for each of the subsidiaries and

Tata Consultancy Services Limited as of the date of balance sheet which could affect the statement of profit and loss and other comprehensive income and equity. Further the exposure as indicated below is mitigated by some of the derivative contracts entered into by the Group as disclosed in note 8(k).

The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2024:

	(₹ crore)			
	USD	EUR	GBP	Others
Net financial assets	2,753	518	161	3,508
Net financial liabilities	(7,129)	(253)	(2,185)	(753)

10% appreciation / depreciation of the respective functional currency of Tata Consultancy Services Limited and its subsidiaries with respect to various foreign currencies would result in increase / decrease in the Group's profit before taxes by approximately ₹338 crore for the year ended March 31, 2024.

The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2023:

	(₹ crore)			
	USD	EUR	GBP	Others
Net financial assets	3,869	262	90	2,136
Net financial liabilities	(11,021)	(657)	(1,536)	(270)

10% appreciation / depreciation of the respective functional currency of Tata Consultancy Services Limited and its subsidiaries with respect to various foreign currencies would result in increase / decrease in the Group's profit before taxes by approximately ₹713 crore for the year ended March 31, 2023.

- Interest rate risk**

The Group's investments are primarily in fixed rate interest bearing investments. Hence, the Group is not significantly exposed to interest rate risk.

## Notes forming part of Consolidated Financial Statements

### Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Refer note 5 for methods, assumptions and information used to measure expected credit losses.

Financial instruments that are subject to credit risk consist of trade receivables, loans, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. Inter-corporate deposits of ₹170 crore are with a financial institution having a high credit-rating assigned by credit-rating agencies. Bank deposits include an amount of ₹5,197 crore held with two banks having high credit rating which are individually in excess of 10% or more of the Group's total bank deposits as at March 31, 2024. None of the other financial instruments of the Group result in material concentration of credit risk.

- Exposure to credit risk**

The carrying amount of financial assets and contract assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹2,96,130 crore and ₹1,09,258 crore as at March 31, 2024 and 2023, respectively, being the total of the carrying amount of balances with banks, bank deposits, investments, trade receivables, loans, contract assets and other financial assets.

The Group's exposure to customers is diversified and no single customer contributes to more than 10% of outstanding trade receivables and contract assets as at March 31, 2024 and 2023.

- Geographic concentration of credit risk**

Geographic concentration of trade receivables (gross and net of allowances) and contract assets is as follows:

	As at March 31, 2024		As at March 31, 2023	
	Gross%	Net%	Gross%	Net%
United States of America	42.07	42.67	43.65	44.31
India	18.68	17.44	15.45	14.06
United Kingdom	16.56	16.86	16.05	16.37

Geographical concentration of trade receivables (gross and net of allowances) and contract assets is allocated based on the location of the customers.

The allowance for lifetime expected credit losses on trade receivables for the years ended March 31, 2024 and 2023, was ₹98 crore and ₹126 crore respectively. The reconciliation of allowance for expected credit losses is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Balance at the beginning of the year</b>		
Change during the year	1,213	1,333
Bad debts written off	98	126
Translation exchange difference	(118)	(253)
<b>Balance at the end of the year</b>	<b>1,190</b>	<b>7</b>

### Liquidity risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

## Notes forming part of Consolidated Financial Statements

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

<b>March 31, 2024</b>	(₹ crore)				
	<b>Due in 1<sup>st</sup> year</b>	<b>Due in 2<sup>nd</sup> year</b>	<b>Due in 3<sup>rd</sup> to 5<sup>th</sup> year</b>	<b>Due after 5<sup>th</sup> year</b>	<b>Total</b>
<b>Non-derivative financial liabilities</b>					
Trade payables	9,981	-	-	-	9,981
Lease liabilities	1,959	1,709	3,364	3,070	10,102
Other financial liabilities	8,255	51	73	245	8,624
	<b>20,195</b>	<b>1,760</b>	<b>3,437</b>	<b>3,315</b>	<b>28,707</b>
<b>Derivative financial liabilities</b>					
	<b>114</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>114</b>
	<b>20,309</b>	<b>1,760</b>	<b>3,437</b>	<b>3,315</b>	<b>28,821</b>

<b>March 31, 2023</b>	(₹ crore)				
	<b>Due in 1<sup>st</sup> year</b>	<b>Due in 2<sup>nd</sup> year</b>	<b>Due in 3<sup>rd</sup> to 5<sup>th</sup> year</b>	<b>Due after 5<sup>th</sup> year</b>	<b>Total</b>
<b>Non-derivative financial liabilities</b>					
Trade payables	10,515	-	-	-	10,515
Lease liabilities	1,969	1,771	3,185	2,836	9,761
Other financial liabilities	8,948	51	302	9	9,310
	<b>21,432</b>	<b>1,822</b>	<b>3,487</b>	<b>2,845</b>	<b>29,586</b>
<b>Derivative financial liabilities</b>					
	<b>141</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>141</b>
	<b>21,573</b>	<b>1,822</b>	<b>3,487</b>	<b>2,845</b>	<b>29,727</b>

### (m) Equity instruments

The authorised, issued, subscribed and fully paid up share capital consist of the following:

	(₹ crore)	
	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<b>Authorised</b>		
460,05,00,000 equity shares of ₹1 each	460	460
(March 31, 2023: 460,05,00,000 equity shares of ₹1 each)		
105,02,50,000 preference shares of ₹1 each	105	105
(March 31, 2023: 105,02,50,000 preference shares of ₹1 each)		
<b>Issued, Subscribed and Fully paid up</b>		
361,80,87,518 equity shares of ₹1 each	362	366
(March 31, 2023: 365,90,51,373 equity shares of ₹1 each)		

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

The Board of Directors at its meeting held on October 11, 2023, approved a proposal to buy-back upto 4,09,63,855 equity shares of the Company for an aggregate amount not exceeding ₹17,000 crore, being 1.12% of the total paid up equity share capital at ₹4,150 per equity share. The shareholders approved the same on November 15, 2023, by way of a special resolution through postal ballot. A Letter of Offer was made to all eligible shareholders. The Company bought back 4,09,63,855 equity shares out of the shares that were tendered by eligible shareholders and extinguished the equity shares on December 13, 2023. Capital redemption reserve was created to the extent of share capital extinguished (₹4 crore). The excess cost of buy-back of ₹17,046 crore (including ₹46 crore towards transaction cost of buy-back) over par value of shares and corresponding tax on buy-back of ₹3,959 crore were offset from retained earnings.

## Notes forming part of Consolidated Financial Statements

### I. Reconciliation of number of shares

	As at March 31, 2024	As at March 31, 2023
	Number of shares	Number of shares
	Amount (₹ crore)	Amount (₹ crore)
<b>Equity shares</b>		
<b>Opening balance</b>	<b>365,90,51,373</b>	<b>366</b>
Shares extinguished on buy-back	(4,09,63,855)	(4)
<b>Closing balance</b>	<b>361,80,87,518</b>	<b>362</b>
	<b>365,90,51,373</b>	<b>366</b>

### II. Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of ₹1 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### III. Shares held by Holding company, its Subsidiaries and Associates

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Equity shares</b>		
<b>Holding company</b>		
259,54,99,419 equity shares (March 31, 2023: 264,43,17,117 equity shares) are held by Tata Sons Private Limited	260	264
<b>Subsidiaries and Associates of Holding company</b>		
7,220 equity shares (March 31, 2023: 7,220 equity shares) are held by Tata Industries Limited*	-	-
10,14,172 equity shares (March 31, 2023: 10,14,172 equity shares) are held by Tata Investment Corporation Limited*	-	-
46,798 equity shares (March 31, 2023: 46,798 equity shares) are held by Tata Steel Limited*	-	-
766 equity shares (March 31, 2023: 766 equity shares) are held by The Tata Power Company Limited*	-	-
	<b>260</b>	<b>264</b>

\*Equity shares having value less than ₹0.50 crore.

### IV. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Equity shares</b>		
Tata Sons Private Limited, the holding company	259,54,99,419	264,43,17,117
% of shareholding	71.74%	72.27%

### V. Equity shares movement during five years preceding March 31, 2024

- Equity shares issued as bonus**

The Company allotted 191,42,87,591 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to ₹86 crore and capital redemption reserve amounting to ₹106 crore in the quarter ended June 30, 2018, pursuant to an ordinary resolution passed after taking the consent of shareholders through postal ballot.

- Equity shares extinguished on buy-back**

The Company bought back 4,00,00,000 equity shares for an aggregate amount of ₹18,000 crore being 1.08% of the total paid up equity share capital at ₹4,500 per equity share. The equity shares bought back were extinguished on March 29, 2022.

## Notes forming part of Consolidated Financial Statements

The Company bought back 5,33,33,333 equity shares for an aggregate amount of ₹16,000 crore being 1.42% of the total paid up equity share capital at ₹3,000 per equity share. The equity shares bought back were extinguished on January 6, 2021.

The Company bought back 7,61,90,476 equity shares for an aggregate amount of ₹16,000 crore being 1.99% of the total paid up equity share capital at ₹2,100 per equity share. The equity shares bought back were extinguished on September 26, 2018.

### VI. Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:

Promoter name	Shares held by promoters				% Change during the year	
	As at March 31, 2024		As at March 31, 2023			
	No. of shares	% of total shares	No. of shares	% of total shares		
Tata Sons Private Limited	2,595,499,419	71.74%	2,644,317,117	72.27%	(0.53)%	
<b>Total</b>	<b>2,595,499,419</b>	<b>71.74%</b>	<b>2,644,317,117</b>	<b>72.27%</b>	<b>(0.53)%</b>	

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Promoter name	Shares held by promoters				% Change during the year	
	As at March 31, 2023		As at March 31, 2022			
	No. of shares	% of total shares	No. of shares	% of total shares		
Tata Sons Private Limited	2,644,317,117	72.27%	2,644,317,117	72.27%	-	
<b>Total</b>	<b>2,644,317,117</b>	<b>72.27%</b>	<b>2,644,317,117</b>	<b>72.27%</b>	<b>-</b>	

### 9) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Group as a lessee

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component and the aggregate standalone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

## Notes forming part of Consolidated Financial Statements

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116- Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

### **Group as a lessor**

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Group is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Group applies Ind AS 115- Revenue from contracts with customers to allocate the consideration in the contract.

The details of the right-of-use assets held by the Group is as follows:

	(₹ crore)	
	<b>Additions for the year ended March 31, 2024</b>	<b>Net carrying amount as at March 31, 2024</b>
Leasehold land	-	929
Buildings	1,928	6,631
Leasehold improvements	-	25
Computer equipment	125	202
Software licences	-	60
Vehicles	18	34
Office equipment	1	3
Furniture and fixtures	2	2
	<b>2,074</b>	<b>7,886</b>

## Notes forming part of Consolidated Financial Statements

	(₹ crore)	
	<b>Additions for the year ended March 31, 2023</b>	<b>Net carrying amount as at March 31, 2023</b>
Leasehold land	179	940
Buildings	1,236	6,330
Leasehold improvements	14	30
Computer equipment	73	125
Software licences	-	96
Vehicles	17	34
Office equipment	1	5
	<b>1,520</b>	<b>7,560</b>

Depreciation on right-of-use assets is as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Leasehold land	11	10
Buildings	1,593	1,530
Leasehold improvements	8	6
Computer equipment	47	32
Software licences	36	37
Vehicles	18	16
Office equipment	3	3
Furniture and fixtures	-*	-
	<b>1,716</b>	<b>1,634</b>

\*Represents value less than ₹0.50 crore.

Interest on lease liabilities is ₹518 crore and ₹492 crore for the years ended March 31, 2024 and 2023, respectively.

The Group incurred ₹353 crore and ₹318 crore for the years ended March 31, 2024 and 2023, respectively, towards expenses relating to short-term leases and leases of low-value assets.

The total cash outflow for leases is ₹2,515 crore and ₹2,538 crore for the years ended March 31, 2024 and 2023, respectively, including cash outflow for short term leases and leases of low-value assets.

The Group has lease term extension options that are not reflected in the measurement of lease liabilities. The present value of future cash outflows for such extension periods is ₹815 crore and ₹786 crore as at March 31, 2024 and 2023, respectively.

Lease contracts entered by the Group majorly pertain for buildings taken on lease to conduct its business in the ordinary course.

The Group does not have any lease restrictions and commitment towards variable rent as per the contract.

## Notes forming part of Consolidated Financial Statements

### 10) Non-financial assets and non-financial liabilities

#### (a) Property, plant and equipment

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment on a straight-line basis so as to expense the cost less residual value over their estimated useful lives as prescribed in Schedule II of the Companies Act, 2013 except in respect of certain categories of assets, where the useful life of the assets has been assessed based on a technical evaluation. The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

The estimated useful lives are as mentioned below:

Type of asset	Useful lives
Buildings	20 years*
Leasehold improvements	Lease term
Plant and equipment	10 years*
Computer equipment	4 years*
Vehicles	4 years*
Office equipment	2-5 years*
Electrical installations	4-10 years*
Furniture and fixtures	5 years*

\* The Group believes that the technically evaluated useful lives, different from Schedule II of the Companies Act, 2013, best represent the period over which these assets are expected to be used.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Property, plant and equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

## Notes forming part of Consolidated Financial Statements

Property, plant and equipment consist of the following:

	(₹ crore)								
Freehold land	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
<b>Cost as at April 1, 2023</b>	<b>8,066</b>	<b>2,673</b>	<b>828</b>	<b>13,435</b>	<b>43</b>	<b>2,815</b>	<b>2,138</b>	<b>1,992</b>	<b>32,344</b>
Additions	217	195	56	970	6	215	96	168	1,923
Disposals	(4)	(98)	(3)	(279)	(4)	(53)	(39)	(22)	(502)
Translation exchange difference	1	7	(3)	73	-	(1)	7	4	88
<b>Cost as at March 31, 2024</b>	<b>8,280</b>	<b>2,777</b>	<b>878</b>	<b>14,199</b>	<b>45</b>	<b>2,976</b>	<b>2,202</b>	<b>2,142</b>	<b>33,853</b>
<b>Accumulated depreciation as at April 1, 2023</b>	<b>(3,744)</b>	<b>(1,945)</b>	<b>(458)</b>	<b>(10,025)</b>	<b>(36)</b>	<b>(2,487)</b>	<b>(1,646)</b>	<b>(1,773)</b>	<b>(22,114)</b>
Depreciation	(413)	(182)	(86)	(1,682)	(4)	(192)	(134)	(97)	(2,790)
Disposals	4	98	2	276	3	50	37	22	492
Translation exchange difference	(1)	(7)	3	(52)	-	-	(5)	(3)	(65)
<b>Accumulated depreciation as at March 31, 2024</b>	<b>(4,154)</b>	<b>(2,036)</b>	<b>(539)</b>	<b>(11,483)</b>	<b>(37)</b>	<b>(2,629)</b>	<b>(1,748)</b>	<b>(1,851)</b>	<b>(24,477)</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>4,126</b>	<b>741</b>	<b>339</b>	<b>2,716</b>	<b>8</b>	<b>347</b>	<b>454</b>	<b>291</b>	<b>9,376</b>
Capital work-in-progress*									1,564
<b>Total</b>									<b>10,940</b>

\*₹1,923 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2024.

	(₹ crore)								
Freehold land	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipment	Electrical installations	Furniture and fixtures	Total
<b>Cost as at April 1, 2023</b>	<b>7,829</b>	<b>2,569</b>	<b>770</b>	<b>12,087</b>	<b>39</b>	<b>2,686</b>	<b>2,062</b>	<b>1,906</b>	<b>30,300</b>
Additions	234	72	56	1,628	8	180	67	69	2,314
Disposals	(5)	(15)	-	(342)	(4)	(69)	(9)	(14)	(458)
Translation exchange difference	8	47	2	62	-	18	18	31	188
<b>Cost as at March 31, 2023</b>	<b>8,066</b>	<b>2,673</b>	<b>828</b>	<b>13,435</b>	<b>43</b>	<b>2,815</b>	<b>2,138</b>	<b>1,992</b>	<b>32,344</b>
<b>Accumulated depreciation as at April 1, 2022</b>	<b>(3,343)</b>	<b>(1,736)</b>	<b>(377)</b>	<b>(8,563)</b>	<b>(35)</b>	<b>(2,315)</b>	<b>(1,503)</b>	<b>(1,654)</b>	<b>(19,526)</b>
Depreciation	(398)	(186)	(80)	(1,755)	(4)	(219)	(140)	(110)	(2,892)
Disposals	4	15	-	340	3	62	9	14	447
Translation exchange difference	(7)	(38)	(1)	(47)	-	(15)	(12)	(23)	(143)
<b>Accumulated depreciation as at March 31, 2023</b>	<b>(3,744)</b>	<b>(1,945)</b>	<b>(458)</b>	<b>(10,025)</b>	<b>(36)</b>	<b>(2,487)</b>	<b>(1,646)</b>	<b>(1,773)</b>	<b>(22,114)</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>354</b>	<b>4,322</b>	<b>728</b>	<b>370</b>	<b>7</b>	<b>328</b>	<b>492</b>	<b>219</b>	<b>10,230</b>
Capital work-in-progress*									1,234
<b>Total</b>									<b>11,464</b>

\*₹2,314 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2023.

## Notes forming part of Consolidated Financial Statements

### Capital work-in-progress

- Capital work-in-progress ageing**

Ageing for capital work-in-progress as at March 31, 2024 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				(₹ crore)	
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years		
Projects in progress	1,010	160	58	336	1,564	
	<u>1,010</u>	<u>160</u>	<u>58</u>	<u>336</u>	<u>1,564</u>	

Ageing for capital work-in-progress as at March 31, 2023 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				(₹ crore)	
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years		
Projects in progress	658	212	42	322	1,234	
	<u>658</u>	<u>212</u>	<u>42</u>	<u>322</u>	<u>1,234</u>	

Project execution plans are modulated basis capacity requirement assessment on an annual basis and all the projects are executed as per rolling annual plan.

### (b) Goodwill

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is indication for impairment. The financial projections basis which the future cash flows have been estimated consider economic uncertainties, reassessment of the discount rates, revisiting the growth rates factored while arriving at terminal value and subjecting these variables to sensitivity analysis. If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

Goodwill consists of the following:

			(₹ crore)
	As at March 31, 2024	As at March 31, 2023	
<b>Balance at the beginning of the period</b>			
Translation exchange difference	1,858	1,787	
<b>Balance at the end of the period</b>	(26)	71	
	<u>1,832</u>	<u>1,858</u>	

Goodwill of ₹689 crore and ₹685 crore as at March 31, 2024 and 2023, respectively, has been allocated to the TCS business in France. The estimated value-in-use of this CGU is based on the future cash flows using a 1.50% annual growth rate for periods subsequent to the forecast period of 5 years and discount rate of 8.67%. An analysis of the sensitivity of the computation to a change in key parameters (operating margin, discount rates and long term average growth rate), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.

The remaining amount of goodwill of ₹1,143 crore and ₹1,173 crore as at March 31, 2024 and 2023, respectively, (relating to different CGUs individually immaterial) has been evaluated based on the cash flow forecasts of the related CGUs and the recoverable amounts of these CGUs exceeded their carrying amounts.

## Notes forming part of Consolidated Financial Statements

### (c) Other intangible assets

Intangible assets purchased including acquired in business combination, are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licences and customer-related intangibles.

Following table summarises the nature of intangibles and their estimated useful lives:

Type of asset	Useful lives
Rights under licensing agreement and software licences	Lower of licence period and 2-5 years
Customer-related intangibles	3 years

Intangible assets are amortised on a straight-line basis over the period of its economic useful life.

Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Intangible assets consist of the following:

	(₹ crore)		
	Rights under licensing agreement and software licences	Customer-related intangibles	Total
<b>Cost as at April 1, 2023</b>			
Additions	1,892	126	2,018
Disposals / Derecognised	131	-	131
Translation exchange difference	(18)	-	(18)
	(1)	1	-
<b>Cost as at March 31, 2024</b>	<b>2,004</b>	<b>127</b>	<b>2,131</b>
<b>Accumulated amortisation as at April 1, 2023</b>	<b>(1,025)</b>	<b>(126)</b>	<b>(1,151)</b>
Amortisation	(479)	-	(479)
Disposals / Derecognised	11	-	11
Translation exchange difference	(1)	(1)	(2)
<b>Accumulated amortisation as at March 31, 2024</b>	<b>(1,494)</b>	<b>(127)</b>	<b>(1,621)</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>510</b>	<b>-</b>	<b>510</b>

	(₹ crore)		
	Rights under licensing agreement and software licences	Customer-related intangibles	Total
<b>Cost as at April 1, 2022</b>			
Additions	1,697	121	1,818
Disposals / Derecognised	262	-	262
Translation exchange difference	(73)	-	(73)
	6	5	11
<b>Cost as at March 31, 2023</b>	<b>1,892</b>	<b>126</b>	<b>2,018</b>
<b>Accumulated amortisation as at April 1, 2022</b>	<b>(596)</b>	<b>(121)</b>	<b>(717)</b>
Amortisation	(496)	-	(496)
Disposals / Derecognised	73	-	73
Translation exchange difference	(6)	(5)	(11)
<b>Accumulated amortisation as at March 31, 2023</b>	<b>(1,025)</b>	<b>(126)</b>	<b>(1,151)</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>867</b>	<b>-</b>	<b>867</b>

## Notes forming part of Consolidated Financial Statements

The estimated amortisation for the years subsequent to March 31, 2024 is as follows:

Year ending March 31,	(₹ crore)
	<b>Amortisation expense</b>
2025	305
2026	111
2027	74
2028	20
	<b>510</b>

### (d) Other assets

Other assets consist of the following:

#### Other assets – Non-current

	As at March 31, 2024	As at March 31, 2023	(₹ crore)
<b>Considered good</b>			
Capital advances	88	68	
Advances to related parties	196	63	
Contract assets	295	215	
Prepaid expenses	2,557	2,138	
Contract fulfillment costs	247	114	
Others	213	208	
	<b>3,596</b>	<b>2,806</b>	
<b>Advances to related parties, considered good, comprise:</b>			
Volta Limited	-	-*	
Tata Realty and Infrastructure Limited	-	-*	
Tata Projects Limited	191	54	
Titan Engineering and Automation Limited	3	-	
Saankhya Labs Private Limited	-	8	
Universal MEP Projects & Engineering Services Limited	2	1	

\*Represents value less than ₹0.50 crore.

#### Other assets – Current

	As at March 31, 2024	As at March 31, 2023	(₹ crore)
<b>Considered good</b>			
Advance to suppliers	174	91	
Advance to related parties	967	9	
Contract assets	5,846	5,616	
Prepaid expenses	2,055	1,494	
Prepaid rent	-	20	
Contract fulfillment costs	1,588	1,035	
Indirect taxes recoverable	1,288	1,049	
Others	349	393	
<b>Considered doubtful</b>			
Advance to suppliers	2	2	
Other advances	4	4	
Less: Allowance for doubtful assets	(6)	(6)	
	<b>12,267</b>	<b>9,707</b>	

## Notes forming part of Consolidated Financial Statements

### **Advance to related parties, considered good comprise:**

	As at March 31, 2024	As at March 31, 2023
Tata Sons Private Limited	-	7
Tata AIG General Insurance Company Limited	7	1
Titan Company Limited	-	1
Tejas Networks Limited	960	-

Non-current – Others includes advance of ₹177 crore and ₹177 crore towards acquiring right-of-use of leasehold land as at March 31, 2024 and 2023, respectively.

Contract fulfillment costs of ₹838 crore and ₹967 crore for the years ended March 31, 2024 and 2023, respectively, have been amortised in the consolidated statement of profit and loss. Refer note 12 for changes in contract assets.

### **(e) Inventories**

Inventories consists of a) Raw materials, sub-assemblies and components, b) Work-in-progress, c) Stores and spare parts and d) Finished goods. Inventories are carried at lower of cost and net realisable value. The cost of raw materials, sub-assemblies and components is determined on a weighted average basis. Cost of finished goods produced or purchased by the Group includes direct material and labour cost and a proportion of manufacturing overheads.

Inventories consist of the following:

	As at March 31, 2024	As at March 31, 2023
Raw materials, sub-assemblies and components	28	23
Finished goods and work-in-progress	-*	5
	<b>28</b>	<b>28</b>

\*Represents value less than ₹0.50 crore.

### **(f) Other liabilities**

Other liabilities consist of the following:

#### **Other liabilities – Current**

	As at March 31, 2024	As at March 31, 2023
Advance received from customers	1,841	543
Indirect taxes payable and other statutory liabilities	4,330	4,119
Others	353	230
	<b>6,524</b>	<b>4,892</b>

### **(g) Provisions**

Provisions consist of the following:

#### **Provisions – Current**

	As at March 31, 2024	As at March 31, 2023
Provision towards legal claim (Refer note 20)	-	206
Provision for foreseeable loss	97	101
Other provisions	43	38
	<b>140</b>	<b>345</b>

## Notes forming part of Consolidated Financial Statements

### 11) Other equity

Other equity consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Capital reserve</b>	<b>75</b>	<b>75</b>
<b>Capital redemption reserve</b>		
<b>Opening balance</b>	<b>440</b>	<b>440</b>
Transfer from retained earnings	4	-
	<b>444</b>	<b>440</b>
<b>Special Economic Zone re-investment reserve</b>		
<b>Opening balance</b>	<b>11,809</b>	<b>7,287</b>
Transfer from retained earnings	9,875	8,380
Transfer to retained earnings	(5,450)	(3,858)
	<b>16,234</b>	<b>11,809</b>
<b>Retained earnings</b>		
<b>Opening balance</b>	<b>74,722</b>	<b>78,158</b>
Profit for the year	45,908	42,147
Remeasurement of defined employee benefit plans	(13)	275
Expenses for buy-back of equity shares	(46)	-
Tax on buy-back of equity shares	(3,959)	-
Buy-back of equity shares	(16,996)	-
Transfer from Special Economic Zone re-investment reserve	5,450	3,858
Purchase of non-controlling interests	-	(8)
	<b>1,05,066</b>	<b>1,24,430</b>
Less: Appropriations		
Dividend on equity shares	25,137	41,347
Transfer to capital redemption reserve	4	-
Transfer to Special Economic Zone re-investment reserve	9,875	8,380
Transfer from statutory reserve	17	(19)
	<b>70,033</b>	<b>74,722</b>
<b>Statutory reserve</b>		
<b>Opening balance</b>	<b>143</b>	<b>162</b>
Transfer to retained earnings	17	(19)
	<b>160</b>	<b>143</b>
<b>Investment revaluation reserve</b>		
<b>Opening balance</b>	<b>41</b>	<b>488</b>
Change during the year (net)	194	(447)
	<b>235</b>	<b>41</b>
<b>Cash flow hedging reserve (Refer note 8(k))</b>		
<b>Opening balance</b>	<b>(20)</b>	<b>(26)</b>
Change during the year (net)	11	6
	<b>(9)</b>	<b>(20)</b>
<b>Foreign currency translation reserve</b>		
<b>Opening balance</b>	<b>2,848</b>	<b>2,189</b>
Change during the year (net)	107	659
	<b>2,955</b>	<b>2,848</b>
	<b>90,127</b>	<b>90,058</b>

## Notes forming part of Consolidated Financial Statements

### 12) Revenue recognition

The Group earns revenue primarily from providing IT services, consulting and business solutions. The Group offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Group expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.
- In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation. The contract costs used in computing the revenues include cost of fulfilling warranty obligations.
- Revenue from the sale of distinct internally developed software and manufactured systems and third party software is recognised upfront at the point in time when the system / software is delivered to the customer. In cases where implementation and / or customisation services rendered significantly modifies or customises the software, these services and software are accounted for as a single performance obligation and revenue is recognised over time on a POC method .
- Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.
- The solutions offered by the Group may include supply of third-party equipment or software. In such cases, revenue for supply of such third party products are recorded at gross or net basis depending on whether the Group is acting as the principal or as an agent of the customer. The Group recognises revenue in the gross amount of consideration when it is acting as a principal and at net amount of consideration when it is acting as an agent.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

The Group's contracts with customers could include promises to transfer multiple products and services to a customer. The Group assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Group exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

Contract fulfilment costs are generally expensed as incurred except for certain software licence costs which meet the criteria for capitalisation. Such costs are amortised over the contractual period or useful life of licence, whichever is less. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

## Notes forming part of Consolidated Financial Statements

Contract assets are recognised when there are excess of revenues earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned and deferred revenue ("contract liability") is recognised when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Group recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Group disaggregates revenue from contracts with customers by nature of services, industry verticals and geography.

Revenue disaggregation by nature of services is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Consultancy services	2,38,135	2,23,332
Sale of equipment and software licences	2,758	2,126
	<b>2,40,893</b>	<b>2,25,458</b>

Revenue disaggregation by industry vertical and geography has been included in segment information (Refer note 19).

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognise those revenues, the Group has applied the practical expedient in Ind AS 115. Accordingly, the Group has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognised corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc). The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹1,65,314 crore out of which 47.69% is expected to be recognised as revenue in the next year and the balance thereafter. No consideration from contracts with customers is excluded from the amount mentioned above.

Changes in contract assets are as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Balance at the beginning of the year</b>	<b>5,831</b>	<b>4,419</b>
Invoices raised that were included in the contract assets balance at the beginning of the year	(3,933)	(3,305)
Increase due to revenue recognised during the year, excluding amounts billed during the year	4,182	4,519
Translation exchange difference	61	198
<b>Balance at the end of the year</b>	<b>6,141</b>	<b>5,831</b>

## Notes forming part of Consolidated Financial Statements

Changes in unearned and deferred revenue are as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Balance at the beginning of the year</b>	<b>4,846</b>	<b>4,745</b>
Revenue recognised that was included in the unearned and deferred revenue balance at the beginning of the year	(4,178)	(3,071)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	3,469	3,088
Translation exchange difference	(15)	84
<b>Balance at the end of the year</b>	<b>4,122</b>	<b>4,846</b>

Reconciliation of revenue recognised with the contracted price is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Contracted price	2,44,803	2,28,932
Reductions towards variable consideration components	(3,910)	(3,474)
<b>Revenue recognised</b>	<b>2,40,893</b>	<b>2,25,458</b>

The reduction towards variable consideration comprises of volume discounts, service level credits, etc.

### 13) Other income

Dividend income is recorded when the right to receive payment is established. Interest income is recognised using the effective interest method.

Other income consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest income	3,781	3,248
Dividend income	41	15
Net gain on disposal / fair valuation of investments carried at fair value through profit or loss	301	220
Net gain on sale of investments other than equity shares carried at fair value through OCI	11	4
Net gain on disposal of property, plant and equipment	7	26
Net gain / (loss) on lease modification	7	(2)
Net foreign exchange gain / (loss)	223	(159)
Other income	51	97
<b>Interest income comprise:</b>	<b>4,422</b>	<b>3,449</b>
Interest on bank balances and bank deposits	751	291
Interest on financial assets carried at amortised cost	398	657
Interest on financial assets carried at fair value through OCI	2,198	2,131
Other interest (including interest on tax refunds)	434	169
<b>Dividend income comprise:</b>	<b>41</b>	<b>15</b>
Dividend from mutual fund units and other investments		

## Notes forming part of Consolidated Financial Statements

### 14) Employee benefits

#### Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

The Group provides benefits such as gratuity, pension and provident fund (Company managed fund) to its employees which are treated as defined benefit plans.

#### Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

The Group provides benefits such as superannuation, provident fund (other than Company managed fund) and foreign defined contribution plans to its employees which are treated as defined contribution plans.

#### Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method.

Employee benefit expenses consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, incentives and allowances	1,25,432	1,14,359
Contributions to provident and other funds	10,962	9,644
Staff welfare expenses	3,737	3,519
	<u><b>1,40,131</b></u>	<u><b>1,27,522</b></u>

Employee benefit obligations consist of the following:

#### Employee benefit obligations – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Gratuity liability	15	11
Foreign defined benefit plans	502	383
Other employee benefit obligations	169	142
	<u><b>686</b></u>	<u><b>536</b></u>

## Notes forming part of Consolidated Financial Statements

### Employee benefit obligations – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Compensated absences	4,480	4,027
Other employee benefit obligations	39	38
	<b>4,519</b>	<b>4,065</b>

Employee benefit plans consist of the following:

#### Gratuity and pension

In accordance with Indian law, Tata Consultancy Services Limited and its subsidiaries in India operate a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days' salary payable for each completed year of service. Vesting occurs upon completion of five continuous years of service. The Company manages the plan through a trust. Trustees administer contributions made to the trust. Certain overseas subsidiaries of the Company also provide for retirement benefit pension plans in accordance with the local laws.

The following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements:

	Year ended March 31, 2024					Year ended March 31, 2023					(₹ crore)
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	
<b>Change in benefit obligations</b>											
<b>Benefit obligations, beginning of the year</b>	<b>4,667</b>	<b>3</b>	<b>1,833</b>	<b>294</b>	<b>6,797</b>	<b>4,482</b>	<b>3</b>	<b>2,294</b>	<b>269</b>	<b>7,048</b>	
Translation exchange	-	-	26	13	39	-	-	94	29	123	
Plan participants' contribution	-	-	20	-	20	-	-	18	-	18	
Service cost	485	-	33	82	600	515	-	37	50	602	
Interest cost	363	-	57	18	438	332	-	30	11	373	
Remeasurement of the net defined benefit liability	168	-	(16)	10	162	(158)	-	(627)	(39)	(824)	
Past service cost / (credit)	-	-	6	6	12	-	-	(7)	-	(7)	
Benefits paid	(383)	-	(61)	(31)	(475)	(504)	-	(6)	(26)	(536)	
<b>Benefit obligations, end of the year</b>	<b>5,300</b>	<b>3</b>	<b>1,898</b>	<b>392</b>	<b>7,593</b>	<b>4,667</b>	<b>3</b>	<b>1,833</b>	<b>294</b>	<b>6,797</b>	

## Notes forming part of Consolidated Financial Statements

(₹ crore)

	Year ended March 31, 2024					Year ended March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
<b>Change in plan assets</b>										
<b>Fair value of plan assets, beginning of the year</b>	<b>6,405</b>	-	<b>1,929</b>	-	<b>8,334</b>	<b>5,527</b>	-	<b>2,132</b>	-	<b>7,659</b>
Translation exchange	-	-	26	-	26	-	-	111	-	111
Interest income	501	-	61	-	562	425	-	26	-	451
Employers' contributions	601	-	53	-	654	1,060	-	19	-	1,079
Plan participants' contribution	-	-	20	-	20	-	-	18	-	18
Benefits paid	(383)	-	(61)	-	(444)	(504)	-	(6)	-	(510)
Remeasurement-return on plan assets excluding amount included in interest income	110	-	50	-	160	(103)	-	(371)	-	(474)
<b>Fair value of plan assets, end of the year</b>	<b>7,234</b>	-	<b>2,078</b>	-	<b>9,312</b>	<b>6,405</b>	-	<b>1,929</b>	-	<b>8,334</b>

(₹ crore)

	As at March 31, 2024					As at March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
<b>Funded status</b>										
Deficit of plan assets over obligations	(12)	(3)	(110)	(392)	(517)	(8)	(3)	(89)	(294)	(394)
Surplus of plan assets over obligations	1,946	-	290	-	2,236	1,746	-	185	-	1,931
	<b>1,934</b>	<b>(3)</b>	<b>180</b>	<b>(392)</b>	<b>1,719</b>	<b>1,738</b>	<b>(3)</b>	<b>96</b>	<b>(294)</b>	<b>1,537</b>

(₹ crore)

	As at March 31, 2024					As at March 31, 2023				
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total
<b>Category of assets</b>										
Corporate bonds	1,960	-	371	-	2,331	1,832	-	287	-	2,119
Equity instruments	201	-	375	-	576	121	-	352	-	473
Government bonds and securities	3,172	-	-	-	3,172	2,917	-	-	-	2,917
Insurer managed funds	1,734	-	607	-	2,341	1,390	-	543	-	1,933
Bank balances	22	-	78	-	100	16	-	94	-	110
Others	145	-	647	-	792	129	-	653	-	782
	<b>7,234</b>	<b>-</b>	<b>2,078</b>	<b>-</b>	<b>9,312</b>	<b>6,405</b>	<b>-</b>	<b>1,929</b>	<b>-</b>	<b>8,334</b>

## Notes forming part of Consolidated Financial Statements

Net periodic gratuity / pension cost, included in employee cost consists of the following components:

	Year ended March 31, 2024					Year ended March 31, 2023					(₹ crore)
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	
Service cost	485	-	33	82	600	515	-	37	50	602	
Net interest on net defined benefit (asset) / liability	(138)	-	(4)	18	(124)	(93)	-	4	11	(78)	
Past service cost / (credit)	-	-	6	6	12	-	-	(7)	-	(7)	
<b>Net periodic gratuity / pension cost</b>	<b>347</b>	<b>-</b>	<b>35</b>	<b>106</b>	<b>488</b>	<b>422</b>	<b>-</b>	<b>34</b>	<b>61</b>	<b>517</b>	
<b>Actual return on plan assets</b>	<b>611</b>	<b>-</b>	<b>111</b>	<b>-</b>	<b>722</b>	<b>322</b>	<b>-</b>	<b>(345)</b>	<b>-</b>	<b>(23)</b>	

Remeasurement of the net defined benefit (asset) / liability:

	Year ended March 31, 2024					(₹ crore)
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	
Actuarial gains arising from changes in demographic assumptions	(2)	-	(4)	(3)	(9)	
Actuarial (gains) and losses arising from changes in financial assumptions	67	-	(43)	10	34	
Actuarial losses arising from changes in experience adjustments	103	-	31	3	137	
<b>Remeasurement of the net defined benefit liability</b>	<b>168</b>	<b>-</b>	<b>(16)</b>	<b>10</b>	<b>162</b>	
Remeasurement- return on plan assets excluding amount included in interest income	(110)	-	(50)	-	(160)	
	<b>58</b>	<b>-</b>	<b>(66)</b>	<b>10</b>	<b>2</b>	

	Year ended March 31, 2023					(₹ crore)
	Domestic plans funded	Domestic plans unfunded	Foreign plans funded	Foreign plans unfunded	Total	
Actuarial losses arising from changes in demographic assumptions	30	-	-	5	35	
Actuarial gains arising from changes in financial assumptions	(164)	-	(625)	(47)	(836)	
Actuarial (gains) and losses arising from changes in experience adjustments	(24)	-	(2)	3	(23)	
<b>Remeasurement of the net defined benefit liability</b>	<b>(158)</b>	<b>-</b>	<b>(627)</b>	<b>(39)</b>	<b>(824)</b>	
Remeasurement- return on plan assets excluding amount included in interest income	103	-	371	-	474	
	<b>(55)</b>	<b>-</b>	<b>(256)</b>	<b>(39)</b>	<b>(350)</b>	

## Notes forming part of Consolidated Financial Statements

The assumptions used in accounting for the defined benefit plan are set out below:

	Year ended March 31, 2024		Year ended March 31, 2023	
	Domestic plans	Foreign plans	Domestic plans	Foreign plans
Discount rate	7.00%- 7.25%	1.57%- 9.40%	7.25%- 7.50%	2.16%- 9.40%
Rate of increase in compensation levels of covered employees	5.00%- 10.00%	1.75%- 7.00%	4.00%- 8.00%	1.50%- 7.00%
Rate of return on plan assets	7.00%- 7.25%	1.57%- 9.40%	7.25%- 7.50%	2.16%- 9.40%
Weighted average duration of defined benefit obligations	2-11 Years	3-27 Years	2-13 Years	3-28 Years

Future mortality assumptions are taken based on the published statistics by the Insurance Regulatory and Development Authority of India.

The expected benefits are based on the same assumptions as are used to measure Group's defined benefit plan obligations as at March 31, 2024. The Group is expected to contribute ₹40 crore to defined benefit plan obligations funds for the year ending March 31, 2025 comprising domestic component of ₹8 crore and foreign component of ₹32 crore.

The significant actuarial assumptions for the determination of the defined benefit obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

If the discount rate increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	(272)	(265)
Decrease of 0.50%	300	290

If the expected salary growth increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	163	155
Decrease of 0.50%	(157)	(147)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

Each year an Asset-Liability matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles. Investment and contribution policies are integrated within this study.

## Notes forming part of Consolidated Financial Statements

The defined benefit obligations shall mature after year ended March 31, 2024 as follows:

Year ending March 31,	(₹ crore)
2025	947
2026	764
2027	773
2028	764
2029	720
2030-2034	2,989

### Provident fund

In accordance with Indian law, all eligible employees of Tata Consultancy Services Limited in India are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to a trust set up by the Company to manage the investments and distribute the amounts entitled to employees. This plan is a defined benefit plan as the Company is obligated to provide its members a rate of return which should, at the minimum, meet the interest rate declared by Government administered provident fund. A part of the Company's contribution is transferred to Government administered pension fund. The contributions made by the Company and the shortfall of interest, if any, are recognised as an expense in profit and loss under employee benefit expenses. In accordance with an actuarial valuation of provident fund liabilities on the basis of guidance issued by Actuarial Society of India and based on the assumptions as mentioned below, there is no deficiency in the interest cost as the present value of the expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of Government administered provident fund.

All eligible employees of Indian subsidiaries of the Company are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to the Government administered provident fund plan. A part of the Company's contribution is transferred to Government administered pension fund. This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in profit and loss under employee benefit expenses.

The details of fund and plan assets are given below:

	As at March 31, 2024	As at March 31, 2023
Fair value of plan assets	29,170	25,511
Present value of defined benefit obligations	(29,170)	(25,511)
<b>Net excess / (shortfall)</b>	<b>-</b>	<b>-</b>

The plan assets have been primarily invested in Government securities and corporate bonds.

The principal assumptions used in determining the present value obligations of interest guarantee under the deterministic approach are as follows:

	As at March 31, 2024	As at March 31, 2023
Discount rate	7.25%	7.50%
Average remaining tenure of investment portfolio	6 years	7 years
Guaranteed rate of return	8.25%	8.15%

The Group expensed ₹1,698 crore and ₹1,628 crore for the years ended March 31, 2024 and 2023, respectively, towards provident fund.

## Notes forming part of Consolidated Financial Statements

### **Superannuation**

All eligible employees on Indian payroll are entitled to benefits under Superannuation, a defined contribution plan. The Group makes monthly contributions until retirement or resignation of the employee. The Group recognises such contributions as an expense when incurred. The Group has no further obligation beyond its monthly contribution.

The Group expensed ₹452 crore and ₹394 crore for the years ended March 31, 2024 and 2023, respectively, towards Employees' Superannuation Fund.

### **Foreign defined contribution plans**

The Group expensed ₹2,529 crore and ₹2,109 crore for the years ended March 31, 2024 and 2023, respectively, towards foreign defined contribution plans.

### **15) Cost recognition**

Costs and expenses are recognised when incurred and have been classified according to their nature.

The costs of the Group are broadly categorised in employee benefit expenses, cost of equipment and software licences, depreciation and amortisation expense and other expenses. Other expenses mainly include fees to external consultants, facility expenses, travel expenses, communication expenses, bad debts and advances written off, allowance for expected credit losses and doubtful advances (net) and other expenses. Other expenses are aggregation of costs which are individually not material such as commission and brokerage, recruitment and training, entertainment, etc.

#### **(a) Cost of equipment and software licences**

Cost of equipment and software licences consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Raw materials, sub-assemblies and components consumed	42	37
Equipment and software licences purchased	<u>3,655</u>	<u>1,846</u>
	<b>3,697</b>	<b>1,883</b>
<b>Finished goods and work-in-progress</b>		
Opening stock	5	3
Less: Closing stock	-*	5
	<u>5</u>	<u>(2)</u>
	<b>3,702</b>	<b>1,881</b>

\*Represents value less than ₹0.50 crore.

#### **(b) Other expenses**

Other expenses consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Fees to external consultants	15,820	21,337
Facility expenses	3,100	2,655
Travel expenses	2,970	2,675
Communication expenses	2,261	2,246
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	114	140
Other expenses	<u>8,499</u>	<u>7,743</u>
	<b>32,764</b>	<b>36,796</b>

Other expenses include ₹4,017 crore and ₹3,488 crore for the years ended March 31, 2024 and 2023, respectively, towards project expenses.

## Notes forming part of Consolidated Financial Statements

### 16) Finance costs

Finance costs consist of the following:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Interest on lease liabilities	518	492
Interest on tax matters	30	46
Other interest costs	230	241
	<b>778</b>	<b>779</b>

### 17) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

#### Current income taxes

The current income tax expense includes income taxes payable by the Company and its subsidiaries in India and overseas. The current tax payable by the Company and its subsidiaries in India is Indian income tax payable on income after taking credit for tax relief available for export operations in Special Economic Zones (SEZs).

Current income tax payable by overseas branches of the Company is computed in accordance with the tax laws applicable in the jurisdiction in which the respective branch operates. The taxes paid are generally available for set off against the Indian income tax liability of the Company's worldwide income.

The current income tax expense for overseas subsidiaries has been computed based on the tax laws applicable to each subsidiary in the respective jurisdiction in which it operates.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying unit intends to settle the asset and liability on a net basis.

#### Deferred income taxes

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination, affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax liabilities are recognised for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries where timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

For operations carried out in SEZs, deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

## Notes forming part of Consolidated Financial Statements

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

The income tax expense consists of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Current tax</b>		
Current tax expense for current year	16,284	15,389
Current tax benefit pertaining to prior years	(420)	(632)
	<b>15,864</b>	<b>14,757</b>
<b>Deferred tax</b>		
Deferred tax expense / (benefit) for current year	3	(130)
Deferred tax expense / (benefit) pertaining to prior years	31	(23)
	<b>34</b>	<b>(153)</b>
	<b>15,898</b>	<b>14,604</b>

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in consolidated statement of profit and loss is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Profit before tax	61,997	56,907
Indian statutory income tax rate	34.94%	34.94%
Expected income tax expense	21,664	19,887
<b>Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense</b>		
Tax holidays	(6,407)	(5,112)
Income exempt from tax	(522)	(236)
Undistributed earnings in branches and subsidiaries	111	276
Tax on income at different rates	891	508
Tax pertaining to prior years	(389)	(655)
Effect of tax rate change under new regime	441	-
Others (net)	109	(64)
<b>Total income tax expense</b>	<b>15,898</b>	<b>14,604</b>

Tata Consultancy Services Limited benefits from the tax holiday available for units set up under the Special Economic Zone Act, 2005. These tax holidays are available for a period of fifteen years from the date of commencement of operations. Under the SEZ scheme, the unit which begins providing services on or after April 1, 2005 will be eligible for deductions of 100% of profits or gains derived from export of services for the first five years, 50% of such profits or gains for a further period of five years and 50% of such profits or gains for the balance period of five years subject to fulfilment of certain conditions. From April 1, 2011, profits from units set up under SEZ scheme are subject to Minimum Alternate Tax (MAT).

## Notes forming part of Consolidated Financial Statements

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2024 are as follows:

	(₹ crore)					
	<b>Opening balance</b>	<b>Recognised in profit and loss</b>	<b>Recognised in / reclassified from other comprehensive income</b>	<b>Adjustments / Utilisation</b>	<b>Exchange difference</b>	<b>Closing balance</b>
<b>Deferred tax assets / (liabilities) in relation to</b>						
Property, plant and equipment and intangible assets	<b>686</b>	52	-	-	1	<b>739</b>
Provision for employee benefits	<b>1,056</b>	84	(24)	-	(8)	<b>1,108</b>
Cash flow hedges	<b>6</b>	-	(3)	-	-	<b>3</b>
Receivables, financial assets at amortised cost	<b>438</b>	(15)	-	-	(1)	<b>422</b>
Branch profit tax	<b>(135)</b>	35	-	-	-	<b>(100)</b>
Undistributed earnings of subsidiaries	<b>(534)</b>	(146)	-	-	-	<b>(680)</b>
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	<b>(84)</b>	(2)	(37)	-	(3)	<b>(126)</b>
Lease liabilities and right-of-use assets	<b>250</b>	20	-	-	-	<b>270</b>
Others	<b>832</b>	(62)	-	-	20	<b>790</b>
	<b>2,515</b>	<b>(34)</b>	<b>(64)</b>	<b>-</b>	<b>9</b>	<b>2,426</b>

Gross deferred tax assets and liabilities are as follows:

	(₹ crore)		
	<b>Assets</b>	<b>Liabilities</b>	<b>Net</b>
<b>As at March 31, 2024</b>			
<b>Deferred tax assets / (liabilities) in relation to</b>			
Property, plant and equipment and intangible assets	862	123	739
Provision for employee benefits	1,149	41	1,108
Cash flow hedges	3	-	3
Receivables, financial assets at amortised cost	422	-	422
Branch profit tax	-	100	(100)
Undistributed earnings of subsidiaries	-	680	(680)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(124)	2	(126)
Lease liabilities	1,314	-	1,314
Right-of-use assets	(1,044)	-	(1,044)
Others	821	31	790
	<b>3,403</b>	<b>977</b>	<b>2,426</b>

## Notes forming part of Consolidated Financial Statements

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2023 are as follows:

	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Adjustments / Utilisation	Exchange difference	Closing balance
<b>Deferred tax assets / (liabilities) in relation to</b>						
Property, plant and equipment and intangible assets	<b>434</b>	250	-	-	2	<b>686</b>
Provision for employee benefits	<b>1,042</b>	73	(62)	-	3	<b>1,056</b>
Cash flow hedges	<b>7</b>	-	(1)	-	-	<b>6</b>
Receivables, financial assets at amortised cost	<b>471</b>	(46)	-	-	13	<b>438</b>
MAT credit entitlement	<b>975</b>	-	-	(975)	-	-
Branch profit tax	<b>(77)</b>	(58)	-	-	-	<b>(135)</b>
Undistributed earnings of subsidiaries	<b>(355)</b>	(179)	-	-	-	<b>(534)</b>
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	<b>(320)</b>	(1)	234	-	3	<b>(84)</b>
Lease liabilities and right-of-use assets	<b>241</b>	5	-	-	4	<b>250</b>
Others	<b>700</b>	109	-	-	23	<b>832</b>
	<b><u>3,118</u></b>	<b><u>153</u></b>	<b><u>171</u></b>	<b><u>(975)</u></b>	<b><u>48</u></b>	<b><u>2,515</u></b>

Gross deferred tax assets and liabilities are as follows:

	Assets	Liabilities	Net
<b>As at March 31, 2023</b>			
<b>Deferred tax assets / (liabilities) in relation to</b>			
Property, plant and equipment and intangible assets	788	102	686
Provision for employee benefits	1,065	9	1,056
Cash flow hedges	6	-	6
Receivables, financial assets at amortised cost	438	-	438
Branch profit tax	-	135	(135)
Undistributed earnings of subsidiaries	-	534	(534)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(83)	1	(84)
Lease liabilities	1,152	-	1,152
Right-of-use assets	(902)	-	(902)
Others	843	11	832
	<b><u>3,307</u></b>	<b><u>792</u></b>	<b><u>2,515</u></b>

Under the Income-tax Act, 1961, unabsorbed business losses expire 8 years after the year in which they originate. In respect of certain foreign subsidiaries, business losses can be carried forward indefinitely unless there is a substantial change in the ownership.

## Notes forming part of Consolidated Financial Statements

Unrecognised deferred tax assets relate primarily to business losses and tax credit entitlements which do not qualify for recognition as per the applicable accounting standards. These unabsorbed business losses will expire based on the year of origination as follows:

March 31,	(₹ crore)
2027	1
2028	-
Thereafter	39
	<b>40</b>

Under the Income-tax Act, 1961, Tata Consultancy Services Limited is liable to pay Minimum Alternate Tax in the tax holiday period. MAT paid can be carried forward for a period of 15 years and can be set off against the future tax liabilities. MAT is recognised as a deferred tax asset only when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Deferred tax liability on temporary differences of ₹7,473 crore as at March 31, 2024, associated with investments in subsidiaries, has not been recognised, as it is the intention of Tata Consultancy Services Limited to reinvest the earnings of these subsidiaries for the foreseeable future.

### Direct tax contingencies

The Company and its subsidiaries have ongoing disputes with income tax authorities in India and in some of the other jurisdictions where they operate. The disputes relate to tax treatment of certain expenses claimed as deduction, computation or eligibility of tax incentives and allowances and characterisation of fees for services received. Contingent liability in respect of tax demands received from direct tax authorities in India and other jurisdictions is ₹1,871 crore and ₹1,542 crore as at March 31, 2024 and 2023, respectively. These demand orders are being contested by the Company and its subsidiaries based on the management evaluation and advise of tax consultants. In respect of tax contingencies of ₹318 crore and ₹318 crore as at March 31, 2024 and 2023, respectively, not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.

The Group periodically receives notices and inquiries from income tax authorities related to the Group's operations in the jurisdictions it operates in. The Group has evaluated these notices and inquiries and has concluded that any consequent income tax claims or demands by the income tax authorities will not succeed on ultimate resolution.

The number of years that are subject to tax assessments varies depending on tax jurisdiction. The major tax jurisdictions of Tata Consultancy Services Limited include India, United States of America and United Kingdom. In India, tax filings from fiscal 2022 are generally subject to examination by the tax authorities. In United States of America, the federal statute of limitation applies to fiscals 2020 and earlier and applicable state statutes of limitation vary by state. In United Kingdom, the statute of limitation generally applies to fiscal 2019 and earlier.

### 18) Earnings per share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

	Year ended March 31, 2024	Year ended March 31, 2023
Profit for the year attributable to shareholders of the Company (₹ crore)	45,908	42,147
Weighted average number of equity shares	364,68,51,755	365,90,51,373
Basic and diluted earnings per share (₹)	125.88	115.19
Face value per equity share (₹)	1	1

## Notes forming part of Consolidated Financial Statements

### 19) Segment information

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Group's chief operating decision maker is the Chief Executive Officer and Managing Director.

The Group has identified business segments ('industry vertical') as reportable segments. The business segments comprise:

- 1) Banking, Financial Services and Insurance, 2) Manufacturing, 3) Consumer Business, 4) Communication, Media and Technology, 5) Life Sciences and Healthcare and 6) Others such as Energy, Resources and Utilities, s-Governance and Products.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenue of the segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

The assets and liabilities of the Group are used interchangeably amongst segments. Allocation of such assets and liabilities is not practicable and any forced allocation would not result in any meaningful segregation. Hence assets and liabilities have not been identified to any of the reportable segments.

Summarised segment information for the years ended March 31, 2024 and 2023, is as follows:

Year ended March 31, 2024	(₹ crore)						
	Banking, Financial Services and Insurance	Manufacturing	Consumer Business	Communication, Media and Technology	Life Sciences and Healthcare	Others	Total
<b>Revenue from operations</b>	<b>90,928</b>	<b>23,491</b>	<b>39,357</b>	<b>39,391</b>	<b>26,745</b>	<b>20,981</b>	<b>2,40,893</b>
<b>Segment result</b>	<b>23,574</b>	<b>7,268</b>	<b>10,252</b>	<b>10,918</b>	<b>7,611</b>	<b>4,673</b>	<b>64,296</b>
Total unallocable expenses*							<b>6,721</b>
<b>Operating income</b>							<b>57,575</b>
Other income							<b>4,422</b>
<b>Profit before tax</b>							<b>61,997</b>
Tax expense							<b>15,898</b>
<b>Profit for the year</b>							<b>46,099</b>
Depreciation and amortisation expense (unallocable)							<b>4,985</b>
Significant non-cash items (allocable)	(13)	22	3	-	9	92	<b>113</b>

\*Includes settlement of legal claim of ₹958 crore (Refer note 20).

Year ended March 31, 2023	(₹ crore)						
	Banking, Financial Services and Insurance	Manufacturing	Consumer Business	Communication, Media and Technology	Life Sciences and Healthcare	Others	Total
<b>Revenue from operations</b>	<b>86,127</b>	<b>21,236</b>	<b>37,506</b>	<b>37,653</b>	<b>24,605</b>	<b>18,331</b>	<b>2,25,458</b>
<b>Segment result</b>	<b>22,345</b>	<b>5,842</b>	<b>9,636</b>	<b>10,667</b>	<b>6,894</b>	<b>3,875</b>	<b>59,259</b>
Total unallocable expenses							<b>5,801</b>
<b>Operating income</b>							<b>53,458</b>
Other income							<b>3,449</b>
<b>Profit before tax</b>							<b>56,907</b>
Tax expense							<b>14,604</b>
<b>Profit for the year</b>							<b>42,303</b>
Depreciation and amortisation expense (unallocable)							<b>5,021</b>
Significant non-cash items (allocable)	32	6	6	5	25	65	<b>139</b>

## Notes forming part of Consolidated Financial Statements

Information regarding geographical revenue is as follows:

Geography	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Americas</b>		
North America	1,23,094	1,20,336
Latin America	4,845	4,000
<b>Europe</b>		
United Kingdom	39,852	33,861
Continental Europe	35,772	33,575
Asia Pacific	18,851	18,132
India	13,562	11,271
Middle East and Africa	4,917	4,283
	<b>2,40,893</b>	<b>2,25,458</b>

Geographical revenue is allocated based on the location of the customers.

Information regarding geographical non-current assets is as follows:

Geography	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Americas</b>		
North America	2,198	1,899
Latin America	960	1,056
<b>Europe</b>		
United Kingdom	1,362	1,487
Continental Europe	2,456	2,422
Asia Pacific	917	848
India	18,307	19,254
Middle East and Africa	164	178
	<b>26,364</b>	<b>27,144</b>

Geographical non-current assets (property, plant and equipment, right-of-use assets, goodwill, other intangible assets, income tax assets and other non-current assets) are allocated based on the location of the assets.

### Information about major customers

No single customer represents 10% or more of the Group's total revenue for the years ended March 31, 2024 and 2023, respectively.

## Notes forming part of Consolidated Financial Statements

### 20) Commitments and contingencies

#### **Capital commitments**

The Group has contractually committed (net of advances) ₹2,032 crore and ₹1,543 crore as at March 31, 2024 and 2023, respectively, for purchase of property, plant and equipment.

#### **Contingencies**

- **Direct tax matters**

Refer note 17.

- **Indirect tax matters**

The Company and its subsidiaries have ongoing disputes with tax authorities mainly relating to treatment of characterisation and classification of certain items. The Company and its subsidiaries have demands amounting to ₹1,161 crore and ₹568 crore as at March 31, 2024 and 2023, respectively, from various indirect tax authorities which are being contested by the Company and its subsidiaries based on the management evaluation and advice of tax consultants.

- **Other claims**

Claims aggregating ₹226 crore and ₹277 crore as at March 31, 2024 and 2023, respectively, against the Group have not been acknowledged as debts.

In addition to above, in October 2014, Epic Systems Corporation (referred to as Epic) filed a legal claim against the Company in the Court of Western District Madison, Wisconsin alleging unauthorised access to and download of their confidential information and use thereof in the development of the Company's product MedMantra.

Pursuant to an initial unfavourable judgment from the District Court, the Appeals court re-affirmed the order of compensatory damages of ₹1,167 crore (US \$140 million) and remanded back to the District Court to reassess matter relating to punitive damages (to limit maximum up to ₹1,167 crore (US \$140 million)), the Company has already paid the compensatory damages of ₹1,167 crore (US \$140 million) along with interest in April 2022. The Company's second appeal in the Appeals Court to reduce the punitive damages subsequently affirmed by the District Court was disposed on July 14, 2023, with a re-affirmation of the District Court order awarding punitive damages of ₹1,167 crore (US \$140 million). The Company's petition to the Supreme Court to review the entire judgement including both the compensatory and punitive damages re-affirmed by the Appeals Court was rejected by the Supreme Court on November 20, 2023, pursuant to which, punitive damages of ₹1,167 crore (US \$140 million) was paid on December 1, 2023. The Company has provided the balance punitive damages amount of ₹958 crore (US \$115 million) in its financial statements for the year ended March 31, 2024 and disclosed the same as an "exceptional item" in the consolidated statement of profit and loss.

- **Letter of comfort**

The Company has given letter of comfort to banks for credit facilities availed by its subsidiaries. As per the terms of letter of comfort, the Company undertakes not to divest its ownership interest directly or indirectly in the subsidiary and provide such managerial, technical and financial assistance to ensure continued successful operations of the subsidiary.

The amounts assessed as contingent liability do not include interest that could be claimed by counter parties.

## Notes forming part of Consolidated Financial Statements

### 21) Statement of net assets, profit and loss and other comprehensive income attributable to owners and non-controlling interests

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	Share in Profit or loss As % of consolidated other comprehensive income	Share in other comprehensive income As % of consolidated other comprehensive income	Share in total comprehensive income As % of total comprehensive income	Amount (₹ crore)
Tata Consultancy Services Limited	India	-	-	74.12	72,120	86.29	43,559	85.49	165	86.28	43,724
<b>Subsidiaries (held directly)</b>											
<b>Indian</b>											
APTONline Limited	India	89.00	89.00	0.13	128	0.04	22	-	-	0.04	22
C-Edge Technologies Limited	India	51.00	51.00	0.42	411	0.19	94	-	-	0.19	94
MP Online Limited	India	89.00	89.00	0.13	140	0.06	29	-	-	0.06	29
TCS e-Serve International Limited	India	100.00	100.00	0.49	476	0.45	229	(0.52)	(1)	0.45	228
MahaOnline Limited	India	74.00	74.00	0.09	85	0.01	6	-	-	0.01	6
TCS Foundation	India	100.00	100.00	1.34	1,307	-	-	-	-	-	-
<b>Foreign</b>											
Tata America International Corporation	U.S.A.	100.00	100.00	1.72	1,669	2.32	1,170	(3.11)	(6)	2.30	1,164
Tata Consultancy Services Canada Inc.	Canada	100.00	100.00	1.96	1,906	2.07	1,047	-	-	2.07	1,047
Tata Consultancy Services Argentina S.A.	Argentina	100.00	100.00	-	(1)	(0.01)	(3)	-	-	(0.01)	(3)
Tata Consultancy Services Chile S.A.	Chile	100.00	100.00	0.36	360	0.10	51	-	-	0.10	51
Tata Consultancy Services De Mexico S.A., De C.V.	Mexico	100.00	100.00	0.93	916	0.39	197	1.55	3	0.39	200
Tata Consultancy Services Do Brasil Ltda	Brazil	100.00	100.00	0.43	421	0.05	25	-	-	0.05	25
TCS Iberoamerica SA	Uruguay	100.00	100.00	1.87	1,822	1.63	824	-	-	1.63	824
TCS Inversiones Chile Limitada	Chile	100.00	100.00	0.28	279	0.10	49	-	-	0.11	49
TCS Solution Center S.A.	Uruguay	100.00	100.00	0.33	320	0.14	73	-	-	0.14	73
TATASOLUTION CENTER S.A.	Ecuador	100.00	100.00	0.10	96	-	(0.52)	(1)	-	(1)	(1)
MGDC S.C.	Mexico	100.00	100.00	0.03	27	(0.07)	(36)	-	-	(0.07)	(36)
TCS Uruguay S.A.	Uruguay	100.00	100.00	0.25	246	0.19	98	-	-	0.19	98
Tata Consultancy Services Guatemala, S.A.	Guatemala	100.00	100.00	0.03	27	0.01	7	-	-	0.01	7

## Notes forming part of Consolidated Financial Statements

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss Amount (₹ crore)	Share in other comprehensive income Amount (₹ crore)	Share in total comprehensive income As % of total comprehensive income	Amount (₹ crore)
				As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	As % of consolidated other comprehensive income		
Tata Consultancy Services Belgium	Belgium	100.00	100.00	0.60	586	0.23	117	-	0.23
Tata Consultancy Services De Espana S.A.	Spain	100.00	100.00	0.13	131	0.02	9	-	0.02
Tata Consultancy Services Deutschland GmbH	Germany	100.00	100.00	0.93	909	0.20	101	(0.52)	0.20
Tata Consultancy Services Italia s.r.l.	Italy	100.00	100.00	0.08	82	0.01	4	-	0.01
Tata Consultancy Services Netherlands BV	Netherlands	100.00	100.00	3.49	3,397	1.12	563	-	1.11
Tata Consultancy Services Sverige AB	Sweden	100.00	100.00	1.19	1,157	0.53	266	-	0.52
Tata Consultancy Services (Portugal) Unipessoal, Limitada	Portugal	100.00	100.00	0.06	54	0.04	19	-	0.04
Diligenta Limited	U.K.	100.00	100.00	1.72	1,673	0.45	226	(3.63)	0.43
Tata Consultancy Services Luxembourg S.A.	Capellen (G.D. de Luxembourg)	100.00	100.00	0.13	123	0.12	62	(7)	0.12
Tata Consultancy Services Switzerland Ltd.	Switzerland	100.00	100.00	0.89	866	0.41	207	(9.84)	0.37
Tata Consultancy Services France	France	100.00	100.00	(0.28)	(275)	0.19	97	(1.55)	0.19
Tata Consultancy Services Saudi Arabia	Saudi Arabia	100.00	100.00	0.17	161	0.05	27	(1.04)	0.05
Tata Consultancy Services UK Limited	U.K.	100.00	100.00	0.03	34	0.01	4	-	0.01
TCS Business Services GmbH	Germany	100.00	100.00	0.10	97	0.03	13	4.15	8
Tata Consultancy Services Bulgaria EOOD	Bulgaria	100.00	100.00	0.03	33	0.01	6	-	0.01
Tata Consultancy Services Ireland Limited	Ireland	100.00	100.00	0.46	444	0.22	113	-	0.22
TCS Technology Solutions GmbH	Germany	100.00	100.00	0.89	866	0.17	85	31.61	61
Tata Consultancy Services Osterreich GmbH	Austria	100.00	100.00	0.01	5	-	1	-	-
Saudi Desert Rose Holding BV.	Netherlands	-	100.00	-	-	-	-	-	1
Diligenta (Europe) B.V.	Netherlands	100.00	-	-	-	-	-	-	-

## Notes forming part of Consolidated Financial Statements

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss Amount (₹ crore)	Share in other comprehensive income As % of consolidated other comprehensive income	Share in total comprehensive income As % of total comprehensive income	Amount (₹ crore)
				As % of consolidated net assets	Amount (₹ crore)				
Tata Consultancy Services Asia Pacific Pte Ltd.	Singapore	100.00	100.00	1.08	1,049	0.54	271	-	0.53
Tata Consultancy Services Malaysia Sdn Bhd	Malaysia	100.00	100.00	0.10	96	0.11	56	-	0.11
TCS FNS Pty Limited	Australia	100.00	100.00	0.14	141	0.10	51	-	0.10
TCS Financial Solutions Australia Pty Limited	Australia	100.00	100.00	0.09	54	0.06	32	-	0.06
PT Tata Consultancy Services Indonesia	Indonesia	100.00	100.00	0.03	27	0.02	10	-	0.02
Tata Consultancy Services (China) Co., Ltd.	China	100.00	100.00	0.38	371	0.15	74	-	0.15
TCS Financial Solutions Beijing Co., Ltd.	China	100.00	100.00	0.04	40	0.01	5	-	0.01
Tata Consultancy Services (Thailand) Limited	Thailand	100.00	100.00	0.02	15	0.02	9	-	0.02
Tata Consultancy Services (Philippines) Inc.	Philippines	100.00	100.00	0.17	161	0.18	91	(2.07)	0.17
Tata Consultancy Services Japan, Ltd.	Japan	66.00	66.00	1.78	1,743	0.82	410	-	0.81
Tata Consultancy Services (Africa) (PTY) Ltd.	South Africa	100.00	100.00	0.05	47	0.07	35	-	0.07
Tata Consultancy Services (South Africa) (PTY) Ltd.	South Africa	100.00	100.00	0.11	105	0.10	50	-	0.10
Tata Consultancy Services Qatar L.L.C.	Qatar	100.00	100.00	0.05	51	0.03	16	-	0.03
<b>Trusts</b>		-	-	0.32	307	0.02	12	-	0.02
<b>TOTAL</b>				<b>100.00</b>	<b>97,305</b>	<b>100.00</b>	<b>50,481</b>	<b>193</b>	<b>100.00</b>
									<b>50,674</b>

## Notes forming part of Consolidated Financial Statements

Name of the entity	Country of incorporation	% of voting power as at March 31, 2024	% of voting power as at March 31, 2023	Net assets, i.e. total assets minus total liabilities		Share in Profit or loss As % of consolidated profit or loss	Share in other comprehensive income As % of consolidated other comprehensive income	Amount (₹ crore)	Share in total comprehensive income As % of total comprehensive income
				As % of consolidated net assets	Amount (₹ crore)				
a) Adjustments arising out of consolidation				(5,986)		(4,382)		44	(4,338)
b) Non-controlling interests									
<b>Indian subsidiaries</b>									
APTONline Limited				(14)		(2)			(2)
C-Edge Technologies Limited				(201)		(46)			(46)
MP Online Limited				(15)		(3)			(3)
MahaOnline Limited				(22)		(2)			(2)
<b>Foreign subsidiaries</b>									
Tata Consultancy Services (Chira) Co., Ltd.				-		-			-
Tata Consultancy Services Japan, Ltd.				(577)		(137)		62	(75)
<b>TOTAL</b>					<b>(830)</b>	<b>(191)</b>		<b>62</b>	<b>(129)</b>
<b>TOTAL</b>					<b>90,489</b>	<b>45,908</b>		<b>299</b>	<b>46,207</b>

### Notes:

1. TCS Technology Solutions AG renamed as TCS Technology Solutions GmbH.
2. Saudi Desert Rose Holding B.V. merged with Tata Consultancy Services Netherlands BV w.e.f. August 29, 2023.
3. Diligenta Limited incorporated a subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

## Notes forming part of Consolidated Financial Statements

### 22) Related party transactions

The Company's principal related parties consist of its holding company Tata Sons Private Limited and its subsidiaries, its own subsidiaries, affiliates and key managerial personnel. The Group's material related party transactions and outstanding balances are with related parties with whom the Group routinely enter into transactions in the ordinary course of business. Refer note 21 for list of subsidiaries of the Company.

Transactions and balances with its own subsidiaries are eliminated on consolidation.

Transactions with related parties are as follows:

	Year ended March 31, 2024				(₹ crore)
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	50	1,025	4,495	-	5,570
Purchases of goods and services (including reimbursements)	2	1,390	250	-	1,642
Brand equity contribution	352	-	-	-	352
Facility expenses	1	20	73	-	94
Lease rental	-	49	46	-	95
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	7	(1)	-	6
Contribution and advance to post employment benefit plans	-	-	-	3,783	3,783
Purchase of property, plant and equipment	-	108	98	-	206
Advances given	-	1,013	98	-	1,111
Advances recovered	-	8	4	-	12
Advances taken	-	27	1	-	28
Dividend paid	18,177	8	2	-	18,187
Buy-back of shares	10,548	4	3	-	10,555

## Notes forming part of Consolidated Financial Statements

(₹ crore)

	Year ended March 31, 2023				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	38	1,174	3,050	-	4,262
Purchases of goods and services (including reimbursements)	1	610	225	-	836
Brand equity contribution	227	-	-	-	227
Facility expenses	1	25	59	-	85
Lease rental	-	56	47	-	103
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	(1)	-	-	(1)
Contribution and advance to post employment benefit plans	-	-	-	2,955	2,955
Purchase of property, plant and equipment	-	13	137	-	150
Advances given	-	1	45	-	46
Advances recovered	-	1	15	-	16
Advances taken	-	25	4	-	29
Dividend paid	29,881	16	6	-	29,903

Balances receivable from related parties are as follows:

(₹ crore)

	As at March 31, 2024				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade receivables and contract assets	5	411	1,509	-	1,925
Loans, other financial assets and other assets	2	1,238	9	-	1,249
	<u>7</u>	<u>1,649</u>	<u>1,518</u>	<u>-</u>	<u>3,174</u>

## Notes forming part of Consolidated Financial Statements

(₹ crore)

	As at March 31, 2023				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade receivables and contract assets	2	434	1,004	-	1,440
Loans, other financial assets and other assets	10	95	85	-	190
	<b>12</b>	<b>529</b>	<b>1,089</b>	<b>-</b>	<b>1,630</b>

Balances payable to related parties are as follows:

(₹ crore)

	As at March 31, 2024				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	355	1,003	428	-	1,786
Commitments	-	1,412	13	-	1,425

(₹ crore)

	As at March 31, 2023				
	Tata Sons Private Limited	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	213	377	322	278	1,190
Commitments	-	12	50	-	62

Material related party transactions are as follows:

(₹ crore)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>Revenue from operations</b>		
Jaguar Land Rover Limited	2,902	1,707
Tata Steel IJmuiden BV	599	533
Tata Digital Private Limited	286	502
<b>Purchases of goods and services (including reimbursements) and net of cost recovery</b>		
Tejas Networks Limited	754	-
<b>Advances given</b>		
Tejas Networks Limited	960	-

## Notes forming part of Consolidated Financial Statements

Material related party balances are as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Trade receivables and contract assets</b>		
Jaguar Land Rover Limited	898	482
<b>Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities</b>		
Tejas Networks Limited	607	-
<b>Loans, other financial assets and other assets</b>		
Tejas Networks Limited	960	-

Transactions with key management personnel are as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Short-term benefits	57	58
Dividend paid during the year	1	2
Post-employment benefits	2	-
	<hr/> <b>60</b>	<hr/> <b>60</b>

The remuneration of directors and key executives is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.

Transactions with key management personnel for the year ended March 31, 2023 did not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation / premium paid were not available.

- 23)** No funds have been advanced / loaned / invested (from borrowed funds or from share premium or from any other sources / kind of funds) by the Group to any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

No funds have been received by the Group from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding (whether recorded in writing or otherwise) that the Group shall (i) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- 24)** The sitting fees and commission paid to non-executive directors is ₹15 crore and ₹13 crore as at March 31, 2024 and 2023, respectively.

- 25)** The Board of Directors approved post-employment benefits, payable to the outgoing CEO and Managing Director, which has been actuarially valued. Accordingly, the Company has recorded an expense of ₹48 crore during the year ended March 31, 2024.

- 26)** The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company and its Indian subsidiaries will assess the impact and its evaluation once the subject rules are notified. The Company and its Indian subsidiaries will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

- 27)** TCS Technology Solutions AG renamed as TCS Technology Solutions GmbH.

- 28)** Saudi Desert Rose Holding B.V. merged with Tata Consultancy Services Netherlands BV w.e.f. August 29, 2023.

- 29)** Diligenta Limited incorporated a subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

## Notes forming part of Consolidated Financial Statements

### 30) Dividends

Dividends paid during the year ended March 31, 2024 include an amount of ₹24.00 per equity share towards final dividend for the year ended March 31, 2023 and an amount of ₹45.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2024. Dividends paid during the year ended March 31, 2023 include an amount of ₹22.00 per equity share towards final dividend for the year ended March 31, 2022 and an amount of ₹91.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2023.

Dividends declared by the Company are based on profits available for distribution. On April 12, 2024, the Board of Directors of the Company have proposed a final dividend of ₹28.00 per share in respect of the year ended March 31, 2024 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹10,131 crore.

---

As per our report of even date attached

For **B S R & Co. LLP**  
Chartered Accountants  
Firm's registration no: 101248W/W-100022  
**Amit Somani**  
Partner  
Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

**K Krishnaswamy**  
CEO and Managing Director  
**Samir Seksaria**  
CFO

**N Ganapathy Subramaniam**  
COO and Executive Director  
**Pradeep Manohar Gaitonde**  
Company Secretary

Mumbai, April 12, 2024



# Standalone Financial Statements

## Independent Auditor's Report

**To the Members of  
Tata Consultancy Services Limited  
Report on the Audit of the Standalone Financial Statements**

### Opinion

We have audited the standalone financial statements of Tata Consultancy Services Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2024, and the

standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

### Key Audit Matter(s)

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Revenue recognition— Fixed price contracts where revenue is recognized using percentage of completion method

Refer Note 4(a) and 10 to the standalone financial statements

The key audit matter	How the matter was addressed in our audit
<p>The Company inter alia engages in Fixed-price contracts, wherein, revenue is recognized using the percentage of completion computed as per the input method based on the Company's estimate of contract costs.</p> <p>We identified revenue recognition of fixed price contracts where the percentage of completion is used as a key audit matter since-</p> <ul style="list-style-type: none"> <li>there is an inherent risk and presumed fraud risk around the accuracy and existence of revenues recognised considering the customised and complex nature of these contracts and significant inputs of IT systems;</li> </ul>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Obtained an understanding of the systems, processes and controls implemented by the Company for recording and computing revenue and the associated contract assets, unearned and deferred revenue balances.</li> <li>Involvement of our Information technology ('IT') specialists, as required: <ul style="list-style-type: none"> <li>Assessed the IT environment in which the business systems operate and tested system controls over computation of revenue recognised;</li> <li>Tested the IT controls over appropriateness of cost and revenue reports generated by the system;</li> <li>Tested the controls pertaining to allocation of resources and budgeting systems which prevent the unauthorized recording/ changes to costs incurred; and</li> </ul> </li> </ul>

<b>The key audit matter</b>	<b>How the matter was addressed in our audit</b>
<ul style="list-style-type: none"> <li>• application of revenue recognition accounting standard (Ind AS 115, Revenue from Contracts with customers) is complex and involves a number of key judgments and estimates in mainly identifying performance obligations, related transaction price and estimating the future cost-to-completion of these contracts, which is used to determine the percentage of completion of the relevant performance obligation;</li> <li>• these contracts may involve onerous obligations which require critical assessment of foreseeable losses to be made by the Company; and</li> <li>• at year-end, significant amount of work in progress (Contract assets), related to these contracts are recognised on the balance sheet.</li> </ul>	<ul style="list-style-type: none"> <li>➤ Tested on a random sampling basis the controls relating to the estimation of contract costs required to complete the respective projects.</li> <li>• On selected specific and statistical samples of contracts, we tested that the revenue recognized is in accordance with the revenue recognition accounting standard including – <ul style="list-style-type: none"> <li>➤ Evaluated the identification of performance obligations and the ascribed transaction price;</li> <li>➤ For testing the Company's computation of the estimation of contract costs and onerous obligations, if any. We: <ul style="list-style-type: none"> <li>• assessed that the estimates of costs to complete were reviewed and approved by appropriate designated management personnel;</li> <li>• performed a retrospective analysis of costs incurred with estimated costs to identify significant variations and challenged whether those variations are required to be considered in estimating the remaining costs to complete the contract;</li> <li>• assessed the appropriateness of work in progress (contract assets) on balance sheet date by evaluating the underlying documentation to identify possible changes in estimated costs to complete the remaining performance obligations; and</li> <li>• inspected underlying documents and performed analytics to determine reasonableness of contract costs.</li> </ul> </li> </ul> </li> </ul>

#### Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report(s) thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

#### Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and

for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when,

in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 01 April 2024 to 10 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its standalone financial

- statements- Refer income tax liabilities disclosed in the balance sheet along with Note 19 to the standalone financial statements.
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
  - e. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

The final dividend paid by the Company during the year, in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 26 to the standalone financial statements, the Board of Directors of the

Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

- i. The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting softwares used for maintaining the books of account relating to payroll, consolidation process and certain non-editable fields/tables of the accounting software used for maintaining general ledger.
- ii. The feature of recording audit trail (edit log) facility was not enabled at the application layer of the accounting softwares relating to revenue, trade receivables and general ledger for the period 1 April 2023 to 13 November 2023 and relating to property, plant and equipment for the period 1 April 2023 to 14 December 2023.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's Registration No.: 101248W/W-100022

**Amit Somani**  
*Partner*

Place: Mumbai  
 Date: 12 April 2024

Membership No.: 060154  
 ICAI UDIN: 24060154BKFDGZ4646

## Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Tata Consultancy Services Limited for the year ended 31 March 2024

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the

frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company. The Company has not been sanctioned any working capital limit from the financial institutions.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records, the Company has made investments and has granted loans or advances in the nature of loans, unsecured, to other parties during the year, in respect of which the requisite information is as below. The Company has not made any investments and has not granted any loans or advances in the nature of loans, unsecured, to companies, firms or limited liability partnerships during the year. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured, to companies, firms, limited liability partnerships or any other parties during the year.
  - (a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not given any loans or advances in the nature of loans or stood guarantee or provided security to subsidiaries. The Company does not hold any investment in any joint ventures or associates.
  - B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has given unsecured loans and unsecured advances in the nature of loans to parties other than subsidiaries as listed below. The Company has not stood guarantee or provided security to parties other than subsidiaries.

(₹ in crore)

<b>Particulars</b>	<b>Guarantees</b>	<b>Security</b>	<b>Loans</b>	<b>Advances in nature of loans</b>
Aggregate amount during the year				
Subsidiaries*	-	-	-	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others	-	-	319	412
Balance outstanding as at balance sheet date				
Subsidiaries*	-	-	-	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others	-	-	319	173

\*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and the terms and conditions of the grant of loans and advances in the nature of loans during the year are, *prima facie*, not prejudicial to the interest of the Company.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of interest free loans and advances in the nature of loans given, the repayment of principal has been stipulated and the repayments or receipts have been regular. In case of interest bearing loans given, the schedule of repayment of principal and payment of interest has been stipulated, and the repayments or receipts have been regular.
  - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given and advances in the nature of loans given.
  - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
  - (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
  - (iv) According to the information and explanations given to us and on the basis of our examination of the records of
- the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
  - (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it (and/or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.
  - (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no statutory dues of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of any dispute except for the following:

Name of the statute	Nature of the dues	Amount (₹ in crores)**	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
The Income-tax Act, 1961	Income tax	2,112	Assessment Year- 2011-2012, 2018-2019, 2021-2022	Commissioner of Income tax (Appeals) Income Tax Appellate Tribunal Assessing Officer / National Faceless Assessment Centre	
		193	Assessment Year- 2006-2007		
		36	Assessment Year- 2013-2014, 2016-2017		
The Central Sales Tax Act, 1956 and Value Added Tax Act	Sales tax and VAT	2	Financial Year- 1995-1996, 1997-1998, 2004-2005, 2011-2012, 2016-2017, 2017-2018	Assistant Commissioner Deputy Commissioner	High Court
		3	Financial Year- 2008-2009, 2010-2011, 2011-2012, 2012-2013, 2015-2016, 2016-2017		
		233	Financial Year- 1994-1995, 2004-2005, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018		
		18	Financial Year- 1997-1998, 2005-2006, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018		
		11	Financial Year- 1990-1991, 1997-1998, 2002-2003, 2003-2004, 2004-2005, 2005-2006, 2006-2007, 2011-2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018		
The Finance Act, 1994	Service tax	2	Financial Year- 2002-2003, 2003-2004, 2004-2005, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2014-2015, 2015-2016, 2016-2017, 2017-2018	Commissioner Appeals	Tribunal
		213	Financial Year- 2002-2003, 2003-2004, 2004-2005, 2006-2007, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016, 2016-2017, 2017-2018		
Goods and Service Tax Act	Goods and Services Tax	17	Financial Year- 2017-2018, 2018-2019, 2020-2021	Commissioner Appeals	

\*\* These amounts are net of amount paid/ adjusted under protest of ₹ 318 crores

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful default by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act. The Company does not hold any investment in any associate or joint venture (as defined under the Act) during the year ended 31 March 2024.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act). The Company does not hold any investment in any associate or joint venture (as defined under the Act) during the year ended 31 March 2024.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
  - (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
    - (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
    - (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
  - (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
  - (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
  - (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
    - (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
  - (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
  - (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
    - (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
    - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
  - (d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has four CICs as part of the Group.
  - (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
  - (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
  - (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in Company's annual report is expected to be made available to us after the date of this auditor's report.
- (xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
  - (b) In our opinion and according to the information and explanations given to us and based on an independent legal opinion obtained by the Company, upon irrevocable transfer of funds by the Company to implementing agencies for designated multiyear projects undertaken through them, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to ongoing projects. Accordingly, clause 3(xx)(b) of the Order is not applicable.

**For B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's Registration No.: 101248W/W-100022

**Amit Somani**  
*Partner*

Place: Mumbai  
 Date: 12 April 2024

Membership No.: 060154  
 ICAI UDIN: 24060154BKFDGZ4646

## Annexure B to the Independent Auditor's Report on the standalone financial statements of Tata Consultancy Services Limited for the year ended 31 March 2024

### **Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

**(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of Tata Consultancy Services Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with

reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

#### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No.: 101248W/W-100022

**Amit Somani**  
*Partner*

Place: Mumbai	Membership No.: 060154
Date: 12 April 2024	ICAI UDIN: 24060154BKFDGZ4646

## Standalone Balance Sheet

	Note	As at March 31, 2024	As at March 31, 2023	(₹ crore)
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	8(a)	8,336	9,186	
Capital work-in-progress	8(a)	1,450	1,103	
Right-of-use assets	7	6,154	5,695	
Intangible assets	8(b)	463	809	
Financial assets				
Investments	6(a)	2,405	2,405	
Trade receivables				
Billed	6(b)	127	125	
Unbilled		65	196	
Loans	6(e)	2	3	
Other financial assets	6(f)	626	532	
Deferred tax assets (net)	15	2,524	2,464	
Income tax assets (net)		1,062	2,115	
Other assets	8(c)	3,016	2,410	
<b>Total non-current assets</b>		<b>26,230</b>	<b>27,043</b>	
<b>Current assets</b>				
Inventories	8(d)	27	27	
Financial assets				
Investments	6(a)	29,840	35,738	
Trade receivables				
Billed	6(b)	38,591	35,534	
Unbilled		7,477	7,264	
Cash and cash equivalents	6(c)	3,644	1,462	
Other balances with banks	6(d)	2,955	3,081	
Loans	6(e)	317	332	
Other financial assets	6(f)	1,559	1,557	
Income tax assets (net)		111	-	
Other assets	8(c)	10,397	7,789	
<b>Total current assets</b>		<b>94,918</b>	<b>92,784</b>	
<b>TOTAL ASSETS</b>		<b>1,21,148</b>	<b>1,19,827</b>	
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Share capital	6(n)	362	366	
Other equity	9	71,758	74,172	
<b>Total equity</b>		<b>72,120</b>	<b>74,538</b>	
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial liabilities				
Lease liabilities		5,128	4,698	
Other financial liabilities	6(i)	315	340	
Employee benefit obligations	12	144	95	
Deferred tax liabilities (net)	15	154	190	
Unearned and deferred revenue		226	642	
<b>Total non-current liabilities</b>		<b>5,967</b>	<b>5,965</b>	
<b>Current liabilities</b>				
Financial liabilities				
Lease liabilities		1,017	961	
Trade payables				
Dues of small enterprises and micro enterprises	6(g)	79	-	
Dues of creditors other than small enterprises and micro enterprises	6(h)	14,520	13,768	
Other financial liabilities	6(i)	6,286	6,948	
Unearned and deferred revenue		2,811	2,962	
Other liabilities				
Provisions	8(e)	4,458	3,113	
Employee benefit obligations	8(f)	71	279	
Income tax liabilities (net)	12	3,332	3,022	
<b>Total current liabilities</b>		<b>10,487</b>	<b>8,271</b>	
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>43,061</b>	<b>39,324</b>	
		<b>1,21,148</b>	<b>1,19,827</b>	

### NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For and on behalf of the Board

For **B S R & Co. LLP**

**K Krishivasan**

**N Ganapathy Subramaniam**

Chartered Accountants

CEO and Managing Director

COO and Executive Director

Firm's registration no: 101248W/W-100022

**Amit Somani**

**Samir Seksaria**

**Pradeep Manohar Gaitonde**

Partner

CFO

Company Secretary

Membership No: 060154

Mumbai, April 12, 2024

Mumbai, April 12, 2024

## Standalone Statement of Profit and Loss

	Note	Year ended March 31, 2024	Year ended March 31, 2023	(₹ crore)
Revenue from operations	10	202,359	1,90,354	
Other income	11	7,273	5,328	
<b>TOTAL INCOME</b>		<b>209,632</b>	<b>1,95,682</b>	
<b>Expenses</b>				
Employee benefit expenses	12	103,139	96,218	
Cost of equipment and software licences	13(a)	3,347	1,416	
Finance costs	14	673	695	
Depreciation and amortisation expense		3,887	3,940	
Other expenses	13(b)	40,026	41,723	
<b>TOTAL EXPENSES</b>		<b>151,072</b>	<b>1,43,992</b>	
<b>PROFIT BEFORE EXCEPTIONAL ITEM AND TAX</b>		<b>58,560</b>	<b>51,690</b>	
<b>Exceptional item</b>				
Settlement of legal claim	19	958	-	
<b>PROFIT BEFORE TAX</b>		<b>57,602</b>	<b>51,690</b>	
<b>Tax expense</b>				
Current tax	15	14,178	12,946	
Deferred tax	15	(135)	(362)	
<b>TOTAL TAX EXPENSE</b>		<b>14,043</b>	<b>12,584</b>	
<b>PROFIT FOR THE YEAR</b>		<b>43,559</b>	<b>39,106</b>	
<b>OTHER COMPREHENSIVE INCOME (OCI)</b>				
<b>Items that will not be reclassified subsequently to profit or loss</b>				
Remeasurement of defined employee benefit plans		(60)	54	
<b>Income tax on items that will not be reclassified subsequently to profit or loss</b>		13	(12)	
<b>Items that will be reclassified subsequently to profit or loss</b>				
Net change in fair values of investments other than equity shares carried at fair value through OCI		237	(679)	
Net change in intrinsic value of derivatives designated as cash flow hedges		1	(25)	
Net change in time value of derivatives designated as cash flow hedges		13	32	
<b>Income tax on items that will be reclassified subsequently to profit or loss</b>		(39)	236	
<b>TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES)</b>		<b>165</b>	<b>(394)</b>	
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>43,724</b>	<b>38,712</b>	
<b>Earnings per equity share:- Basic and diluted (₹)</b>	16	119.44	106.88	
Weighted average number of equity shares		364,68,51,755	365,90,51,373	

### NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's registration no: 101248W/W-100022

**Amit Somani**  
*Partner*  
 Membership No: 060154

For and on behalf of the Board

**K Krishivasan**  
*CEO and Managing Director*

**N Ganapathy Subramaniam**  
*COO and Executive Director*

**Samir Seksaria**  
*CFO*

**Pradeep Manohar Gaitonde**  
*Company Secretary*

Mumbai, April 12, 2024

Mumbai, April 12, 2024

## Standalone Statement of Changes in Equity

### A. EQUITY SHARE CAPITAL

Balance as at April 1, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year*	Balance as at March 31, 2024
366	-	366	(4)	362

\*Refer note 6(n)

Balance as at April 1, 2022	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2022	Changes in equity share capital during the year	Balance as at March 31, 2023
366	-	366	-	366

\*Refer note 6(n)

### B. OTHER EQUITY

Capital reserve*	Reserves and surplus		Items of other comprehensive income			Total Equity
	Capital redemption reserve	Special Economic Zone re-investment reserve	Retained earnings	Investment revaluation reserve	Cash flow hedging reserve	
<b>Balance as at April 1, 2023</b>	<b>17</b>	<b>11,809</b>	<b>62,228</b>	<b>138</b>	<b>8</b>	<b>(28)</b>
Profit for the year	-	43,559	(47)	201	-	43,559
Other comprehensive income / (losses)	-	(25,137)	-	-	10	165
<b>Total comprehensive income</b>	<b>4</b>	<b>43,512</b>	<b>201</b>	<b>1</b>	<b>10</b>	<b>43,724</b>
Dividend	-	(46)	-	-	-	(46)
Expenses for buy-back of equity shares (Refer note 6(n))	-	(3,959)	-	-	-	(3,959)
Tax on buy-back of equity shares (Refer note 6(n))	-	(17,000)	-	-	-	(17,000)
Buy-back of equity shares (Refer note 6(n))	-	(9,875)	-	-	-	(9,875)
Transfer to Special Economic Zone re-investment reserve	-	(5,450)	-	-	-	(5,450)
Transfer from Special Economic Zone re-investment reserve	-	55,173	339	9	(18)	55,173
<b>Balance as at March 31, 2024</b>	<b>21</b>	<b>16,234</b>	<b>55,173</b>	<b>9</b>	<b>(18)</b>	<b>71,758</b>
<b>Balance as at April 1, 2022</b>	<b>17</b>	<b>7,287</b>	<b>68,949</b>	<b>580</b>	<b>27</b>	<b>(53)</b>
Profit for the year	-	39,106	-	-	-	39,106
Other comprehensive income / (losses)	-	42	(442)	(19)	25	(394)
<b>Total comprehensive income</b>	<b>-</b>	<b>39,148</b>	<b>(442)</b>	<b>(19)</b>	<b>25</b>	<b>38,712</b>
Dividend	-	(41,347)	-	-	-	(41,347)
Transfer to Special Economic Zone re-investment reserve	-	8,380	-	-	-	8,380
Transfer from Special Economic Zone re-investment reserve	-	(3,858)	-	-	-	(3,858)
<b>Balance as at March 31, 2023</b>	<b>17</b>	<b>11,809</b>	<b>62,228</b>	<b>138</b>	<b>8</b>	<b>(28)</b>
<b>Balance as at March 31, 2024</b>	<b>362</b>	<b>366</b>	<b>362</b>	<b>366</b>	<b>366</b>	<b>362</b>

\*Represents value less than ₹0.50 crore.

Loss of ₹47 crore and gain of ₹42 crore on remeasurement of defined employee benefit plans (net of tax) is recognised as a part of retained earnings for the years ended March 31, 2024 and 2023, respectively.

## Nature and purpose of reserves

### (a) Capital reserve

The Company recognises profit and loss on purchase, sale, issue or cancellation of the Company's own equity instruments to capital reserve.

### (b) Capital redemption reserve

As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

### (c) Special Economic Zone re-investment reserve

The Special Economic Zone (SEZ) re-investment reserve is created out of the profit of eligible SEZ units in terms of the provisions of section 10AA(1)(ii) of the Income-tax Act, 1961. The reserve will be utilised by the Company for acquiring new assets for the purpose of its business as per the terms of section 10AA(2) of Income-tax Act, 1961.

### (d) Retained earnings

This reserve represents undistributed accumulated earnings of the Company as on the balance sheet date.

### (e) Investment revaluation reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity and debt instruments on the balance sheet date measured at fair value through other comprehensive income. The reserves accumulated will be reclassified to retained earnings and profit and loss respectively, when such instruments are disposed.

### (f) Cash flow hedging reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's registration no: 101248W/W-100022  
**Amit Somani**  
*Partner*  
 Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

<b>K Krishivasan</b>	<b>N Ganapathy Subramaniam</b>
<i>CEO and Managing Director</i>	<i>COO and Executive Director</i>
<b>Samir Seksaria</b>	<b>Pradeep Manohar Gaitonde</b>
<i>CFO</i>	<i>Company Secretary</i>

Mumbai, April 12, 2024

## Standalone Statement of Cash Flows

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<b>Profit for the year</b>	43,559	39,106
<b>Adjustments for:</b>		
Depreciation and amortisation expense	3,887	3,940
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	97	110
Tax expense	14,043	12,584
Net (gain) / loss on lease modification	(2)	3
Net gain on sub-lease	-	(7)
Unrealised foreign exchange gain	(11)	(185)
Net gain on disposal of property, plant and equipment	(8)	(27)
Net gain on disposal / fair valuation of investments	(264)	(209)
Interest income	(3,382)	(3,046)
Dividend income (including exchange impact)	(3,288)	(2,112)
Finance costs	673	695
<b>Operating profit before working capital changes</b>	<b>55,304</b>	<b>50,852</b>
<b>Net change in</b>		
Inventories	-	(8)
Trade receivables		
Billed	(3,145)	(5,817)
Unbilled	(82)	(1,157)
Loans and other financial assets	(291)	192
Other assets	(3,125)	(384)
Trade payables	831	3,686
Unearned and deferred revenue	(567)	31
Other financial liabilities	(698)	1,222
Other liabilities and provisions	1,498	(654)
<b>Cash generated from operations</b>	<b>49,725</b>	<b>47,963</b>
Taxes paid (net of refunds)	(10,583)	(10,934)
<b>Net cash generated from operating activities</b>	<b>39,142</b>	<b>37,029</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Bank deposits placed	(6,489)	(3,528)
Inter-corporate deposits placed	-	(7,580)
Purchase of investments	(128,764)	(122,721)
Payment for purchase of property, plant and equipment	(1,720)	(2,041)
Payment including advances for acquiring right-of-use assets	(17)	(94)
Payment for purchase of intangible assets	(411)	(340)
Proceeds from bank deposits	6,605	5,930
Proceeds from inter-corporate deposits	-	12,966
Proceeds from disposal / redemption of investments	135,375	115,825
Proceeds from sub-lease receivable	10	5

## Standalone Statement of Cash Flows

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Proceeds from disposal of property, plant and equipment	14	29
Interest received	2,670	2,933
Dividend received from subsidiaries	3,534	1,866
<b>Net cash generated from investing activities</b>	<b>10,807</b>	<b>3,250</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Repayment of lease liabilities	(1,061)	(1,006)
Interest paid	(590)	(697)
Dividend paid	(25,137)	(41,347)
Transfer of funds to buy-back escrow account	(425)	-
Transfer of funds from buy-back escrow account	425	18
Expenses for buy-back of equity shares (Refer note 6(n))	(46)	-
Tax on buy-back of equity shares (Refer note 6(n))	(3,959)	(4,192)
Buy-back of equity shares (Refer note 6(n))	(17,000)	-
<b>Net cash used in financing activities</b>	<b>(47,793)</b>	<b>(47,224)</b>
<b>Net change in cash and cash equivalents</b>	<b>2,156</b>	<b>(6,945)</b>
Cash and cash equivalents at the beginning of the year	1,462	8,197
Exchange difference on translation of foreign currency cash and cash equivalents	26	210
<b>Cash and cash equivalents at the end of the year</b>	<b>3,644</b>	<b>1,462</b>
<b>Components of cash and cash equivalents</b>		
<b>Balances with banks</b>		
In current accounts	1,359	776
In deposit accounts	2,285	686
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	-*
	<b>3,644</b>	<b>1,462</b>

\*Represents value less than ₹0.50 crore.

Refer note 13(c) for amount spent during the years ended March 31, 2024 and 2023 on construction / acquisition of any asset and other purposes relating to CSR activities.

### NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's registration no: 101248W/W-100022

**Amit Somani**  
*Partner*  
 Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

**K Krishivasan**  
*CEO and Managing Director*

**N Ganapathy Subramaniam**  
*COO and Executive Director*

**Samir Seksaria**  
*CFO*

**Pradeep Manohar Gaitonde**  
*Company Secretary*

Mumbai, April 12, 2024

## Notes forming part of Standalone Financial Statements

### 1) Corporate information

Tata Consultancy Services Limited (referred to as “TCS Limited” or “the Company”) provides IT services, consulting and business solutions and has been partnering with many of the world’s largest businesses in their transformation journeys. The Company offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions. This is delivered through its unique Location-Independent Agile delivery model recognised as a benchmark of excellence in software development.

The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is TCS House, Raveline Street, Fort, Mumbai- 400001. As at March 31, 2024, Tata Sons Private Limited, the holding company owned 71.74% of the Company’s equity share capital.

The Board of Directors approved the standalone financial statements for the year ended March 31, 2024 and authorised for issue on April 12, 2024.

### 2) Statement of compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as “Ind AS”) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

### 3) Basis of preparation

These standalone financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortised cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Company’s normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

These standalone financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the

Company. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The material accounting policy information related to preparation of the standalone financial statements have been discussed in the respective notes.

### 4) Use of estimates and judgements

The preparation of standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of standalone financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The Company uses the following critical accounting judgements, estimates and assumptions in preparation of its standalone financial statements:

#### (a) Revenue recognition

Revenue for fixed-price contracts is recognised using percentage-of-completion method. The Company estimates the future cost-to-completion of the contracts which is used to determine degree of completion of the performance obligation.

The Company exercises judgement for identification of performance obligations, determination of transaction price, ascribing the transaction price to each distinct performance obligation and in determining whether the performance obligation is satisfied at a point in time or over a period of time. These judgements have been explained in detail under the revenue note (Refer note 10).

#### (b) Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods (Refer note 8(a)).

#### (c) Impairment of investments in subsidiaries

The Company reviews its carrying value of investments carried at cost (net of impairment, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the statement of profit and loss.

## Notes forming part of Standalone Financial Statements

### (d) Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### (e) Impairment of financial assets (other than at fair value)

Measurement of impairment of financial assets require use of estimates, which have been explained in the note on financial assets, financial liabilities and equity instruments, under impairment of financial assets (other than at fair value) (Refer note 6).

### (f) Provision for income tax and deferred tax assets

The Company uses judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

### (g) Provisions and contingent liabilities

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

### (h) Employee benefits

The accounting of employee benefit plans in the nature of defined benefit requires the Company to use assumptions. These assumptions have been explained under employee benefits note (Refer note 12).

### (i) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

### 5) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

### 6) Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

### Cash and cash equivalents

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash

## Notes forming part of Standalone Financial Statements

equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

### **Financial assets at amortised cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### **Financial assets at fair value through other comprehensive income**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in other comprehensive income.

### **Financial assets at fair value through profit or loss**

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

### **Investment in subsidiaries**

Investment in subsidiaries are measured at cost less impairment loss, if any.

### **Financial liabilities**

Financial liabilities are measured at amortised cost using the effective interest method.

### **Equity instruments**

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received net of direct issue cost.

### **Derivative accounting**

- **Instruments in hedging relationship**

The Company designates certain foreign exchange forward, currency options and futures contracts as hedge instruments in respect of foreign exchange risks. These hedges are accounted for as cash flow hedges.

The Company uses hedging instruments that are governed by the financial risk management policy as approved by the Risk Management Committee. The policy provides principles on the use of such financial derivatives consistent with the risk management

strategy of the Company. While determining the appropriate hedge ratio, the Company takes into consideration the prevailing macro-economic conditions, the availability and liquidity of the hedging instruments, tolerance levels for hedge ineffectiveness and the costs of hedging. The hedging activities are reviewed by the Risk Management Committee every quarter and future course of action is determined.

The hedge instruments are designated and documented as hedges at the inception of the contract. The Company determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at inception and on an ongoing basis. If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified in net foreign exchange gains in the statement of profit and loss.

The effective portion of change in the fair value of the designated hedging instrument is recognised in the other comprehensive income and accumulated under the heading cash flow hedging reserve.

The Company separates the intrinsic value and time value of an option and designates as hedging instruments only the change in intrinsic value of the option. The change in fair value of the intrinsic value and time value of an option is recognised in the other comprehensive income and accounted as a separate component of equity. Such amounts are reclassified into the statement of profit and loss when the related hedged items affect profit and loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity till that time remains and is recognised in the statement of profit and loss when the forecasted transaction ultimately affects profit and loss. Any gain or loss is recognised immediately in the statement of profit and loss when the hedge becomes ineffective.

- **Instruments not in hedging relationship**

The Company enters into contracts that are effective as hedges from an economic perspective, but they do not qualify for hedge accounting. The change in the fair value of such instrument is recognised in the statement of profit and loss.

### **Impairment of financial assets (other than at fair value)**

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a

## Notes forming part of Standalone Financial Statements

financing transaction. In determining the allowance for expected credit losses, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

### (a) Investments

Investments consist of the following:

#### Investments – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Investment in subsidiaries</b>		
Fully paid equity shares (unquoted)	2,405	2,405
<b>Investments designated at fair value through OCI</b>		
Fully paid equity shares (unquoted)	19	19
Taj Air Limited	(19)	(19)
Less: Impairment in value of investments	<u>2,405</u>	<u>2,405</u>

#### Investments - Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Investments carried at fair value through profit or loss</b>		
Mutual fund units (quoted)	749	1,147
<b>Investments carried at fair value through OCI</b>		
Government bonds and securities (quoted)	24,746	26,128
Corporate bonds (quoted)	3,406	3,110
<b>Investments carried at amortised cost</b>		
Certificate of deposits (quoted)	-	2,955
Commercial papers (quoted)	<u>939</u>	<u>2,398</u>
	<u>29,840</u>	<u>35,738</u>

Government bonds and securities includes bonds pledged with bank for credit facility amounting to NIL and ₹1,650 crore as at March 31, 2024 and 2023, respectively.

Aggregate value of quoted and unquoted investments is as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Aggregate value of quoted investments	29,840	35,738
Aggregate value of unquoted investments (net of impairment)	2,405	2,405
Aggregate market value of quoted investments	29,841	35,736
Aggregate value of impairment of investments	19	19

Market value of quoted investments carried at amortised cost is as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Certificate of deposits	-	2,951
Commercial papers	940	2,400

## Notes forming part of Standalone Financial Statements

Carrying value of investment in equity instruments is as follows:

(₹ crore)

In Numbers	Currency	Face value per share	Investment in subsidiaries	As at March 31, 2024	As at March 31, 2023
<b>Fully paid equity shares (unquoted)</b>					
212,27,83,424	UYU	1	TCS Iberoamerica SA	461	461
15,75,300	INR	10	APTOonline Limited	-	-
1,300	EUR	-	Tata Consultancy Services Belgium	1	1
66,000	EUR	1,000	Tata Consultancy Services Netherlands BV	403	403
1,000	SEK	100	Tata Consultancy Services Sverige AB	19	19
1	EUR	-	Tata Consultancy Services Deutschland GmbH	2	2
20,000	USD	10	Tata America International Corporation	453	453
75,82,820	SGD	1	Tata Consultancy Services Asia Pacific Pte Ltd.	19	19
3,72,58,815	AUD	1	TCS FNS Pty Limited	212	212
10,00,001	GBP	1	Diligenta Limited	429	429
1,000	USD	-	Tata Consultancy Services Canada Inc.	-*	-*
100	CAD	70,653.61	Tata Consultancy Services Canada Inc.	31	31
51,00,000	INR	10	C-Edge Technologies Limited	5	5
8,90,000	INR	10	MP Online Limited	1	1
1,40,00,000	ZAR	1	Tata Consultancy Services (Africa) (PTY) Ltd.	66	66
18,89,005	INR	10	MahaOnline Limited	2	2
-	QAR	-	Tata Consultancy Services Qatar L.L.C.	2	2
10,00,000	INR	100	TCS e-Serve International Limited	10	10
1,00,500	GBP	0.00001	Tata Consultancy Services UK Limited	66	66
2,50,00,000	EUR	1	Tata Consultancy Services Ireland Limited	224	224
10,00,000	INR	10	TCS Foundation	-	-
				<b>2,405</b>	<b>2,405</b>

(₹ crore)

In Numbers	Currency	Face value per share	Equity instruments designated at fair value through OCI	As at March 31, 2024	As at March 31, 2023
<b>Fully paid equity shares (unquoted)</b>					
1,90,00,000	INR	10	Taj Air Limited Less : Impairment in value of investments	19 (19) -	19 (19) -

\*Represents value less than ₹0.50 crore.

## Notes forming part of Standalone Financial Statements

The movement in fair value of investments carried / designated at fair value through OCI is as follows:

	(₹ crore)	As at March 31, 2024	As at March 31, 2023
<b>Balance at the beginning of the year</b>		<b>138</b>	<b>580</b>
Net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income		248	(675)
Deferred tax relating to net gain / (loss) arising on revaluation of investments other than equities carried at fair value through other comprehensive income		(39)	236
Net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income		(11)	(4)
Deferred tax relating to net cumulative gain reclassified to statement of profit and loss on sale of investments other than equities carried at fair value through other comprehensive income		3	1
<b>Balance at the end of the year</b>		<b>339</b>	<b>138</b>

### (b) Trade receivables - Billed

Trade receivables- Billed (unsecured) consist of the following:

#### Trade receivables - Billed – Non-current

Trade receivables- Billed  
Less: Allowance for expected credit losses  
**Considered good**

	(₹ crore)	As at March 31, 2024	As at March 31, 2023
		760	771
		(633)	(646)
		<b>127</b>	<b>125</b>

Ageing for trade receivables – non-current outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	-	-	-	55	86	585	726
Disputed trade receivables – considered good	-	-	-	2	-	32	34
	-	-	-	<b>57</b>	<b>86</b>	<b>617</b>	<b>760</b>
<b>Less: Allowance for expected credit losses</b>							<b>(633)</b>
							<b>127</b>
<b>Trade receivables - Unbilled</b>							<b>65</b>
							<b>192</b>

## Notes forming part of Standalone Financial Statements

Ageing for trade receivables – non-current outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total (₹ crore)
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	-	-	12	39	75	613	739
Disputed trade receivables – considered good	-	-	-	-	8	24	32
			<b>12</b>	<b>39</b>	<b>83</b>	<b>637</b>	<b>771</b>
<b>Less: Allowance for expected credit losses</b>							
							<b>(646)</b>
<b>Trade receivables - Unbilled</b>							
							<b>125</b>
							<b>196</b>
							<b>321</b>

### Trade receivables - Billed – Current

	As at March 31, 2024	As at March 31, 2023	(₹ crore)
Trade receivables- Billed	38,856	35,731	
Less: Allowance for expected credit losses	(320)	(275)	
<b>Considered good</b>	<b>38,536</b>	<b>35,456</b>	
Trade receivables- Billed	190	256	
Less: Allowance for expected credit losses	(135)	(178)	
<b>Credit impaired</b>	<b>55</b>	<b>78</b>	
	<b>38,591</b>	<b>35,534</b>	

Ageing for trade receivables- billed – current outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total (₹ crore)
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	30,928	6,787	933	18	52	113	38,831
Undisputed trade receivables – credit impaired	-	6	15	53	12	104	190
Disputed trade receivables – considered good	-	-	-	-	-	25	25
	<b>30,928</b>	<b>6,793</b>	<b>948</b>	<b>71</b>	<b>64</b>	<b>242</b>	<b>39,046</b>
<b>Less: Allowance for expected credit losses</b>							<b>(455)</b>
<b>Trade receivables - Unbilled</b>							<b>38,591</b>
							<b>7,477</b>
							<b>46,068</b>

## Notes forming part of Standalone Financial Statements

Ageing for trade receivables- billed – current outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	28,935	5,292	1,124	135	16	191	35,693
Undisputed trade receivables – credit impaired	66	42	-	11	18	119	256
Disputed trade receivables – considered good	-	-	12	1	-	25	38
	<b>29,001</b>	<b>5,334</b>	<b>1,136</b>	<b>147</b>	<b>34</b>	<b>335</b>	<b>35,987</b>
<b>Less: Allowance for expected credit losses</b>							<b>(453)</b>
<b>Trade receivables - Unbilled</b>							
							<b>35,534</b>
							<b>7,264</b>
							<b>42,798</b>

Above balances of trade receivables- billed include balances with related parties (Refer note 20).

### (c) Cash and cash equivalents

Cash and cash equivalents consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Balances with banks</b>		
In current accounts	1,359	776
In deposit accounts	2,285	686
Cheques on hand	-*	-*
Cash on hand	-*	-*
Remittances in transit	-*	-*
	<b>3,644</b>	<b>1,462</b>

\*Represents value less than ₹0.50 crore.

### (d) Other balances with banks

Other balances with banks consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Earmarked balances with banks</b>		
Short-term bank deposits	455	653
	2,500	2,428
	<b>2,955</b>	<b>3,081</b>

Earmarked balances with banks primarily relate to margin money for purchase of investments and unclaimed dividends.

## Notes forming part of Standalone Financial Statements

### (e) Loans

Loans (unsecured) consist of the following:

#### Loans – Non-current

##### **Considered good**

Loans to employees

		(₹ crore)	
		As at March 31, 2024	As at March 31, 2023
Loans to employees		2	3
		<u>2</u>	<u>3</u>

#### Loans – Current

##### **Considered good**

Loans to employees

		(₹ crore)	
		As at March 31, 2024	As at March 31, 2023
Loans to employees		317	332
		<u>-</u>	<u>31</u>
Less: Allowance for loans to employees		<u>-</u>	<u>(31)</u>
		<u>317</u>	<u>332</u>

### (f) Other financial assets

Other financial assets consist of the following:

#### Other financial assets – Non-current

Security deposits

Long-term bank deposits

Others

		(₹ crore)	
		As at March 31, 2024	As at March 31, 2023
Security deposits		600	508
Long-term bank deposits		12	-
Others		<u>14</u>	<u>24</u>
		<u>626</u>	<u>532</u>

#### Other financial assets – Current

Security deposits

Fair value of foreign exchange derivative assets

Interest receivable

Advances to employees

Less: Allowance for advances to employees

Others

		(₹ crore)	
		As at March 31, 2024	As at March 31, 2023
Security deposits		320	296
Fair value of foreign exchange derivative assets		113	190
Interest receivable		665	624
Advances to employees		261	-
Less: Allowance for advances to employees		(41)	-
Others		<u>241</u>	<u>447</u>
		<u>1,559</u>	<u>1,557</u>

## Notes forming part of Standalone Financial Statements

### (g) Dues of small enterprises and micro enterprises

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2024 and 2023 is as under:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Dues remaining unpaid to any supplier		
Principal	79	-
Interest on the above	-	-
Amount of interest paid in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	24	32
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-*

\*Represents value less than ₹0.50 crore.

### (h) Trade Payables

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade payables</b>						
MSME*	79	-	-	-	-	79
Others	3,269	5,729	18	5	42	9,063
Disputed dues- Others	<u>2</u>	<u>2</u>	<u>-</u>	<u>-</u>	<u>30</u>	<u>34</u>
	<b><u>3,350</u></b>	<b><u>5,731</u></b>	<b><u>18</u></b>	<b><u>5</u></b>	<b><u>72</u></b>	<b><u>9,176</u></b>
<b>Accrued expenses</b>						
						<b><u>5,423</u></b>
						<b><u>14,599</u></b>

\*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>Trade payables</b>						
Others	3,774	4,715	18	7	42	8,556
Disputed dues- Others	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>29</u>	<u>29</u>
	<b><u>3,774</u></b>	<b><u>4,715</u></b>	<b><u>18</u></b>	<b><u>7</u></b>	<b><u>71</u></b>	<b><u>8,585</u></b>
<b>Accrued expenses</b>						
						<b><u>5,183</u></b>
						<b><u>13,768</u></b>

## Notes forming part of Standalone Financial Statements

### (i) Other financial liabilities

Other financial liabilities consist of the following:

#### Other financial liabilities – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Capital creditors	69	111
Others	<u>246</u>	<u>229</u>
	<b><u>315</u></b>	<b><u>340</u></b>

Others include advance taxes paid of ₹226 crore and ₹226 crore as at March 31, 2024 and 2023, respectively, by the seller of TCS e-Serve Limited (merged with the Company) which, on refund by tax authorities is payable to the seller.

#### Other financial liabilities – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Accrued payroll	3,957	4,970
Unclaimed dividends	53	51
Fair value of foreign exchange derivative liabilities	109	141
Capital creditors	582	635
Liabilities towards customer contracts	1,419	1,075
Others	<u>166</u>	<u>76</u>
	<b><u>6,286</u></b>	<b><u>6,948</u></b>

### (j) Financial instruments by category

The carrying value of financial instruments by categories as at March 31, 2024 is as follows:

	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
<b>Financial assets</b>						
Cash and cash equivalents	-	-	-	-	3,644	3,644
Bank deposits	-	-	-	-	2,500	2,500
Earmarked balances with banks	-	-	-	-	455	455
Investments (other than in subsidiary)	749	28,152	-	-	939	29,840
Trade receivables						
Billed	-	-	-	-	38,718	38,718
Unbilled	-	-	-	-	7,542	7,542
Loans	-	-	-	-	319	319
Other financial assets	<u>-</u>	<u>-</u>	<u>46</u>	<u>67</u>	<u>2,072</u>	<u>2,185</u>
	<b><u>749</u></b>	<b><u>28,152</u></b>	<b><u>46</u></b>	<b><u>67</u></b>	<b><u>56,189</u></b>	<b><u>85,203</u></b>
<b>Financial liabilities</b>						
Trade payables	-	-	-	-	14,599	14,599
Lease liabilities	-	-	-	-	6,145	6,145
Other financial liabilities	<u>-</u>	<u>-</u>	<u>-</u>	<u>109</u>	<u>6,492</u>	<u>6,601</u>
	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>109</u></b>	<b><u>27,236</u></b>	<b><u>27,345</u></b>

## Notes forming part of Standalone Financial Statements

The carrying value of financial instruments by categories as at March 31, 2023 is as follows:

	(₹ crore)					
	Fair value through profit or loss	Fair value through other comprehensive income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total carrying value
<b>Financial assets</b>						
Cash and cash equivalents	-	-	-	-	1,462	1,462
Bank deposits	-	-	-	-	2,428	2,428
Earmarked balances with banks	-	-	-	-	653	653
Investments (other than in subsidiary)	1,147	29,238	-	-	5,353	35,738
Trade receivables						
Billed	-	-	-	-	35,659	35,659
Unbilled	-	-	-	-	7,460	7,460
Loans	-	-	-	-	335	335
Other financial assets	-	-	37	153	1,899	2,089
	<b>1,147</b>	<b>29,238</b>	<b>37</b>	<b>153</b>	<b>55,249</b>	<b>85,824</b>
<b>Financial liabilities</b>						
Trade payables	-	-	-	-	13,768	13,768
Lease liabilities	-	-	-	-	5,659	5,659
Other financial liabilities	-	-	-	141	7,147	7,288
	<b>-</b>	<b>-</b>	<b>-</b>	<b>141</b>	<b>26,574</b>	<b>26,715</b>

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade payables as at March 31, 2024 and 2023, approximate the fair value due to their nature. Carrying amounts of bank deposits, earmarked balances with banks, other financial assets and other financial liabilities which are subsequently measured at amortised cost also approximate the fair value due to their nature in each of the periods presented. Fair value measurement of lease liabilities is not required. Fair value of investments carried at amortised cost is ₹940 crore and ₹5,351 crore as at March 31, 2024 and 2023 respectively.

### (k) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 – Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 – Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 – Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The cost of unquoted investments included in Level 3 of fair value hierarchy approximate their fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

## Notes forming part of Standalone Financial Statements

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis (but fair value disclosures are required):

	(₹ crore)			
	Level 1	Level 2	Level 3	Total
<b>As at March 31, 2024</b>				
<b>Financial assets</b>				
Mutual fund units	749	-	-	749
Equity shares	-	-	-	-
Government bonds and securities	24,746	-	-	24,746
Corporate bonds	3,406	-	-	3,406
Commercial papers	940	-	-	940
Fair value of foreign exchange derivative assets	-	113	-	113
	<b>29,841</b>	<b>113</b>	<b>-</b>	<b>29,954</b>
<b>Financial liabilities</b>				
Fair value of foreign exchange derivative liabilities	-	109	-	109
	<b>-</b>	<b>109</b>	<b>-</b>	<b>109</b>

	(₹ crore)			
	Level 1	Level 2	Level 3	Total
<b>As at March 31, 2023</b>				
<b>Financial assets</b>				
Mutual fund units	1,147	-	-	1,147
Equity shares	-	-	-	-
Government bonds and securities	26,128	-	-	26,128
Corporate bonds	3,110	-	-	3,110
Certificate of deposits	2,951	-	-	2,951
Commercial papers	2,400	-	-	2,400
Fair value of foreign exchange derivative assets	-	190	-	190
	<b>35,736</b>	<b>190</b>	<b>-</b>	<b>35,926</b>
<b>Financial liabilities</b>				
Fair value of foreign exchange derivative liabilities	-	141	-	141
	<b>-</b>	<b>141</b>	<b>-</b>	<b>141</b>

### (I) Derivative financial instruments and hedging activity

The Company's revenue is denominated in various foreign currencies. Given the nature of the business, a large portion of the costs are denominated in Indian Rupee. This exposes the Company to currency fluctuations.

The Board of Directors has constituted a Risk Management Committee (RMC) to frame, implement and monitor the risk management plan of the Company which inter-alia covers risks arising out of exposure to foreign currency fluctuations. Under the guidance and framework provided by the RMC, the Company uses various derivative instruments such as foreign exchange forward, currency options and futures contracts in which the counter party is generally a bank.

The following are outstanding currency options contracts, which have been designated as cash flow hedges:

Foreign currency	As at March 31, 2024			As at March 31, 2023		
	No. of contracts	No. of contracts (In million)	Fair value (₹ crore)	No. of contracts	No. of contracts (In million)	Fair value (₹ crore)
US Dollar	19	475	6	8	225	13
Great Britain Pound	29	230	24	22	200	14
Euro	28	235	16	22	203	10

## Notes forming part of Standalone Financial Statements

The movement in cash flow hedging reserve for derivatives designated as cash flow hedges is as follows:

	(₹ crore)			
	Year ended March 31, 2024		Year ended March 31, 2023	
	Intrinsic value	Time value	Intrinsic value	Time value
<b>Balance at the beginning of the year</b>	<b>8</b>	<b>(28)</b>	<b>27</b>	<b>(53)</b>
(Gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	(139)	241	(376)	488
Deferred tax on (gain) / loss transferred to profit and loss on occurrence of forecasted hedge transactions	31	(55)	90	(144)
Change in the fair value of effective portion of cash flow hedges	140	(228)	351	(456)
Deferred tax on change in the fair value of effective portion of cash flow hedges	(31)	52	(84)	137
<b>Balance at the end of the year</b>	<b>9</b>	<b>(18)</b>	<b>8</b>	<b>(28)</b>

The Company has entered into derivative instruments not in hedging relationship by way of foreign exchange forward, currency options and futures contracts. As at March 31, 2024 and 2023, the notional amount of outstanding contracts aggregated to ₹49,180 crore and ₹46,102 crore, respectively, and the respective fair value of these contracts have a net loss of ₹42 crore and gain of ₹12 crore.

Exchange gain of ₹30 crore and loss of ₹1,159 crore on foreign exchange forward, currency options and futures contracts that do not qualify for hedge accounting have been recognised in the standalone statement of profit and loss for the years ended March 31, 2024 and 2023, respectively.

Net foreign exchange gain / (loss) include loss of ₹102 crore and ₹112 crore transferred from cash flow hedging reserve to profit and loss on occurrence of forecasted hedge transactions for the years ended March 31, 2024 and 2023, respectively.

Net loss on derivative instruments of ₹9 crore recognised in cash flow hedging reserve as at March 31, 2024, is expected to be transferred to the statement of profit and loss by March 31, 2025. The maximum period over which the exposure to cash flow variability has been hedged is through calendar year 2024.

Following table summarises approximate gain / (loss) on the Company's other comprehensive income on account of appreciation / depreciation of the underlying foreign currencies:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
10% Appreciation of the underlying foreign currencies	-	-
10% Depreciation of the underlying foreign currencies	910	544

### (m) Financial risk management

The Company is exposed primarily to fluctuations in foreign currency exchange rates, credit, liquidity and interest rate risks, which may adversely impact the fair value of its financial instruments. The Company has a risk management policy which covers risks associated with the financial assets and liabilities. The risk management policy is approved by the Board of Directors. The focus of the risk management committee is to assess the unpredictability of the financial environment and to mitigate potential adverse effects on the financial performance of the Company.

#### Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

## Notes forming part of Standalone Financial Statements

- **Foreign currency exchange rate risk**

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the Company. Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries.

The Company, as per its risk management policy, uses derivative instruments primarily to hedge foreign exchange. Further, any movement in the functional currency of the various operations of the Company against major foreign currencies may impact the Company's revenue in international business.

The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

The foreign exchange rate sensitivity is calculated by aggregation of the net foreign exchange rate exposure and a simultaneous parallel foreign exchange rates shift of all the currencies by 10% against the functional currency of the Company.

The following analysis has been worked out based on the net exposures of the Company as of the date of balance sheet which could affect the statement of profit and loss and other comprehensive income and equity. Further the exposure as indicated below is mitigated by some of the derivative contracts entered into by the Company as disclosed in note 6(l).

The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2024:

	(₹ crore)			
	<b>USD</b>	<b>EUR</b>	<b>GBP</b>	<b>Others</b>
Net financial assets	4,243	507	379	2,143
Net financial liabilities	(11,238)	(760)	(2,215)	(1,530)

10% appreciation / depreciation of the functional currency of the Company with respect to various foreign currencies would result in increase / decrease in the Company's profit before taxes by approximately ₹847 crore for the year ended March 31, 2024.

The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2023:

	(₹ crore)			
	<b>USD</b>	<b>EUR</b>	<b>GBP</b>	<b>Others</b>
Net financial assets	2,747	91	436	2,736
Net financial liabilities	(12,419)	(723)	(1,923)	(1,108)

10% appreciation / depreciation of the functional currency of the Company with respect to various foreign currencies would result in increase / decrease in the Company's profit before taxes by approximately ₹1,016 crore for the year ended March 31, 2023.

- **Interest rate risk**

The Company's investments are primarily in fixed rate interest bearing investments. Hence, the Company is not significantly exposed to interest rate risk.

### Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Refer note 4 for methods, assumptions and information used to measure expected credit losses.

Financial instruments that are subject to credit risk consist of trade receivables, loans, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. Bank deposits include an amount of ₹2,500 crore held with two banks having high credit rating which are individually in excess of 10% or more of the Company's total bank deposits as at March 31, 2024. None of the other financial instruments of the Company result in material concentration of credit risk.

## Notes forming part of Standalone Financial Statements

- Exposure to credit risk**

The carrying amount of financial assets and contract assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹90,407 crore and ₹90,655 crore as at March 31, 2024 and 2023, respectively, being the total of the carrying amount of balances with banks, bank deposits, investments excluding equity and preference investments, trade receivables, loans, contract assets and other financial assets.

The Company's exposure to customers is diversified and no single customer contributes to more than 10% of outstanding trade receivables and contract assets as at March 31, 2024 and 2023.

- Geographic concentration of credit risk**

Geographic concentration of trade receivables (gross and net of allowances) and contract assets is as follows:

	As at March 31, 2024		As at March 31, 2023	
	Gross%	Net%	Gross%	Net%
United States of America	52.31	53.20	54.14	55.13
India	13.22	11.68	12.03	10.37
United Kingdom	16.47	16.78	15.48	15.80

Geographic concentration of trade receivables (gross and net of allowances) and contract assets is allocated based on the location of the customers.

The allowance for lifetime expected credit losses on trade receivables for the years ended March 31, 2024 and 2023 was ₹88 crore and ₹98 crore, respectively. The reconciliation of allowance for expected credit losses is as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Balance at the beginning of the year</b>	<b>1,099</b>	<b>1,137</b>
Change during the year	88	98
Bad debts written off	(98)	(137)
Translation Exchange difference	(1)	1
<b>Balance at the end of the year</b>	<b>1,088</b>	<b>1,099</b>

### Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

	(₹ crore)				
	Due in 1 <sup>st</sup> year	Due in 2 <sup>nd</sup> year	Due in 3 <sup>rd</sup> to 5 <sup>th</sup> year	Due after 5 <sup>th</sup> year	Total
<b>March 31, 2024</b>					
<b>Non-derivative financial liabilities</b>					
Trade payables	14,599	-	-	-	14,599
Lease liabilities	1,421	1,264	2,671	2,696	8,052
Other financial liabilities	6,182	39	262	19	6,502
	<b>22,202</b>	<b>1,303</b>	<b>2,933</b>	<b>2,715</b>	<b>29,153</b>
<b>Derivative financial liabilities</b>					
	109	-	-	-	109
	<b>22,311</b>	<b>1,303</b>	<b>2,933</b>	<b>2,715</b>	<b>29,262</b>

## Notes forming part of Standalone Financial Statements

	(₹ crore)				
	Due in 1 <sup>st</sup> year	Due in 2 <sup>nd</sup> year	Due in 3 <sup>rd</sup> to 5 <sup>th</sup> year	Due after 5 <sup>th</sup> year	Total
<b>March 31, 2023</b>					
<b>Non-derivative financial liabilities</b>					
Trade payables	13,768	-	-	-	13,768
Lease liabilities	1,333	1,129	2,430	2,531	7,423
Other financial liabilities	6,828	42	301	9	7,180
	<b>21,929</b>	<b>1,171</b>	<b>2,731</b>	<b>2,540</b>	<b>28,371</b>
<b>Derivative financial liabilities</b>					
	141	-	-	-	141
	<b>22,070</b>	<b>1,171</b>	<b>2,731</b>	<b>2,540</b>	<b>28,512</b>

### (n) Equity instruments

The authorised, issued, subscribed and fully paid up share capital consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Authorised</b>		
460,05,00,000 equity shares of ₹1 each	460	460
(March 31, 2023: 460,05,00,000 equity shares of ₹1 each)		
105,02,50,000 preference shares of ₹1 each	105	105
(March 31, 2023: 105,02,50,000 preference shares of ₹1 each)		
	<b>565</b>	<b>565</b>
<b>Issued, Subscribed and Fully paid up</b>		
361,80,87,518 equity shares of ₹1 each	362	366
(March 31, 2023: 365,90,51,373 equity shares of ₹1 each)		
	<b>362</b>	<b>366</b>

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

The Board of Directors at its meeting held on October 11, 2023, approved a proposal to buy-back upto 4,09,63,855 equity shares of the Company for an aggregate amount not exceeding ₹17,000 crore, being 1.12% of the total paid up equity share capital at ₹4,150 per equity share. The shareholders approved the same on November 15, 2023, by way of a special resolution through postal ballot. A Letter of Offer was made to all eligible shareholders. The Company bought back 4,09,63,855 equity shares out of the shares that were tendered by eligible shareholders and extinguished the equity shares on December 13, 2023. Capital redemption reserve was created to the extent of share capital extinguished (₹4 crore). The excess cost of buy-back of ₹17,046 crore (including ₹46 crore towards transaction cost of buy-back) over par value of shares and corresponding tax on buy-back of ₹3,959 crore were offset from retained earnings.

### I. Reconciliation of number of shares

	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amount (₹ crore)	Number of shares	Amount (₹ crore)
<b>Equity shares</b>				
<b>Opening balance</b>	<b>365,90,51,373</b>	<b>366</b>	<b>365,90,51,373</b>	<b>366</b>
Shares extinguished on buy-back	(4,09,63,855)	(4)	-	-
<b>Closing balance</b>	<b>361,80,87,518</b>	<b>362</b>	<b>365,90,51,373</b>	<b>366</b>

## Notes forming part of Standalone Financial Statements

### II. Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of ₹1 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### III. Shares held by Holding Company, its Subsidiaries and Associates

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Equity shares</b>		
<b>Holding company</b>		
259,54,99,419 equity shares (March 31, 2023: 264,43,17,117 equity shares) are held by Tata Sons Private Limited	260	264
<b>Subsidiaries and Associates of Holding company</b>		
7220 equity shares (March 31, 2023: 7,220 equity shares) are held by Tata Industries Limited*	-	-
10,04,425 equity shares (March 31, 2023: 10,14,172 equity shares) are held by Tata Investment Corporation Limited*	-	-
46,798 equity shares (March 31, 2023: 46,798 equity shares) are held by Tata Steel Limited*	-	-
766 equity shares (March 31, 2023: 766 equity shares) are held by The Tata Power Company Limited*	-	-
	260	264

\*Equity shares having value less than ₹0.50 crore.

### IV. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2024	As at March 31, 2023
<b>Equity shares</b>		
Tata Sons Private Limited, the holding company	259,54,99,419	264,43,17,117
% of shareholding	71.74%	72.27%

### V. Equity shares movement during five years preceding March 31, 2024

- **Equity shares issued as bonus**

The Company allotted 191,42,87,591 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to ₹86 crore and capital redemption reserve amounting to ₹106 crore in three month period ended June 30, 2018, pursuant to an ordinary resolution passed after taking the consent of shareholders through postal ballot.

- **Equity shares extinguished on buy-back**

The Company bought back 4,00,00,000 equity shares for an aggregate amount of ₹18,000 crore being 1.08% of the total paid up equity share capital at ₹4,500 per equity share. The equity shares bought back were extinguished on March 29, 2022.

The Company bought back 5,33,33,333 equity shares for an aggregate amount of ₹16,000 crore being 1.42% of the total paid up equity share capital at ₹3,000 per equity share. The equity shares bought back were extinguished on January 6, 2021.

The Company bought back 7,61,90,476 equity shares for an aggregate amount of ₹16,000 crore being 1.99% of the total paid up equity share capital at ₹2,100 per equity share. The equity shares bought back were extinguished on September 26, 2018.

## Notes forming part of Standalone Financial Statements

### VI. Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:

Promoter name	Shares held by promoters				% Change during the year	
	As at March 31, 2024		As at March 31, 2023			
	No. of shares	% of total shares	No. of shares	% of total shares		
Tata Sons Private Limited	259,54,99,419	71.74%	264,43,17,117	72.27%	(0.53)%	
<b>Total</b>	<b>259,54,99,419</b>	<b>71.74%</b>	<b>264,43,17,117</b>	<b>72.27%</b>	<b>(0.53)%</b>	

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Promoter name	Shares held by promoters				% Change during the year	
	As at March 31, 2023		As at March 31, 2022			
	No. of shares	% of total shares	No. of shares	% of total shares		
Tata Sons Private Limited	264,43,17,117	72.27%	264,43,17,117	72.27%	-	
<b>Total</b>	<b>264,43,17,117</b>	<b>72.27%</b>	<b>264,43,17,117</b>	<b>72.27%</b>	<b>-</b>	

### 7) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component and the aggregate standalone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116- Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

## Notes forming part of Standalone Financial Statements

### Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115- Revenue from contracts with customers to allocate the consideration in the contract.

The details of the right-of-use assets held by the Company is as follows:

	(₹ crore)	
	Additions for the year ended March 31, 2024	Net carrying amount as at March 31, 2024
Leasehold land	-	928
Buildings	1,489	5,010
Leasehold improvement	-	1
Computer equipment	124	152
Software licences	-	60
Vehicles	1	1
Furniture and fixtures	<u>2</u>	<u>2</u>
	<b><u>1,616</u></b>	<b><u>6,154</u></b>

	(₹ crore)	
	Additions for the year ended March 31, 2023	Net carrying amount as at March 31, 2023
Leasehold land	179	940
Buildings	799	4,608
Leasehold improvement	-	2
Computer equipment	-	49
Software licences	-	96
Vehicles	-	-*
	<b><u>978</u></b>	<b><u>5,695</u></b>

\*Represents value less than ₹0.50 crore.

Depreciation on right-of-use assets is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Leasehold land	11	10
Buildings	1,079	1,034
Leasehold improvement	1	2
Computer equipment	21	16
Software licences	36	37
Vehicles	-*	-*
Furniture and fixtures	<u>1,148</u>	<u>1,099</u>

\*Represents value less than ₹0.50 crore.

## Notes forming part of Standalone Financial Statements

Interest on lease liabilities is ₹438 crore and ₹421 crore for the years ended March 31, 2024 and 2023, respectively.

The Company incurred ₹221 crore and ₹211 crore for the years ended March 31, 2024 and 2023, respectively, towards expenses relating to short-term leases and leases of low-value assets.

The total cash outflow for leases is ₹1,737 crore and ₹1,732 crore for the years ended March 31, 2024 and 2023, respectively, including cash outflow for short term leases and leases of low-value assets.

The Company has lease term extension options that are not reflected in the measurement of lease liabilities. The present value of future cash outflows for such extension periods is ₹815 crore and ₹786 crore as at March 31, 2024 and 2023, respectively.

Lease contracts entered by the Company majorly pertain for buildings taken on lease to conduct its business in the ordinary course.

The Company does not have any lease restrictions and commitment towards variable rent as per the contract.

### **8) Non-financial assets and non-financial liabilities**

#### **(a) Property, plant and equipment**

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment on a straight-line basis so as to expense the cost less residual value over their estimated useful lives as prescribed in Schedule II of the Companies Act, 2013 except in respect of certain categories of assets, where the useful life of the assets has been assessed based on a technical evaluation. The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

The estimated useful lives are as mentioned below:

Type of asset	Useful lives
Buildings	20 years*
Leasehold improvements	Lease term
Plant and equipment	10 years*
Computer equipment	4 years*
Vehicles	4 years*
Office equipment	2-5 years*
Electrical installations	4-10 years*
Furniture and fixtures	5 years*

\* The Company believes that the technically evaluated useful lives, different from Schedule II of the Companies Act, 2013, best represent the period over which these assets are expected to be used.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Property, plant and equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

## Notes forming part of Standalone Financial Statements

Property, plant and equipment consist of the following:

	<b>Freehold land</b>	<b>Buildings</b>	<b>Leasehold improvements</b>	<b>Plant and equipment</b>	<b>Computer equipment</b>	<b>Vehicles</b>	<b>Office equipment</b>	<b>Electrical installations</b>	<b>Furniture and fixtures</b>	<b>Total</b>	(₹ crore)
<b>Cost as at April 1, 2023</b>	<b>323</b>	<b>7,966</b>	<b>1,925</b>	<b>808</b>	<b>10,947</b>	<b>40</b>	<b>2,492</b>	<b>1,926</b>	<b>1,553</b>	<b>27,980</b>	
Additions	-	201	94	55	718	6	154	79	143	1,450	
Disposals	-	(4)	(51)	(2)	(230)	(3)	(35)	(37)	(6)	(368)	
<b>Cost as at March 31, 2024</b>	<b>323</b>	<b>8,163</b>	<b>1,968</b>	<b>861</b>	<b>11,435</b>	<b>43</b>	<b>2,611</b>	<b>1,968</b>	<b>1,690</b>	<b>29,062</b>	
<b>Accumulated depreciation as at April 1, 2023</b>	<b>(3,675)</b>	<b>(1,340)</b>	<b>(444)</b>	<b>(8,179)</b>	<b>(34)</b>	<b>(2,217)</b>	<b>(1,483)</b>	<b>(1,417)</b>	<b>(18,794)</b>		
Depreciation	-	(407)	(119)	(83)	(1,336)	(4)	(149)	(123)	(73)	(2,294)	
Disposals	-	4	51	1	228	3	34	35	6	362	
<b>Accumulated depreciation as at March 31, 2024</b>	<b>(4,078)</b>	<b>(1,408)</b>	<b>(526)</b>	<b>(9,287)</b>	<b>(35)</b>	<b>(2,332)</b>	<b>(1,576)</b>	<b>(1,484)</b>	<b>(20,726)</b>		
<b>Net carrying amount as at March 31, 2024</b>	<b>323</b>	<b>4,085</b>	<b>560</b>	<b>335</b>	<b>2,148</b>	<b>8</b>	<b>279</b>	<b>392</b>	<b>206</b>	<b>8,336</b>	
Capital work-in-progress*										1,450	
<b>Total</b>										<b>9,786</b>	

\*₹1,450 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2024.

	<b>Freehold land</b>	<b>Buildings</b>	<b>Leasehold improvements</b>	<b>Plant and equipment</b>	<b>Computer equipment</b>	<b>Vehicles</b>	<b>Office equipment</b>	<b>Electrical installations</b>	<b>Furniture and fixtures</b>	<b>Total</b>	(₹ crore)
<b>Cost as at April 1, 2022</b>	<b>323</b>	<b>7,737</b>	<b>1,885</b>	<b>752</b>	<b>9,925</b>	<b>35</b>	<b>2,395</b>	<b>1,872</b>	<b>1,512</b>	<b>26,436</b>	
Additions	-	234	48	56	1,291	8	151	63	53	1,904	
Disposals	-	(5)	(8)	-	(269)	(3)	(54)	(9)	(12)	(360)	
<b>Cost as at March 31, 2023</b>	<b>323</b>	<b>7,966</b>	<b>1,925</b>	<b>808</b>	<b>10,947</b>	<b>40</b>	<b>2,492</b>	<b>1,926</b>	<b>1,553</b>	<b>27,980</b>	
<b>Accumulated depreciation as at April 1, 2022</b>	<b>(3,286)</b>	<b>(1,221)</b>	<b>(366)</b>	<b>(7,061)</b>	<b>(33)</b>	<b>(2,085)</b>	<b>(1,367)</b>	<b>(1,348)</b>	<b>(16,767)</b>		
Depreciation	-	(393)	(127)	(78)	(1,386)	(4)	(186)	(130)	(81)	(2,385)	
Disposals	-	4	8	-	268	3	54	9	12	358	
<b>Accumulated depreciation as at March 31, 2023</b>	<b>(3,675)</b>	<b>(1,340)</b>	<b>(444)</b>	<b>(8,179)</b>	<b>(34)</b>	<b>(2,217)</b>	<b>(1,488)</b>	<b>(1,417)</b>	<b>(18,794)</b>		
Depreciation	-										
<b>Accumulated depreciation as at March 31, 2024</b>	<b>(3,291)</b>	<b>585</b>	<b>364</b>	<b>2,768</b>	<b>6</b>	<b>275</b>	<b>438</b>		<b>136</b>	<b>9,186</b>	
Capital work-in-progress*										1,103	
<b>Total</b>										<b>10,289</b>	

\*₹1,904 crore has been capitalised and transferred to property, plant and equipment during the year ended March 31, 2023.

## Notes forming part of Standalone Financial Statements

### Capital work-in-progress

- Capital work-in-progress ageing**

Ageing for capital work-in-progress as at March 31, 2024 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				(₹ crore)
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	919 <u>919</u>	145 <u>145</u>	53 <u>53</u>	333 <u>333</u>	1,450 <u>1,450</u>

Ageing for capital work-in-progress as at March 31, 2023 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				(₹ crore)
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	543 <u>543</u>	203 <u>203</u>	37 <u>37</u>	320 <u>320</u>	1,103 <u>1,103</u>

Project execution plans are modulated basis capacity requirement assessment on an annual basis and all the projects are executed as per rolling annual plan.

### (b) Intangible assets

Intangible assets purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licences which are amortised over licence period which equates the economic useful life ranging between 2-5 years on a straight-line basis over the period of its economic useful life.

Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Intangible assets consist of the following:

	Rights under licensing agreement and software licences	(₹ crore)
<b>Cost as at April 1, 2023</b>		<b>1,727</b>
Additions		99
Disposals / Derecognised		(8)
<b>Cost as at March 31, 2024</b>		<b>1,818</b>
<b>Accumulated amortisation as at April 1, 2023</b>		<b>(918)</b>
Amortisation		(445)
Disposals / Derecognised		8
<b>Accumulated amortisation as at March 31, 2024</b>		<b>(1,355)</b>
<b>Net carrying amount as at March 31, 2024</b>		<b>463</b>

## Notes forming part of Standalone Financial Statements

	(₹ crore)
<b>Rights under licensing agreement and software licences</b>	
Cost as at April 1, 2022	1,530
Additions	247
Disposals / Derecognised	(50)
<b>Cost as at March 31, 2023</b>	<b>1,727</b>
<b>Accumulated amortisation as at April 1, 2022</b>	<b>(512)</b>
Amortisation	(456)
Disposals / Derecognised	50
<b>Accumulated amortisation as at March 31, 2023</b>	<b>(918)</b>
<b>Net carrying amount as at March 31, 2023</b>	<b>809</b>

The estimated amortisation for years subsequent to March 31, 2024 is as follows:

	(₹ crore)
<b>Year ending March 31,</b>	
2025	282
2026	100
2027	66
2028	15
	<b>463</b>

### (c) Other assets

Other assets consist of the following:

#### Other assets – Non-current

	(₹ crore)	As at March 31, 2024	As at March 31, 2023
<b>Considered good</b>			
Capital advances	88	67	
Advances to related parties	196	63	
Contract assets	206	153	
Prepaid expenses	2,223	1,907	
Contract fulfillment costs	129	33	
Others	174	187	
	<b>3,016</b>	<b>2,410</b>	
<b>Advances to related parties, considered good, comprise:</b>			
Voltas Limited	-	-*	
Tata Realty and Infrastructure Limited	-*	-*	
Tata Projects Limited	191	54	
Titan Engineering and Automation Limited	3	-	
Saankhya Labs Private Limited	-	8	
Universal MEP Projects & Engineering Services Limited	2	1	

\*Represents value less than ₹0.50 crore.

## Notes forming part of Standalone Financial Statements

### Other assets – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Considered good</b>		
Advance to suppliers	109	48
Advance to related parties	1,023	18
Contract assets	4,998	4,678
Prepaid expenses	1,839	1,336
Contract fulfillment costs	995	531
Indirect taxes recoverable	1,152	853
Others	281	325
<b>Considered doubtful</b>		
Advance to suppliers	2	2
Other advances	2	2
Less: Allowance for doubtful assets	(4)	(4)
	<b>10,397</b>	<b>7,789</b>
<b>Advance to related parties, considered good comprise:</b>		
Tata Sons Private Limited	-	7
Tata AIG General Insurance Company Limited	7	1
Titan Company Limited	-	1
Tejas Networks Limited	960	-
Tata Consultancy Services Deutschland GmbH	12	7
Tata Consultancy Services De Mexico S.A., De C.V.	3	2
Tata Consultancy Services (South Africa) (PTY) Ltd.	1	-
Tata Consultancy Services Do Brasil Ltda	1	-
Tata Consultancy Services Italia s.r.l.	1	-
Tata Consultancy Services Japan, Ltd.	2	-
Tata America International Corporation	35	-
Tata Consultancy Services (China) Co., Ltd.	1	-

Non-current – Others includes advance of ₹177 crore and ₹177 crore towards acquiring right-of-use of leasehold land as at March 31, 2024 and 2023, respectively.

Contract fulfillment costs of ₹464 crore and ₹631 crore for the years ended March 31, 2024 and 2023, respectively, have been amortised in the standalone statement of profit and loss. Refer note 10 for the changes in contract assets.

### (d) Inventories

Inventories consists of a) Raw materials, sub-assemblies and components, b) Work-in-progress, c) Stores and spare parts and d) Finished goods. Inventories are carried at lower of cost and net realisable value. The cost of raw materials, sub-assemblies and components is determined on a weighted average basis. Cost of finished goods produced or purchased by the Company includes direct material and labour cost and a proportion of manufacturing overheads.

Inventories consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Raw materials, sub-assemblies and components	27	22
Finished goods and work-in-progress	-*	5
	<b>27</b>	<b>27</b>

\*Represents value less than ₹0.50 crore.

## Notes forming part of Standalone Financial Statements

### (e) Other liabilities

Other liabilities consist of the following:

#### Other liabilities – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Advance received from customers	1,757	457
Indirect taxes payable and other statutory liabilities	2,350	2,429
Others	351	227
	<b>4,458</b>	<b>3,113</b>

### (f) Provisions

Provisions consist of the following:

#### Provisions – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Provision towards legal claim (Refer note 19)	-	206
Provision for foreseeable loss	70	70
Other provisions	1	3
	<b>71</b>	<b>279</b>

### 9) Other equity

Other equity consist of the following:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
<b>Capital reserve*</b>	-	-
<b>Capital redemption reserve</b>		
<b>Opening balance</b>	<b>17</b>	<b>17</b>
Transfer from retained earnings (Refer note 6(n))	4	-
	<b>21</b>	<b>17</b>
<b>Special Economic Zone re-investment reserve</b>		
<b>Opening balance</b>	<b>11,809</b>	<b>7,287</b>
Transfer from retained earnings	9,875	8,380
Transfer to retained earnings	(5,450)	(3,858)
	<b>16,234</b>	<b>11,809</b>
<b>Retained earnings</b>		
<b>Opening balance</b>	<b>62,228</b>	<b>68,949</b>
Profit for the year	43,559	39,106
Remeasurement of defined employee benefit plans	(47)	42
Expenses for buy-back of equity shares (Refer note 6(n))	(46)	-
Tax on buy-back of equity shares (Refer note 6(n))	(3,959)	-
Buy-back of equity shares (Refer note 6(n))	(16,996)	-
Transfer from Special Economic Zone re-investment reserve	5,450	3,858
	<b>90,189</b>	<b>111,955</b>

## Notes forming part of Standalone Financial Statements

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Less: Appropriations		
Dividend on equity shares	25,137	41,347
Transfer to capital redemption reserve (Refer note 6(n))	4	-
Transfer to Special Economic Zone re-investment reserve	9,875	8,380
	<u>55,173</u>	<u>62,228</u>
<b>Investment revaluation reserve</b>		
<b>Opening balance</b>	<b>138</b>	<b>580</b>
Change during the year (net)	201	(442)
	<u>339</u>	<u>138</u>
<b>Cash flow hedging reserve (Refer note 6(l))</b>		
<b>Opening balance</b>	<b>(20)</b>	<b>(26)</b>
Change during the year (net)	11	6
	<u>(9)</u>	<u>(20)</u>
	<u>71,758</u>	<u>74,172</u>

\*Represents value less than ₹0.50 crore.

### 10) Revenue recognition

The Company earns revenue primarily from providing IT services, consulting and business solutions. The Company offers a consulting-led, cognitive powered, integrated portfolio of IT, business and engineering services and solutions.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognised based on time elapsed mode and revenue is straight-lined over the period of performance.
- In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation. The contract costs used in computing the revenues include cost of fulfilling warranty obligations.
- Revenue from the sale of distinct internally developed software and manufactured systems and third party software is recognised upfront at the point in time when the system / software is delivered to the customer. In cases where implementation and / or customisation services rendered significantly modifies or customises the software, these services and software are accounted for as a single performance obligation and revenue is recognised over time on a POC method.
- Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.
- The solutions offered by the Company may include supply of third-party equipment or software. In such cases, revenue for supply of such third party products are recorded at gross or net basis depending on whether the Company is acting as the principal or as an agent of the customer. The Company recognises revenue in the gross amount of consideration when it is acting as a principal and at net amount of consideration when it is acting as an agent.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

## Notes forming part of Standalone Financial Statements

The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

Revenue from subsidiaries is recognised based on transaction price which is at arm's length.

Contract fulfilment costs are generally expensed as incurred except for certain software licence costs which meet the criteria for capitalisation. Such costs are amortised over the contractual period or useful life of licence, whichever is less. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Contract assets are recognised when there are excess of revenues earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned and deferred revenue ("contract liability") is recognised when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Company disaggregates revenue from contracts with customers by nature of services, industry verticals and geography.

Revenue disaggregation by nature of services is as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Consultancy services	2,00,054	1,88,748
Sale of equipment and software licences	2,305	1,606
	<b>2,02,359</b>	<b>1,90,354</b>

## Notes forming part of Standalone Financial Statements

Revenue disaggregation by industry vertical is as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Banking, Financial Services and Insurance	71,349	68,240
Manufacturing	18,854	16,905
Consumer Business	34,612	33,169
Communication, Media and Technology	35,061	33,606
Life Sciences and Healthcare	24,352	22,398
Others	18,131	16,036
	<b>2,02,359</b>	<b>1,90,354</b>

Revenue disaggregation by geography is as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>Americas</b>		
North America	115,581	113,208
Latin America	484	382
<b>Europe</b>		
United Kingdom	35,625	30,676
Continental Europe	20,705	19,209
Asia Pacific	12,466	12,017
India	13,105	10,941
Middle East and Africa	4,393	3,921
	<b>2,02,359</b>	<b>1,90,354</b>

Geographical revenue is allocated based on the location of the customers.

### Information about major customers

No single customer represents 10% or more of the Company's total revenue during the years ended March 31, 2024 and 2023.

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognise those revenues, the Company has applied the practical expedient in Ind AS 115. Accordingly, the Company has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognised corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc). The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹1,34,160 crore out of which 50.03% is expected to be recognised as revenue in the next year and the balance thereafter. No consideration from contracts with customers is excluded from the amount mentioned above.

Changes in contract assets are as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>Balance at the beginning of the year</b>	<b>4,831</b>	<b>3,470</b>
Invoices raised that were included in the contract assets balance at the beginning of the year	(3,278)	(2,632)
Increase due to revenue recognised during the year, excluding amounts billed during the year	3,595	3,826
Translation exchange difference	56	167
<b>Balance at the end of the year</b>	<b>5,204</b>	<b>4,831</b>

## Notes forming part of Standalone Financial Statements

Changes in unearned and deferred revenue are as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Balance at the beginning of the year</b>	<b>3,604</b>	<b>3,573</b>
Revenue recognised that was included in the contract liability balance at the beginning of the year	(3,110)	(2,643)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	2,541	2,589
Translation exchange difference	2	85
<b>Balance at the end of the year</b>	<b>3,037</b>	<b>3,604</b>

Reconciliation of revenue recognised with the contracted price is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Contracted price	2,05,717	1,93,451
Reductions towards variable consideration components	(3,358)	(3,097)
<b>Revenue recognised</b>	<b>2,02,359</b>	<b>1,90,354</b>

The reduction towards variable consideration comprises of volume discounts, service level credits, etc.

### 11) Other income

Dividend income is recorded when the right to receive payment is established. Interest income is recognised using the effective interest method.

Other income consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest income	3,382	3,046
Dividend income	3,296	2,106
Net gain on disposal / fair valuation of investments carried at fair value through profit or loss	253	205
Net gain on sale of investments other than equity shares carried at fair value through OCI	11	4
Net gain on disposal of property, plant and equipment	8	27
Net gain / (loss) on lease modification	2	(3)
Net gain on sub-lease	-	7
Net foreign exchange gain / (loss)	243	(173)
Rent income	25	22
Other income	53	87
	<b>7,273</b>	<b>5,328</b>
<b>Interest income comprise:</b>		
Interest on bank balances and bank deposits	412	173
Interest on financial assets carried at amortised cost	347	574
Interest on financial assets carried at fair value through OCI	2,198	2,131
Other interest (including interest on tax refunds)	425	168
<b>Dividend income comprise:</b>		
Dividend from subsidiaries	3,296	2,106

## Notes forming part of Standalone Financial Statements

### 12) Employee benefits

#### Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

The Company provides benefits such as gratuity, pension and provident fund (Company managed fund) to its employees which are treated as defined benefit plans.

#### Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

The Company provides benefits such as superannuation and foreign defined contribution plans to its employees which are treated as defined contribution plans.

#### Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method.

Employee benefit expenses consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, incentives and allowances	93,257	87,049
Contributions to provident and other funds	7,099	6,450
Staff welfare expenses	2,783	2,719
	<b>103,139</b>	<b>96,218</b>

Employee benefit obligations consist of the following:

#### Employee benefit obligations – Non-current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Foreign defined benefit plans	29	28
Other employee benefit obligations	115	67
	<b>144</b>	<b>95</b>

## Notes forming part of Standalone Financial Statements

### Employee benefit obligations – Current

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Compensated absences	3,300	2,991
Other employee benefit obligations	32	31
	<b>3,332</b>	<b>3,022</b>

Employee benefit plans consist of the following:

#### Gratuity and pension

In accordance with Indian law, the Company operates a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days' salary payable for each completed year of service. Vesting occurs upon completion of five continuous years of service. The Company manages the plan through a trust. Trustees administer contributions made to the trust. Certain overseas branches of the Company also provide for retirement benefit plans in accordance with the local laws.

The following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements:

	(₹ crore)							
	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
<b>Change in benefit obligations</b>								
<b>Benefit obligations, beginning of the year</b>	<b>4,643</b>	<b>1</b>	<b>28</b>	<b>4,672</b>	<b>4,464</b>	<b>1</b>	<b>25</b>	<b>4,490</b>
Translation exchange difference	-	-	-	-	-	-	2	2
Changes due to inter-company transfers	1	-	-	1	(3)	-	-	(3)
Service cost	481	-	4	485	512	-	5	517
Interest cost	361	-	1	362	330	-	1	331
Remeasurement of the net defined benefit liability	168	-	2	170	(158)	-	1	(157)
Benefits paid	(381)	-	(6)	(387)	(502)	-	(6)	(508)
<b>Benefit obligations, end of the year</b>	<b>5,273</b>	<b>1</b>	<b>29</b>	<b>5,303</b>	<b>4,643</b>	<b>1</b>	<b>28</b>	<b>4,672</b>

	(₹ crore)							
	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
<b>Change in plan assets</b>								
<b>Fair value of plan assets, beginning of the year</b>	<b>6,389</b>	<b>1</b>	-	<b>6,390</b>	<b>5,517</b>	<b>1</b>	-	<b>5,518</b>
Changes due to inter-company transfers	1	-	-	1	(3)	-	-	(3)
Interest income	500	-	-	500	424	-	-	424
Employers' contributions	595	-	-	595	1,056	-	-	1,056
Benefits paid	(381)	-	-	(381)	(502)	-	-	(502)
Remeasurement- return on plan assets excluding amount included in interest income	110	-	-	110	(103)	-	-	(103)
<b>Fair value of plan assets, end of the year</b>	<b>7,214</b>	<b>1</b>	-	<b>7,215</b>	<b>6,389</b>	<b>1</b>	-	<b>6,390</b>

## Notes forming part of Standalone Financial Statements

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
<b>Funded status</b>								
Deficit of plan assets over obligations	-	-	(29)	(29)	-	-	(28)	(28)
Surplus of plan assets over obligations	1,941	-	-	1,941	1,746	-	-	1,746
	<b>1,941</b>	<b>—</b>	<b>(29)</b>	<b>1,912</b>	<b>1,746</b>	<b>—</b>	<b>(28)</b>	<b>1,718</b>

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
<b>Category of assets</b>								
Corporate bonds	1,960	-	-	1,960	1,832	-	-	1,832
Equity instruments	201	-	-	201	121	-	-	121
Government bonds and securities	3,172	-	-	3,172	2,917	-	-	2,917
Insurer managed funds	1,729	1	-	1,730	1,387	1	-	1,388
Bank balances	10	-	-	10	6	-	-	6
Others	142	-	-	142	126	-	-	126
	<b>7,214</b>	<b>1</b>	<b>—</b>	<b>7,215</b>	<b>6,389</b>	<b>1</b>	<b>—</b>	<b>6,390</b>

Net periodic gratuity cost, included in employee cost consists of the following components:

(₹ crore)

	As at March 31, 2024				As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
<b>Service cost</b>								
Service cost	481	-	4	485	512	-	5	517
Net interest on net defined benefit asset	(139)	-	1	(138)	(94)	-	1	(93)
<b>Net periodic gratuity / pension cost</b>	<b>342</b>	<b>—</b>	<b>5</b>	<b>347</b>	<b>418</b>	<b>—</b>	<b>6</b>	<b>424</b>
<b>Actual return on plan assets</b>	<b>610</b>	<b>-</b>	<b>-</b>	<b>610</b>	<b>321</b>	<b>-</b>	<b>-</b>	<b>321</b>

## Notes forming part of Standalone Financial Statements

Remeasurement of the net defined benefit (asset) / liability:

	As at March 31, 2024			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Actuarial gains arising from changes in demographic assumptions	(2)	-	-	(2)
Actuarial losses arising from changes in financial assumptions	66	-	-	66
Actuarial losses arising from changes in experience adjustments	104	-	2	106
<b>Remeasurement of the net defined benefit liability</b>	<b>168</b>	<b>-</b>	<b>2</b>	<b>170</b>
Remeasurement- return on plan assets excluding amount included in interest income	(110)	-	-	(110)
	<b>58</b>	<b>-</b>	<b>2</b>	<b>60</b>

	As at March 31, 2023			
	Domestic plans funded	Foreign plans funded	Foreign plans unfunded	Total
Actuarial losses arising from changes in demographic assumptions	30	-	1	31
Actuarial gains arising from changes in financial assumptions	(164)	-	(3)	(167)
Actuarial (gains) and losses arising from changes in experience adjustments	(24)	-	3	(21)
<b>Remeasurement of the net defined benefit liability</b>	<b>(158)</b>	<b>-</b>	<b>1</b>	<b>(157)</b>
Remeasurement- return on plan assets excluding amount included in interest income	103	-	-	103
	<b>(55)</b>	<b>-</b>	<b>1</b>	<b>(54)</b>

The assumptions used in accounting for the defined benefit plan are set out below:

	As at March 31, 2024		As at March 31, 2023	
	Domestic plans	Foreign plans	Domestic plans	Foreign plans
Discount rate	7.25%	3.50%-4.80%	7.50%	3.90%-4.80%
Rate of increase in compensation levels of covered employees	6.00%	2.68%- 3.63%	6.00%	1.95%-3.62%
Rate of return on plan assets	7.25%	3.50%-4.80%	7.50%	3.90%-4.80%
Weighted average duration of defined benefit obligations	6 Years	3-6 Years	7 Years	3-8 Years

## Notes forming part of Standalone Financial Statements

Future mortality assumptions are taken based on the published statistics by the Insurance Regulatory and Development Authority of India.

The expected benefits are based on the same assumptions as are used to measure the Company's defined benefit plan obligations as at March 31, 2024. The Company does not expect to contribute to defined benefit plan obligations funds for year ending March 31, 2025 in view of adequate surplus plan assets as at March 31, 2024.

The significant actuarial assumptions for the determination of the defined benefit obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

If the discount rate increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	(123)	(121)
Decrease of 0.50%	129	127

If the expected salary growth increases / decreases by 0.50%, the defined benefit obligations would increase / (decrease) as follows:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Increase of 0.50%	130	129
Decrease of 0.50%	(125)	(123)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

Each year an Asset- Liability matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles. Investment and contribution policies are integrated within this study.

The defined benefit obligations shall mature after the year ended March 31, 2024 as follows:

	(₹ crore)	
Year ending March 31,	Defined benefit obligations	
2025	798	
2026	670	
2027	665	
2028	650	
2029	603	
2030-2034	2,297	

### Provident fund

In accordance with Indian law, all eligible employees of the Company in India are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to a trust set up by the Company to manage the investments and distribute the amounts entitled to employees. This plan is a defined benefit plan as the Company is obligated to provide its members a rate of return which should, at the minimum, meet the interest rate declared by Government administered provident fund. A part of the Company's contribution is transferred to Government administered pension fund. The contributions made by the Company and the shortfall of interest, if any, are recognised as an expense in statement of profit and loss under employee benefit expenses. In accordance with an actuarial valuation of provident fund liabilities on the basis of guidance issued by Actuarial Society of India and based on the assumptions as mentioned below, there is no deficiency in the interest cost as the present value of the expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of Government administered provident fund.

## Notes forming part of Standalone Financial Statements

The details of fund and plan assets are given below:

	(₹ crore)	
	As at March 31, 2024	As at March 31, 2023
Fair value of plan assets	29,170	25,511
Present value of defined benefit obligations	(29,170)	(25,511)
<b>Net excess / (shortfall)</b>	<b>-</b>	<b>-</b>

The plan assets have been primarily invested in Government securities and corporate bonds.

The principal assumptions used in determining the present value obligations of interest guarantee under the deterministic approach are as follows:

	As at March 31, 2024	As at March 31, 2023
Discount rate	7.25%	7.50%
Average remaining tenure of investment portfolio	6 Years	7 Years
Guaranteed rate of return	8.25%	8.15%

The Company expensed ₹1,681 crore and ₹1,614 crore for the years ended March 31, 2024 and 2023, respectively, towards provident fund.

### Superannuation

All eligible employees on Indian payroll are entitled to benefits under Superannuation, a defined contribution plan. The Company makes monthly contributions until retirement or resignation of the employee. The Company recognises such contributions as an expense when incurred. The Company has no further obligation beyond its monthly contribution.

The Company expensed ₹286 crore and ₹278 crore for the years ended March 31, 2024 and 2023, respectively, towards Employees' Superannuation Fund.

### Foreign defined contribution plan

The Company expensed ₹1,316 crore and ₹1,070 crore for the years ended March 31, 2024 and 2023, respectively, towards foreign defined contribution plans.

### 13) Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature.

The costs of the Company are broadly categorised in employee benefit expenses, cost of equipment and software licences, depreciation and amortisation expense and other expenses. Other expenses mainly include fees to external consultants, facility expenses, travel expenses, communication expenses, bad debts and advances written off, allowance for expected credit losses and doubtful advances (net) and other expenses. Other expenses are aggregation of costs which are individually not material such as commission and brokerage, recruitment and training, entertainment, etc.

#### (a) Cost of equipment and software licences

Cost of equipment and software licences consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Raw materials, sub-assemblies and components consumed	42	37
Equipment and software licences purchased	3,300	1,381
	<b>3,342</b>	<b>1,418</b>
<b>Finished goods and work-in-progress</b>		
Opening stock	5	3
Less: Closing stock	-*	5
	<b>5</b>	<b>(2)</b>
	<b>3,347</b>	<b>1,416</b>

\*Represents value less than ₹0.50 crore.

## Notes forming part of Standalone Financial Statements

### (b) Other expenses

Other expenses consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Fees to external consultants	22,539	25,539
Facility expenses	2,511	2,178
Travel expenses	2,340	2,100
Communication expenses	1,528	1,588
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	97	110
Other expenses	<u>11,011</u>	<u>10,208</u>
	<b><u>40,026</u></b>	<b><u>41,723</u></b>

Other expenses include ₹5,118 crore and ₹4,777 crore for the years ended March 31, 2024 and 2023, respectively, towards sales, marketing and advertisement expenses and ₹ 3,655 crore and ₹2,544 crore for the years ended March 31, 2024 and 2023, respectively, towards project expenses.

### (c) Corporate Social Responsibility (CSR) expenditure

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
1 Amount required to be spent by the company during the year	818	773
2 Amount of expenditure incurred on:		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	827	783
3 Shortfall at the end of the year	-	-
4 Total of previous years shortfall	-	-
5 Reason for shortfall	-	NA
6 Nature of CSR activities	Education, Research, Health care, Conservation and empowerment programs	
7 Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard: Contribution to TCS Foundation in relation to CSR expenditure	520	543

### 14) Finance costs

Finance costs consist of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest on lease liabilities	438	421
Interest on tax matters	23	49
Other interest costs	<u>212</u>	<u>225</u>
	<b><u>673</u></b>	<b><u>695</u></b>

## Notes forming part of Standalone Financial Statements

### 15) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

#### Current income taxes

The current income tax expense includes income taxes payable by the Company having its branches in India and overseas where it operates. The current tax payable by the Company in India is Indian income tax payable on income after taking credit for tax relief available for export operations in Special Economic Zones (SEZs).

Current income tax payable by overseas branches of the Company is computed in accordance with the tax laws applicable in the jurisdiction in which the respective branch operates. The taxes paid are generally available for set off against the Indian income tax liability of the Company's worldwide income.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying unit intends to settle the asset and liability on a net basis.

#### Deferred income taxes

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination, affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

For operations carried out in SEZs, deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

The income tax expense consists of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Current tax</b>		
Current tax expense for current year	14,422	13,623
Current tax benefit pertaining to prior years	(244)	(677)
	<b>14,178</b>	<b>12,946</b>
<b>Deferred tax</b>		
Deferred tax benefit for current year	(135)	(362)
	<b>(135)</b>	<b>(362)</b>
	<b>14,043</b>	<b>12,584</b>

## Notes forming part of Standalone Financial Statements

The reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in statement of profit and loss is as follows:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Profit before taxes	57,602	51,690
Indian statutory income tax rate	34.94%	34.94%
Expected income tax expense	20,128	18,063
<b>Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense</b>		
Tax holidays	(6,393)	(5,097)
Income exempt from tax	(1,152)	(736)
Undistributed earnings in branches	(35)	58
Tax on income at different rates	1,313	963
Tax pertaining to prior years	(244)	(677)
Effect of tax rate change under new regime	441	-
Others (net)	(15)	10
<b>Total income tax expense</b>	<b>14,043</b>	<b>12,584</b>

The Company benefits from the tax holiday available for units set up under the Special Economic Zone Act, 2005. These tax holidays are available for a period of fifteen years from the date of commencement of operations. Under the SEZ scheme, the unit which begins providing services on or after April 1, 2005 will be eligible for deductions of 100% of profits or gains derived from export of services for the first five years, 50% of such profits or gains for a further period of five years and 50% of such profits or gains for the balance period of five years subject to fulfilment of certain conditions. From April 1, 2011 profits from units set up under SEZ scheme are subject to Minimum Alternate Tax (MAT).

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2024 are as follows:

	(₹ crore)				
	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Adjustments / utilisation	Closing balance
<b>Deferred tax assets / (liabilities) in relation to</b>					
Property, plant and equipment and intangible assets	597	64	-	-	661
Provision for employee benefit obligations	786	86	-	-	872
Cash flow hedges	7	-	(3)	-	4
Receivables, financial assets at amortised cost	403	(8)	-	-	395
Branch profit tax	(135)	35	-	-	(100)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(83)	-	(36)	-	(119)
Lease liabilities and right-of-use assets	188	11	-	-	199
Others	511	(53)	-	-	458
	<b>2,274</b>	<b>135</b>	<b>(39)</b>	-	<b>2,370</b>

## Notes forming part of Standalone Financial Statements

Gross deferred tax assets and liabilities are as follows:

<b>As at March 31, 2024</b>	(₹ crore)		
	Assets	Liabilities	Net
Property, plant and equipment and Intangible assets	714	53	661
Provision for employee benefit obligations	872	-	872
Cash flow hedges	4	-	4
Receivables, financial assets at amortised cost	395	-	395
Branch profit tax	-	100	(100)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(119)	-	(119)
Lease liabilities	1,192	-	1,192
Right-of-use assets	(993)	-	(993)
Others	459	1	458
	<b>2,524</b>	<b>154</b>	<b>2,370</b>

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2023 are as follows:

<b>Deferred tax assets / (liabilities) in relation to</b>	(₹ crore)				
	Opening balance	Recognised in profit and loss	Recognised in / reclassified from other comprehensive income	Adjustments / utilisation	Closing balance
Property, plant and equipment and intangible assets	374	223	-	-	597
Provision for employee benefit obligations	733	53	-	-	786
Cash flow hedges	8	-	(1)	-	7
Receivables, financial assets at amortised cost	372	31	-	-	403
MAT credit entitlement	974	-	-	(974)	-
Branch profit tax	(77)	(58)	-	-	(135)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(320)	-	237	-	(83)
Lease liabilities and right-of-use assets	181	7	-	-	188
Others	405	106	-	-	511
	<b>2,650</b>	<b>362</b>	<b>236</b>	<b>(974)</b>	<b>2,274</b>

Gross deferred tax assets and liabilities are as follows:

<b>As at March 31, 2023</b>	(₹ crore)		
	Assets	Liabilities	Net
Property, plant and equipment and Intangible assets	651	54	597
Provision for employee benefit obligations	786	-	786
Cash flow hedges	7	-	7
Receivables, financial assets at amortised cost	403	-	403
Branch profit tax	-	135	(135)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	(83)	-	(83)
Lease liabilities	1,090	-	1,090
Right-of-use assets	(902)	-	(902)
Others	512	1	511
	<b>2,464</b>	<b>190</b>	<b>2,274</b>

## Notes forming part of Standalone Financial Statements

Under the Income-tax Act, 1961, the Company is liable to pay Minimum Alternate Tax in the tax holiday period. MAT paid can be carried forward for a period of 15 years and can be set off against the future tax liabilities. MAT is recognised as a deferred tax asset only when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

### **Direct tax contingencies**

The Company has ongoing disputes with income tax authorities in India and in some of the other jurisdictions where it operates. The disputes relate to tax treatment of certain expenses claimed as deduction, computation or eligibility of tax incentives and allowances and characterisation of fees for services received. Contingent liability in respect of tax demands received from direct tax authorities in India and other jurisdictions is ₹1,794 crore and ₹1,471 crore as at March 31, 2024 and 2023, respectively. These demand orders are being contested by the Company based on the management evaluation and advise of tax consultants. In respect of tax contingencies of ₹318 crore and ₹318 crore as at March 31, 2024 and 2023, respectively, not included above, the Company is entitled to an indemnification from the seller of TCS e-Serve Limited.

The Company periodically receives notices and inquiries from income tax authorities related to the Company's operations in the jurisdictions it operates in. The Company has evaluated these notices and inquiries and has concluded that any consequent income tax claims or demands by the income tax authorities will not succeed on ultimate resolution.

The number of years that are subject to tax assessments varies depending on tax jurisdiction. The major tax jurisdictions of Tata Consultancy Services Limited include India, United States of America and United Kingdom. In India, tax filings from fiscal 2022 are generally subject to examination by the tax authorities. In United States of America, the federal statute of limitation applies to fiscals 2020 and earlier and applicable state statutes of limitation vary by state. In United Kingdom, the statute of limitation generally applies to fiscal 2019 and earlier.

### **16) Earnings per share**

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

	Year ended March 31, 2024	Year ended March 31, 2023
Profit for the year (₹ crore)	43,559	39,106
Weighted average number of equity shares	364,68,51,755	365,90,51,373
Basic and diluted earnings per share (₹)	119.44	106.88
Face value per equity share (₹)	1	1

### **17) Auditor's remuneration**

Auditor's remuneration consists of the following:

	(₹ crore)	
	Year ended March 31, 2024	Year ended March 31, 2023
Auditor	11	11
For taxation matters	1	1
For other services	4	4
For reimbursement of expenses	1	1

### **18) Segment information**

The Company publishes the standalone financial statements of the Company along with the consolidated financial statements. In accordance with Ind AS 108- Operating Segments, the Company has disclosed the segment information in the consolidated financial statements.

## Notes forming part of Standalone Financial Statements

### 19) Commitments and contingencies

#### **Capital commitments**

The Company has contractually committed (net of advances) ₹1,939 crore and ₹1,454 crore as at March 31, 2024 and 2023, respectively, for purchase of property, plant and equipment.

#### **Contingencies**

- **Direct tax matters**

Refer note 15.

- **Indirect tax matters**

The Company has ongoing disputes with tax authorities mainly relating to treatment of characterisation and classification of certain items. The Company has demands amounting to ₹516 crore and ₹498 crore as at March 31, 2024 and 2023, respectively, from various indirect tax authorities which are being contested by the Company based on the management evaluation and advice of tax consultants.

- **Other claims**

Claims aggregating ₹126 crore and ₹218 crore as at March 31, 2024 and 2023, respectively, against the Company have not been acknowledged as debts.

In addition to above, in October 2014, Epic Systems Corporation (referred to as Epic) filed a legal claim against the Company in the Court of Western District Madison, Wisconsin alleging unauthorised access to and download of their confidential information and use thereof in the development of the Company's product MedMantra.

Pursuant to an initial unfavourable judgment from the District Court, the Appeals court re-affirmed the order of compensatory damages of ₹1,167 crore (US \$140 million) and remanded back to the District Court to reassess matter relating to punitive damages (to limit maximum up to ₹1,167 crore (US \$140 million)), the Company has already paid the compensatory damages of ₹1,167 crore (US \$140 million) along with interest in April 2022. The Company's second appeal in the Appeals Court to reduce the punitive damages subsequently affirmed by the District Court was disposed on July 14, 2023, with a re-affirmation of the District Court order awarding punitive damages of ₹1,167 crore (US \$140 million). The Company's petition to the Supreme Court to review the entire judgement including both the compensatory and punitive damages re-affirmed by the Appeals Court was rejected by the Supreme Court on November 20, 2023, pursuant to which, punitive damages of ₹1,167 crore (US \$140 million) was paid on December 1, 2023. The Company has provided the balance punitive damages amount of ₹958 crore (US \$115 million) in its financial statements for the year ended March 31, 2024 and disclosed the same as an "exceptional item" in the standalone statement of profit and loss.

- **Guarantees and letter of comfort**

The Company has given letter of comfort to banks for credit facilities availed by its subsidiaries. As per the terms of letter of comfort, the Company undertakes not to divest its ownership interest directly or indirectly in the subsidiary and provide such managerial, technical and financial assistance to ensure continued successful operations of the subsidiary.

The Company has provided guarantees to third parties on behalf of its subsidiaries. The Company does not expect any outflow of resources in respect of the above.

The amounts assessed as contingent liability do not include interest that could be claimed by counter parties.

## Notes forming part of Standalone Financial Statements

### 20) Related party transactions

The Company's principal related parties consist of its holding company, Tata Sons Private Limited and its subsidiaries, its own subsidiaries, affiliates and key managerial personnel. The Company's material related party transactions and outstanding balances are with related parties with whom the Company routinely enter into transactions in the ordinary course of business. Refer note 21 of consolidated financial statement for list of subsidiaries of the Company.

Transactions with related parties are as follows:

	Year ended March 31, 2024					(₹ crore)
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	50	26,298	1,006	3,875	-	31,229
Dividend income	-	3,296	-	-	-	3,296
Rent income	-	43	-	-	-	43
Other income	-	40	-	-	-	40
Purchases of goods and services (including reimbursements)	1	17,707	1,344	248	-	19,300
Brand equity contribution	200	-	-	-	-	200
Facility expenses	1	76	18	73	-	168
Lease rental	-	-	49	46	-	95
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	-	7	(1)	-	6
Contribution and advance to post employment benefit plans	-	-	-	-	3,783	3,783
Purchase of property, plant and equipment	-	-	108	98	-	206
Advances given	-	5	1,013	98	-	1,116
Advances recovered	-	5	8	4	-	17
Advances taken	-	45	27	1	-	73
Dividend paid	18,177	-	8	2	-	18,187
Buy-back of shares	10,548	-	4	3	-	10,555
Cost recovery	-	4,177	-	-	-	4,177
Sale of property, plant and equipment	-	1	-	-	-	1
Transfer in of employee benefit obligations	-	1	-	-	-	1

## Notes forming part of Standalone Financial Statements

(₹ crore)

	Year ended March 31, 2023					
	Tata Sons Private Limited	Subsidiaries of the Company	Subsidiaries of Tata Sons Private Limited	Associates / joint ventures of Tata Sons Private Limited and their subsidiaries	Other related parties	Total
Revenue from operations	38	23,753	1,152	2,506	-	27,449
Dividend income	-	2,106	-	-	-	2,106
Rent income	-	33	-	-	-	33
Other income	-	36	-	-	-	36
Purchases of goods and services (including reimbursements)	-	15,069	564	226	-	15,859
Brand equity contribution	99	-	-	-	-	99
Facility expenses	1	109	23	59	-	192
Lease rental	-	-	56	47	-	103
Bad debts and advances written off, allowance for expected credit losses and doubtful advances (net)	-	-	(1)	1	-	-
Contribution and advance to post employment benefit plans	-	-	-	-	2,955	2,955
Purchase of property, plant and equipment	-	1	13	137	-	151
Advances given	-	-	1	45	-	46
Advances recovered	-	-	1	15	-	16
Advances taken	-	2	25	5	-	32
Dividend paid	29,881	-	16	6	-	29,903
Guarantees given	-	237	-	-	-	237
Cost recovery	-	3,591	-	-	-	3,591
Transfer out of employee benefit obligations	-	6	-	-	-	6
Transfer in of employee benefit obligations	-	1	-	-	-	1

## Notes forming part of Standalone Financial Statements

Balances receivable from related parties are as follows:

							(₹ crore)
	As at March 31, 2024						
	<b>Tata Sons Private Limited</b>	<b>Subsidiaries of the Company</b>	<b>Subsidiaries of Tata Sons Private Limited</b>	<b>Associates / joint ventures of Tata Sons Private Limited and their subsidiaries</b>	<b>Other related parties</b>	<b>Total</b>	
Trade receivables and contract assets	5	8,054	406	1,290	-	9,755	
Loans, other financial assets and other assets	2	184	1,238	9	-	1,433	
	<b>7</b>	<b><u>8,238</u></b>	<b><u>1,644</u></b>	<b><u>1,299</u></b>	<b>-</b>	<b><u>11,188</u></b>	

							(₹ crore)
	As at March 31, 2023						
	<b>Tata Sons Private Limited</b>	<b>Subsidiaries of the Company</b>	<b>Subsidiaries of Tata Sons Private Limited</b>	<b>Associates / joint ventures of Tata Sons Private Limited and their subsidiaries</b>	<b>Other related parties</b>	<b>Total</b>	
Trade receivables and contract assets	2	7,279	429	794	-	8,504	
Loans, other financial assets and other assets	10	458	95	85	-	648	
	<b>12</b>	<b><u>7,737</u></b>	<b><u>524</u></b>	<b><u>879</u></b>	<b>-</b>	<b><u>9,152</u></b>	

Balances payable to related parties are as follows:

							(₹ crore)
	As at March 31, 2024						
	<b>Tata Sons Private Limited</b>	<b>Subsidiaries of the Company</b>	<b>Subsidiaries of Tata Sons Private Limited</b>	<b>Associates / joint ventures of Tata Sons Private Limited and their subsidiaries</b>	<b>Other related parties</b>	<b>Total</b>	
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	181	7,824	993	422	-	9,420	
Commitments and guarantees	-	3,664	1,412	13	-	5,089	

							(₹ crore)
	As at March 31, 2023						
	<b>Tata Sons Private Limited</b>	<b>Subsidiaries of the Company</b>	<b>Subsidiaries of Tata Sons Private Limited</b>	<b>Associates / joint ventures of Tata Sons Private Limited and their subsidiaries</b>	<b>Other related parties</b>	<b>Total</b>	
Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities	90	6,771	364	314	278	7,817	
Commitments and guarantees	-	4,427	12	50	-	4,489	

## Notes forming part of Standalone Financial Statements

Material related party transactions are as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>Revenue from operations</b>		
Tata Consultancy Services Deutschland GmbH	3,593	3,221
Tata Consultancy Services Netherlands BV	4,009	3,402
Tata Consultancy Services Canada Inc.	3,666	3,544
Jaguar Land Rover Limited	2,902	1,706
Tata Digital Private Limited	286	502
<b>Purchases of goods and services (including reimbursements) and net of cost recovery</b>		
Tata America International Corporation	4,184	3,824
Tata Consultancy Services De Mexico S.A., De C.V.	3,335	2,946
Tata Consultancy Services Canada Inc.	1,938	1,280
Tejas Networks Limited	754	-
<b>Dividend income</b>		
Tata America International Corporation	1,158	643
TCS Iberoamerica SA	835	190
<b>Advances given</b>		
Tejas Networks Limited	960	-

Material related party balances are as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>Trade receivables and contract assets</b>		
Tata America International Corporation	1,931	1,366
Tata Consultancy Services France	1,249	1,227
Jaguar Land Rover Limited	898	482
<b>Trade payables, unearned and deferred revenue, other financial liabilities and other liabilities</b>		
Tata America International Corporation	2,978	2,688
Tata Consultancy Services De Mexico S.A., De C.V.	984	933
Tata Consultancy Services Canada Inc.	1,077	618
Tejas Networks Limited	607	-
<b>Loans, other financial assets and other assets</b>		
Tejas Networks Limited	960	-

Transactions with key management personnel are as follows:

	(₹ crore)	
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
Short-term benefits	57	58
Dividend paid during the year	1	2
Post-employment benefits	2	-
	<b>60</b>	<b>60</b>

The remuneration of directors and key executives is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.

## Notes forming part of Standalone Financial Statements

Transactions with key management personnel for the year ended March 31, 2023 did not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation / premium paid were not available.

- 21)** No funds have been advanced / loaned / invested (from borrowed funds or from share premium or from any other sources / kind of funds) by the Company to any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

No funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- 22)** The sitting fees and commission paid to non-executive directors is ₹15 crore and ₹13 crore as at March 31, 2024 and 2023, respectively.
- 23)** The Board of Directors approved post-employment benefits, payable to the outgoing CEO and Managing Director, which has been actuarially valued. Accordingly, the Company has recorded an expense of ₹48 crore during the year ended March 31, 2024.
- 24)** The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

### 25) Additional Regulatory Information

- Ratios

Ratio	Numerator	Denominator	Current year	Previous year
Current ratio (in times)	Total current assets	Total current liabilities	2.2	2.4
Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.1	0.1
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	24.0	23.4
Return on equity ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	59.4%	51.6%
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	4.5	4.8
Trade payables turnover ratio (in times)	Cost of equipment and software licences + Other expenses	Average trade payables	3.1	3.6
Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	3.8	3.5
Net profit ratio (in %)	Profit for the year	Revenue from operations	21.5%	20.5%
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	74.3%	65.2%
Return on investment (in %)	Income generated from invested funds	Average invested funds in treasury investments	8.3%	7.4%

## Notes forming part of Standalone Financial Statements

### 26) Dividends

Dividends paid during the year ended March 31, 2024 include an amount of ₹24.00 per equity share towards final dividend for the year ended March 31, 2023 and an amount of ₹45.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2024. Dividends paid during the year ended March 31, 2023 include an amount of ₹22.00 per equity share towards final dividend for the year ended March 31, 2022 and an amount of ₹91.00 per equity share towards interim dividends (including special dividend) for the year ended March 31, 2023.

Dividends declared by the Company are based on the profit available for distribution. On April 12, 2024, the Board of Directors of the Company have proposed a final dividend of ₹28.00 per share in respect of the year ended March 31, 2024 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹10,131 crore.

### NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

As per our report of even date attached

For **B S R & Co. LLP**  
*Chartered Accountants*  
 Firm's registration no: 101248W/W-100022

**Amit Somani**  
*Partner*  
 Membership No: 060154

Mumbai, April 12, 2024

For and on behalf of the Board

**K Krishivasan**  
*CEO and Managing Director*

**N Ganapathy Subramaniam**  
*COO and Executive Director*

**Samir Seksaria**  
*CFO*

**Pradeep Manohar Gaitonde**  
*Company Secretary*

Mumbai, April 12, 2024

**Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of  
Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies**

Sr. No.	Name of the Subsidiary Company	Date of becoming subsidiary	Start date of accounting period of subsidiary	End date of accounting period of subsidiary	Reporting Currency	Parent Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Shareholding	Country
										₹ crore									
1	Tata America International Corporation	August 9, 2004	April 1, 2023	March 31, 2024	USD	USD	83.382500	2	1,667	5,245	3,576	357	5,398	1,454	276	1,178	-	100%	U.S.A.
2	Tata Consultancy Services Canada Inc.	October 1, 2009	April 1, 2023	March 31, 2024	CAD	CAD	61.306154	43	1,863	3,973	2,067	-	11,712	1,419	374	1,045	-	100%	Canada
3	Tata Consultancy Services Argentina S.A.	August 9, 2004	January 1, 2023	December 31, 2023	ARS	USD	0.097720	-	(1)	23	24	-	24	(1)	-	(1)	-	100%	Argentina
4	Tata Consultancy Services Chile S.A.	August 9, 2004	January 1, 2023	December 31, 2023	CLP	USD	0.085062	145	215	517	157	48	788	55	9	46	-	100%	Chile
5	Tata Consultancy Services De Mexico S.A., De C.V.	August 9, 2004	January 1, 2023	December 31, 2023	MXN	USD	5.032106	1	915	2,274	1,358	-	5,389	313	109	204	-	100%	Mexico
6	Tata Consultancy Services Do Brasil Ltda	August 9, 2004	January 1, 2023	December 31, 2023	BRL	USD	16.726009	294	127	772	351	-	1,770	49	24	25	-	100%	Brazil
7	TCS Iberamerica SA	August 9, 2004	January 1, 2023	December 31, 2023	USD	USD	83.382500	821	1,001	1,822	-	1,811	-	862	32	830	-	100%	Uruguay
8	TCS Inversiones Chile Limitada	August 9, 2004	January 1, 2023	December 31, 2023	CLP	USD	0.085062	130	149	302	23	273	36	45	1	44	-	100%	Chile
9	TCS Solution Center S.A.	August 9, 2004	January 1, 2023	December 31, 2023	UYU	USD	2.220573	80	240	481	161	-	1,022	113	37	76	-	100%	Uruguay
10	TATASOLUTION CENTER S.A.	December 28, 2006	January 1, 2023	December 31, 2023	USD	USD	83.382500	25	71	217	121	-	417	1	-	1	-	100%	Ecuador
11	MGDC S.C.	January 1, 2010	January 1, 2023	December 31, 2023	MXN	USD	5.032106	85	(58)	76	49	-	57	(26)	12	(38)	-	100%	Mexico
12	TCS Uruguay S.A.	January 1, 2010	January 1, 2023	December 31, 2023	UYU	USD	2.220573	-	246	431	185	79	908	106	6	100	-	100%	Uruguay
13	Tata Consultancy Services Guatemala S.A.	September 1, 2021	January 1, 2023	December 31, 2023	GTC	USD	10.694314	8	19	46	19	-	65	9	3	6	-	100%	Guatemala
14	Tata Consultancy Services Belgium	August 9, 2004	April 1, 2023	March 31, 2024	EUR	INR	89.994776	2	584	1,184	598	-	2,885	160	43	117	-	100%	Belgium
15	Tata Consultancy Services De Espana S.A.	August 9, 2004	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	1	130	227	96	-	536	(9)	(17)	8	-	100%	Spain
16	Tata Consultancy Services Deutschland GmbH	August 9, 2004	April 1, 2023	March 31, 2024	EUR	INR	89.994776	1	908	2,364	1,455	-	6,769	149	48	101	-	100%	Germany
17	Tata Consultancy Services Italia S.r.l.	August 9, 2004	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	20	62	162	80	-	361	13	9	4	-	100%	Italy
18	Tata Consultancy Services Netherlands BV	August 9, 2004	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	594	2,803	5,024	1,627	1,755	8,423	686	121	565	-	100%	Netherlands
19	Tata Consultancy Services Sverige AB	August 9, 2004	April 1, 2023	March 31, 2024	SEK	SEK	7.798734	-	1,157	1,613	456	-	4,224	337	72	265	-	100%	Sweden
20	Tata Consultancy Services (Portugal) Unipessoal, Limitada	July 4, 2005	April 1, 2023	March 31, 2024	EUR	EUR	89.994776	-	54	102	48	-	144	26	6	20	-	100%	Portugal
21	Diligentia Limited	August 23, 2005	January 1, 2023	December 31, 2023	GBP	GBP	105.137035	11	1,662	3,001	1,328	616	5,748	295	67	228	-	100%	U.K.

Sr. No.	Name of the Subsidiary Company	Date of becoming subsidiary	Start date of accounting period of subsidiary	End date of accounting period of subsidiary	Reporting Currency	Parent Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Shareholding	Country
										₹ crore									
22	Tata Consultancy Services Luxembourg S.A.	October 28, 2005	April 1, 2023	March 31, 2024	EUR	EUR	89,994776	50	73	255	132	-	739	87	25	62	-	100%	Capellen (G.D. de Luxembourg)
23	Tata Consultancy Services Switzerland Ltd.	October 31, 2006	April 1, 2023	March 31, 2024	CHF	EUR	92,033664	14	852	1,781	915	-	4,569	252	49	203	-	100%	Switzerland
24	Tata Consultancy Services France	June 28, 2013	April 1, 2023	March 31, 2024	EUR	EUR	89,994776	4	(279)	1,752	2,027	-	2,998	83	(14)	97	-	100%	France
25	Tata Consultancy Services Saudi Arabia	July 2, 2015	January 1, 2023	December 31, 2023	SAR	EUR	22,231776	8	153	654	493	-	1,057	34	7	27	-	100%	Saudi Arabia
26	Tata Consultancy Services UK Limited	October 31, 2018	January 1, 2023	December 31, 2023	GBP	GBP	105,137035	-	34	83	49	-	50	5	1	4	-	100%	U.K.
27	TCS Business Services GmbH	March 9, 2020	April 1, 2023	March 31, 2024	EUR	INR	89,994776	-	97	187	90	62	141	19	6	13	-	100%	Germany
28	Tata Consultancy Services Bulgaria EOOD	August 31, 2021	January 1, 2023	December 31, 2023	BGN	EUR	46,011754	-	33	71	38	-	85	7	1	6	-	100%	Bulgaria
29	Tata Consultancy Services Ireland Limited	December 2, 2020	January 1, 2023	December 31, 2023	EUR	EUR	89,994776	225	219	610	166	-	1,403	128	15	113	-	100%	Ireland
30	TCS Technology Solutions GmbH	January 1, 2021	January 1, 2023	December 31, 2023	EUR	EUR	89,994776	29	837	1,603	737	-	1,433	68	(17)	85	-	100%	Germany
31	Tata Consultancy Services Osterreich GmbH	March 9, 2012	April 1, 2023	March 31, 2024	EUR	EUR	89,994776	-	5	61	56	-	107	1	-	1	-	100%	Austria
32	Saudi Desert Rose Holding B.V.	May 26, 2021	January 1, 2023	December 31, 2023	EUR	EUR	89,994776	-	-	-	-	-	-	-	-	-	-	0%	Netherlands
33	Diligenta (Europe) B.V.	September 14, 2023	January 1, 2023	December 31, 2023	EUR	USD	89,994776	-	-	11	11	-	9	-	-	-	-	100%	Netherlands
34	Tata Consultancy Services Asia Pacific Pte Ltd.	August 9, 2004	April 1, 2023	March 31, 2024	USD	USD	83,382500	37	1,012	1,880	831	929	2,836	307	35	272	-	100%	Singapore
35	Tata Consultancy Services Malaysia San Bhd	August 9, 2004	April 1, 2023	March 31, 2024	MYR	USD	17,611680	4	92	260	164	-	554	69	14	55	-	100%	Malaysia
36	TCS FNS Pte Limited	October 17, 2005	April 1, 2023	March 31, 2024	AUD	AUD	54,181949	202	(61)	141	-	2	-	51	-	51	-	100%	Australia
37	TCS Financial Solutions Australia Pty Limited	October 19, 2005	April 1, 2023	March 31, 2024	AUD	AUD	54,181949	-	54	94	40	-	59	47	16	31	-	100%	Australia
38	PT Tata Consultancy Services Indonesia	October 5, 2006	April 1, 2023	March 31, 2024	IDR	USD	0.005259	1	26	59	32	-	71	9	-	9	-	100%	Indonesia
39	Tata Consultancy Services (China) Co., Ltd.	November 16, 2006	January 1, 2023	December 31, 2023	CNY	USD	11,537158	233	138	509	138	40	1,056	101	27	74	-	100%	China
40	TCS Financial Solutions Beijing Co., Ltd.	December 29, 2006	January 1, 2023	December 31, 2023	CNY	AUD	11,537158	42	(2)	48	8	-	63	5	-	5	-	100%	China
41	Tata Consultancy Services (Thailand) Limited	May 12, 2008	April 1, 2023	March 31, 2024	THB	USD	2,284452	2	13	39	24	-	98	11	2	9	-	100%	Thailand
42	Tata Consultancy Services (Philippines) Inc.	September 19, 2008	April 1, 2023	March 31, 2024	PHP	USD	1,483081	(41)	202	503	342	-	985	103	12	91	-	100%	Philippines

Sr. No.	Name of the Subsidiary Company	Date of becoming subsidiary	Start date of accounting period of subsidiary	End date of accounting period of subsidiary	Reporting Currency	Parent Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Tax	Profit after Tax	Proposed Dividend	% of Shareholding	Country
																		₹ crore
43	Tata Consultancy Services Japan, Ltd.	July 1, 2014	April 1, 2023	March 31, 2024	JPY	USD	0.550870	238	1,505	3,164	1,421	-	5,155	542	146	396	-	66% Japan
44	AP Online Limited	August 9, 2004	April 1, 2023	March 31, 2024	INR	INR	1.000000	2	126	218	90	52	164	33	10	23	-	89% India
45	C-Edge Technologies Limited	January 19, 2006	April 1, 2023	March 31, 2024	INR	INR	1.000000	10	401	536	125	-	423	128	34	94	-	51% India
46	MP Online Limited	September 8, 2006	April 1, 2023	March 31, 2024	INR	INR	1.000000	1	139	220	80	29	89	38	9	29	-	89% India
47	TCS e-Serve International Limited	December 31, 2008	April 1, 2023	March 31, 2024	INR	INR	1.000000	10	466	877	401	268	1,870	307	78	229	-	100% India
48	MahaOnline Limited	September 23, 2010	April 1, 2023	March 31, 2024	INR	INR	1.000000	3	82	146	61	84	-	8	2	6	-	74% India
49	Tata Consultancy Services (Africa) (PTY) Ltd.	October 23, 2007	January 1, 2023	December 31, 2023	ZAR	ZAR	4.389523	6	41	47	-	47	-	34	-	34	-	100% South Africa
50	Tata Consultancy Services (South Africa) (PTY) Ltd.	October 31, 2007	January 1, 2023	December 31, 2023	ZAR	ZAR	4.389523	8	97	557	452	-	934	68	19	49	-	100% South Africa
51	Tata Consultancy Services Qatar L.L.C.	December 20, 2011	January 1, 2023	December 31, 2023	QAR	QAR	22.897844	5	46	84	33	-	51	18	2	16	-	100% Qatar
52	TCS Foundation	March 25, 2015	April 1, 2023	March 31, 2024	INR	INR	1.000000	1	1,306	2,402	1,095	150	-	-	-	-	-	100% India

**Notes:**

1. Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, are based on the exchange rates as on March 31, 2024.
2. TCS Technology Solutions AG is now renamed as TCS Technology Solution GmbH.
3. Saudi Desert Rose Holding B.V. merged with Tata Consultancy Services Netherlands BV w.e.f. August 29, 2023.
4. Diligenta Limited incorporated a subsidiary, Diligenta (Europe) B.V. in Netherlands on September 14, 2023.

For and on behalf of the Board

**K Krishivasan**  
CEO and Managing Director  
**Samir Seksaria**  
CFO

**N Ganapathy Subramanian**  
COO and Executive Director  
**Pradeep Manohar Gaitonde**  
Company Secretary

Mumbai, April 12, 2024



## Glossary

<b>5G</b>	Fifth generation wireless technology for digital cellular networks. 5G is expected to be much faster and enable much higher volumes of data sharing than earlier generations of cellular networks. Its massive capacity and ultra-low latency are expected to usher in an era of hyper-connectivity, enabling newer use cases such as autonomous cars, and accelerating the adoption of IoT.
<b>ADM</b>	See Application Development and Maintenance
<b>Agile</b>	A collaborative approach for IT and business teams to develop software incrementally and faster. TCS has pioneered the Location Independent Agile™ model that allows for deployment at scale, and helps globally distributed organization execute large transformational programs quickly, while ensuring stability and quality.
<b>Agile Workspaces</b>	These are key enablers of TCS' Location Independent Agile model, and represent the next generation work environment that facilitate greater collaboration among teams. It is characterized by partition-less open offices, informal seating, interactive surfaces for information capture, and modern collaboration devices for increased productivity.
<b>AgilityDebt™</b>	AgilityDebt™ is a simple index developed by TCS, which uniquely indicates the burden carried by an organization that restricts its Agility. The index is arrived at based on a holistic Agile maturity assessment framework that measures the gap against required Agile talent, roles, team composition, delivery practices, Agile culture, Agile technology and DevOps enablers. TCS uses AgilityDebt™ to assess where the customer's teams are in the Agile journey, find the bottlenecks, and accelerate their Agile transformations.
<b>AI</b>	See Artificial Intelligence
<b>AI Assistant</b>	A software agent that uses AI technologies to perform tasks or services for an individual. These assistants can understand and interpret human speech or text inputs, enabling them to execute commands, answer questions, or assist with tasks like scheduling, reminding, or even controlling smart home devices.
<b>AI Copilot</b>	A virtual assistant that offers real-time guidance and feedback to enhance a human being's work.
<b>Algo Retail™</b>	TCS' proprietary approach and suite of intellectual property that enables retailers to seamlessly integrate and orchestrate data flows across the retail value chain, harnessing the power of analytics, AI and machine learning in the areas of personalization, pricing optimization, marketing, online search and commerce to unlock exponential business value.
<b>Amortization</b>	Systematic allocation of the depreciable amount of an intangible asset over its useful life.
<b>Analytics</b>	In the enterprise context, this is the discovery, interpretation, and communication of meaningful patterns in business data to predict and improve business performance.
<b>Annuity Contracts</b>	A long-term contract which can guarantee regular payments.
<b>APAC</b>	Acronym for Asia Pacific

<b>API</b>	See Application Programming Interface
<b>APIfication</b>	The process of exposing a discrete business function or data within an enterprise's systems through APIs.
<b>Application Development and Maintenance</b>	Design, development, and deployment of custom software; ongoing support, upkeep, and enhancement of such software over its lifetime.
<b>Application Programming Interface</b>	A set of easily accessible protocols for communication among various software components.
<b>AR</b>	See Augmented Reality
<b>Artificial General Intelligence</b>	A type of artificial intelligence that can perform as well or better than humans on a wide range of cognitive tasks.
<b>Artificial Intelligence</b>	Technology that emulates human performance by learning, coming to its own conclusions, understanding complex content, engaging in natural dialogs with people, augmenting human effort or replacing people on execution of non-routine tasks. Also known as Cognitive Computing.
<b>ASEAN</b>	Acronym for Association of Southeast Asian Nations
<b>Assets Under Custody</b>	A measure of the total assets for which a financial institution, typically a custodian bank, provides custodian services.
<b>Attrition</b>	Measures what portion of the workforce left the organization (voluntarily and involuntarily) over the last 12 months (LTM).  Attrition (LTM) = Total number of departures in the LTM / closing headcount
<b>AUC</b>	See Assets Under Custody
<b>Augmented Reality</b>	Technology that superimposes a computer-generated image on a user's view of the real world to enrich the interaction.
<b>Automation</b>	The execution of work by machines in accordance with rules that have either been explicitly coded by a human or 'learned' by the machine through pattern recognition of data. Popular types include Robotic Process Automation and Cognitive Automation.
<b>Avatar</b>	An avatar is a digital representation of yourself, whether it's in a video game, the metaverse, or wherever else it might be applicable.
<b>Basis Point</b>	One hundredth of a percentage point, that is, 0.01 percent.
<b>BFSI</b>	Acronym for Banking, Financial Services and Insurance
<b>Big Data</b>	A high volume, high velocity, and/or high variety information asset that require new forms of processing to enable enhanced decision making, insight discovery, and process optimization.
<b>Blockchain</b>	A distributed database that maintains a continuously growing list of records, called blocks, secured from tampering and revision.
<b>Bp</b>	See Basis Point
<b>BPaaS</b>	See Business Process as a Service
<b>BPS</b>	See Business Process Services
<b>Business Process as a Service</b>	Refers to the delivery of BPS over a cloud computing model. Whereas traditional BPS relies on labor arbitrage to reduce costs, BPaaS aggregates demand using the cloud, servicing multiple customers with a single instance, multi-tenant platform and shared services, thereby delivering significant operating efficiencies. The pricing model is usually outcome based.
<b>Business Process Services</b>	Designing, enabling, and executing business operations including data management, analytics, interactions and experience management.
<b>Buyback</b>	A corporate action in which a company returns excess cash to shareholders by buying back its shares from them and usually extinguishing those shares thereafter. The company's equity share capital and the number of shares outstanding in the market correspondingly reduces.
<b>CAGR</b>	See Compounded Annual Growth Rate
<b>Capital Expenditure (CapEx)</b>	Funds used by a company to purchase property, plant and equipment and intangible assets (net of proceeds from disposal of such assets) and for payment including advances for acquiring right-of-use assets.
<b>Carbon Neutral</b>	Not adding new greenhouse gas (GHG) emissions to the atmosphere through reduction initiatives and where emissions continue, they are compensated by absorbing an equivalent amount from the atmosphere through carbon offset.
<b>Carbon Offset</b>	Market-based instrument used to compensate for the emission of greenhouse gases into the atmosphere because of the organization's activity by reducing them somewhere else. Certified Emission Reductions (CERs) and Verified Emission Reductions (VERs) are some of the popular carbon offsets.
<b>Cash and Cash Equivalents</b>	Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

<b>Cash Flow</b>	Inflows and outflows of cash and cash equivalents.
<b>Cash Flow from Operating Activities</b>	Primarily derived from the principal revenue producing activities. Therefore, they generally result from the transactions and other events that enter into the determination of profit or loss.
<b>CBO</b>	See Cognitive Business Operations
<b>CC</b>	See Constant Currency
<b>Chatbots</b>	Computer programs designed to simulate conversation with human users, especially over the internet. They are typically used in dialog systems for various practical purposes like customer service or information acquisition.
<b>Cloud</b>	See Cloud Computing
<b>Cloud Computing</b>	The delivery of easily provisionable computing resources – servers, storage, databases, networking, software, analytics and more – over the internet, consumed on a pay-as-you-go basis.
<b>Cloud Native</b>	A cloud native application consists of discrete, reusable components known as microservices that are designed to integrate into any cloud environment.
<b>CMT</b>	Acronym for Communication, Media and Technology
<b>CMMI-SVC</b>	Acronym for Capability Maturity Model® Integration For Services
<b>Cognitive Automation</b>	The use of AI and machine learning to automate relatively more complex tasks that require reasoning capability and contextual awareness. TCS' ignio™ a leading cognitive automation software product in the market today.
<b>Cognitive Business Operations (CBO)</b>	An integrated offering where TCS takes responsibility for the outcome of an entire slice of the customers' operations including the business processes and the underlying IT infrastructure, and uses cognitive automation to transform that operational stack.
<b>Cognitive Computing</b>	See Artificial Intelligence
<b>COIN</b>	See Co-Innovation Network
<b>Co-Innovation Network</b>	This is an extended, global innovation ecosystem curated by TCS, to harness the innovation efforts of start-ups and academia, and incorporate them into transformational solutions built by TCS for its customers.
<b>Compounded Annual Growth Rate (CAGR)</b>	The annual growth rate between any two points in time, assuming that it has been compounding during that period.
<b>Connected Clinical Trials (CCT) Platform</b>	Part of the TCS ADD suite, CCT is an innovative software-as-a-service platform that enables life sciences companies to significantly transform patient engagement in clinical trials and improve adherence to protocols, as well as the efficiency and accountability of clinical trials.
<b>Constant Currency</b>	The basis for restating the current period's metric at exchange rates applicable for the reference period and reporting growth over the reference period.
<b>Contextual Knowledge</b>	This is tacit knowledge pertaining to, and specific to, the granular nuances of a customer's business and IT landscape, acquired on the job over a period of time. TCS teams use their contextual knowledge to design technology solutions that are uniquely tailored for that customer, and therefore, a potential source of competitive differentiation.
<b>Conversational AI</b>	Conversational artificial intelligence (AI) refers to technologies, like chatbots or virtual agents, which users can talk to. They use large volumes of data, machine learning, and natural language processing to help imitate human interactions, recognizing speech and text inputs and translating their meanings across various languages.
<b>Core Banking System</b>	A back-end system that processes daily banking transactions and posts updates to accounts and other financial records; typically includes deposit, loan and credit processing capabilities, with interfaces to general ledger systems and reporting tools.
<b>Core Transformation</b>	Modernization initiatives that target the one or more elements of the organization's operations stack consisting of business processes, software systems and underlying infrastructure, usually to enable greater agility, scalability, resilience and a superior customer experience. These are typically large in scale and scope, and entail the integrated delivery of multiple capabilities.
<b>CO2e</b>	Acronym for "Carbon dioxide equivalent". It is a standard unit for accounting greenhouse gas (GHG) emissions from carbon dioxide or another greenhouse gases, such as SOX, NOX, methane, etc.
<b>CPG</b>	Acronym for Consumer Packaged Goods
<b>Cyber Security</b>	Technologies, processes and practices designed to protect networks, computers, programs and data from attack, damage or unauthorized access.
<b>Data Mining</b>	Data mining is the practice of obtaining valuable information from data sets. The data can be in any form, such as text, audio, or video data.  Data mining aims to find actionable insights in the data that can improve business decisions or solve problems. For instance, data mining can discover customer buying patterns and target ads towards people who would likely purchase a product.
<b>Days' Sales Outstanding (DSO)</b>	A popular way of depicting the Trade Receivable relative to the company's Revenue.  DSO = Trade Receivable * 365 / LTM Revenue

<b>Deep Learning</b>	Subset of machine learning that uses neural networks with many layers (deep neural networks) to analyze various factors and make decisions.
<b>Depreciation</b>	Systematic allocation of the depreciable amount of an asset over its useful life.
<b>DevOps</b>	Represents a new way of working to rapidly deploy new releases of a software in production using high levels of automation and tooling. TCS recommends adoption of DevOps, along with Agile for speed to market.
<b>Digital</b>	Represents technologies such as Social Media, Mobility, Analytics, Big Data, Cloud, Artificial Intelligence and Internet of Things.
<b>Digital Divide</b>	Digital Divide refers to the unequal spread of technology and the opportunities it affords between different socioeconomic groups in a society.
<b>Digital Twin</b>	A digital replica of a physical entity. For instance, a digital twin of a factory is a virtual model of the factory built using its data, process, people information. Impact of any change in a process in the real factory can be studied by simulating the change in the digital twin.
<b>Discretionary Spend</b>	Also known as Change the Business (CTB) spend, it is that portion of the IT budget which is used to fund projects that are not, strictly speaking, essential for day to day operations, but are more transformational in nature. In uncertain economic times, when businesses are forced to cut spends in response to decline in income, discretionary spend is often the first to be scrutinized. However, what is considered discretionary is subjective and may differ considerably amongst businesses even within the same sector.
<b>Distributed Ledger Technology</b>	See Blockchain
<b>Dividend</b>	One form of distribution of profits earned by the Company and is usually declared as an amount per equity share held by the Shareholders. TCS has a policy of declaring quarterly interim dividends and the final dividend is approved by the shareholders in the Annual General Meeting.
<b>DLT</b>	See Distributed Ledger Technology
<b>EACs</b>	Energy Attribute Certificates (EACs) are market-based instruments that can be used by the bearer to claim renewable energy consumption. Each EAC is equivalent to 1 MWh of electricity.
<b>Earnings Per Share (EPS)</b>	The amount of a given period's Net profit attributable to a single share after deducting any preference dividend and related taxes.  EPS = [Net profit attributable to shareholders of the company – Preference dividend, if any] / Weighted average number of equity shares outstanding during the period
<b>Edge Computing</b>	Computing and storage that is located on servers on the edge of the network, in close proximity to the users, but not through an on-premises data center; usually reserved for low latency use cases.
<b>Effective Tax Rate (ETR)</b>	The proportion of the Profit Before Tax that is provided towards income taxes.  ETR = Tax expense / Profit Before Tax
<b>EIA</b>	Acronym for Environmental Impact Assessment. It is an environmental impact study which needs to be conducted as per Ministry of Environment and Forest (MoEF) requirements for new construction/ expansion projects.
<b>Engineering and Industrial Services</b>	Consists of next generation product engineering, manufacturing operations transformation, services transformation, embedded software and Internet of Things.
<b>Enterprise Agile</b>	The adoption of Agile methods across all the business functions of the enterprise, designed to empower employees, foster collaboration and drive a culture of continuous innovation at scale.
<b>Environment, Social and Governance</b>	Environment, social and governance (ESG) is a system for how to measure the sustainability of a company in three specific categories: environment, social and governance.
<b>EPEAT</b>	Acronym for Electronic Product Environmental Assessment Tool
<b>EPS</b>	See Earnings Per Share
<b>ESG</b>	See Environment, Social and Governance
<b>ETR</b>	See Effective Tax rate
<b>Fair Value</b>	The price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.
<b>Fine Tuning</b>	Process of slightly adjusting or tweaking the parameters of an existing model, which has already been pre-trained on a large dataset, to perform a specific task.
<b>Fintech</b>	Businesses that use technology to make financial services more efficient. Some fintech developments have improved traditional services, for example mobile banking apps, while others have revolutionized services such as pay per mile car insurance, or created new products, such as Bitcoin.
<b>Framework</b>	A kind of intellectual property, consisting of software which provides generic functionality for a certain business use case, and which is customized for a specific customer's needs with additional code. Use of such pre-built code reduces time to market and results in more stable, reliable solutions.
<b>Free Cash Flow</b>	Represents the cash a company generates through its operations, less the capital expenditure.  Free cash flow = Cash flow from operating activities – Capital expenditure
<b>FTE</b>	Acronym Full Time Equivalent

<b>Function Point</b>	A function point is a granular building block of a software, based on a functional view of that system, represented by a code snippet whose logic helps the user accomplish something. The concept is used while estimating the effort for building a new application, by decomposing it into its constituent function points of varying levels of complexity.
<b>Furlough</b>	A temporary cessation of work without pay for the employees, usually implemented by organizations facing under difficult economic conditions, and in lieu of laying off employees.
<b>Gamification</b>	The process of adding games or game-like elements to any activity in order to enrich experiences and encourage user participation.
<b>GDPR</b>	Acronym for General Data Protection Regulation, a European Union regulation for data protection and privacy.
<b>Generative AI</b>	Generative AI describes any type of artificial intelligence (AI) that is capable of generating new content, including text, images, video, audio, simulations, code or synthetic data. It involves the use of machine learning algorithms to learn patterns across a large data set and generate new content based on those patterns.
<b>GHGs</b>	Acronym for Greenhouse Gas. These are gases that trap heat in the atmosphere leading to global warming and climate change.
<b>Global Capability Centers (GCC) / Captive units</b>	Captive units include both MNC-owned units that undertake work for the parents' global operations and the company owned units of domestic firms, set up in offshore locations offering cheaper labor pool, helping the parent to reduce its operational costs.
<b>Green-Tariff</b>	Green tariffs are specialized retail tariffs that electricity distribution companies (discoms) charge for the sale of Renewable Energy (RE) to their consumers. Businesses can sign up for these tariffs and claim RE consumption, while discoms procure electricity on their behalf from RE project developers.
<b>Growth and Transformation</b>	Initiatives launched to improve the enterprise's revenues, leveraging technology to adopt new business models, drive new revenue streams, enhance customer experience or target new customer segments. This is in contrast to traditional outsourcing engagements where the focus is on improving efficiency and saving costs.
<b>G&amp;T</b>	See Growth and Transformation
<b>Hallucination</b>	Tendency of large language models to make things up or provide output that seems plausible but is factually incorrect or unverifiable.
<b>HVAC</b>	Acronym for Heating Ventilation and Air Conditioning System
<b>Hybrid Cloud</b>	An enterprise IT infrastructure model that combines private clouds, public clouds and on-premise data centers, to meet the compute and storage needs of the business.
<b>IFRS S2</b>	IFRS S2 is an international ESG reporting framework that requires an entity to disclose information about its climate-related risks and opportunities that is useful to users of general-purpose financial reports in making decisions relating to providing resources to the entity.  Note: IFRS is acronym of International Financial Reporting Standards
<b>Innovation Days</b>	Focused workshops with a TCS customer where researchers and business leaders from both organizations participate to explore emerging technologies for specific customer problems.
<b>Innovation Forum</b>	TCS' thought leadership event that is held in major and emerging markets. It brings together researchers from academia, innovators from the start-up ecosystem, technology watchers, futurists and customers to brainstorm around emerging technologies.
<b>Inorganic Growth</b>	Growth in revenue due to mergers, acquisitions or takeovers, rather than due to an increase in the company's own business activity.
<b>Intellectual Property</b>	An asset that is the result of a creative design or idea, such as patents, copyrights, reusable code, software products and platforms, and gives the owner exclusive rights over its usage, such that no one can copy or reuse the creation without the owner's permission.
<b>Interactive Technology</b>	Allows for a two-way flow of information through an interface between the user and the technology; the user usually communicates a request for data or action to the technology with the technology returning the requested data or result of the action back to the user.
<b>Internet of Things</b>	A network of interconnected machines or devices embedded with sensors, software, network connectivity, and necessary electronics to generate and share run-time data that can be studied and used to monitor or control remotely, predict failure, and optimize the design of those machines / devices.
<b>Invested Funds</b>	Funds that are highly liquid in nature and can be readily converted into cash.  Invested funds = Cash and cash equivalents + Investments + Deposits with banks + Inter-corporate deposits.
<b>Involuntary Attrition</b>	A reduction in the workforce due to the employer's decision to terminate employment, instead of the employees' decision to leave.
<b>IoT</b>	See Internet of Things
<b>IP</b>	See Intellectual Property
<b>ISO</b>	Acronym for International Organization for Standardization
<b>ISSB</b>	Acronym for International Sustainability Standards Board
<b>Key Managerial Personnel</b>	At TCS, this refers to the Chief Executive Officer & Managing Director, Chief Operating Officer & Executive Director, Chief Financial Officer and the Company Secretary.

<b>kL</b>	Acronym for the unit kilo-liters used to measure volume. It is a unit used to measure and report water usage in TCS' offices.
<b>KMP</b>	See Key Managerial Personnel
<b>kWh</b>	Acronym for kilowatt hours used as a unit of measurement of electricity
<b>Large Language Models</b>	This is a language model used to train generative AI and consists of a neural network with many parameters (typically billions of weights), trained on large volumes of unlabeled text. By tracking words in sequences, it learns both context and meaning in language, enabling it to generate text artifacts that look they were written by humans.
<b>LatAm</b>	Acronym for Latin America
<b>Location Independent Agile</b>	A method to orchestrate globally distributed stakeholders and talent into Agile teams for improved speed to market in large transformational programs. It comprises processes, structure, and the technology that allows enterprises to overcome location constraints and embrace Agile methods on a global scale.
<b>Low-Code, No Code</b>	New software development platforms that offer a drag and drop user interface to allow business users to build custom web or mobile applications without actually having to write the code. The difference between the two is related to the extent of programming ability needed. The former might still require some amount of programming, while the latter is entirely drag and drop. In addition to boosting innovation within the enterprise, these platforms also drive-up productivity of programmers.
<b>Machine First™ Delivery Model</b>	A model that integrates analytics, AI and automation deep within the enterprise to redefine how humans and machines work together and to effectively deliver superior outcomes.
<b>Machine Learning</b>	A type of artificial intelligence that provides computers with the ability to learn behaviors without being explicitly programmed and relying on patterns and inference instead.
<b>Managed Services</b>	This is the practice of outsourcing to one service provider, also known as the Managed Services Provider (MSP), the end-to-end responsibility for providing, or orchestrating the provision through third party providers of, services around a range of processes and functions, in order to improve efficiency, service quality, agility and scalability.
<b>Managed Services Provider</b>	Service providers with the sole, end-to-end responsibility of providing Managed Services.
<b>Market Capitalization</b>	The total market value of a company's total outstanding equity shares at a point in time. Market Capitalization = Last Trading Price * Total number of outstanding shares
<b>MEA</b>	Acronym for Middle East and Africa
<b>Metaverse</b>	A virtual 3D environment that a user can experience explore on a computer or VR headset. Users can interact with each other in several ways, including social networking, gaming, and shopping.
<b>MFDM™</b>	Acronym for Machine First Delivery Model
<b>Minimum Viable Product</b>	The most basic version of a new product built in an agile development cycle, with the bare minimum functionality, made available to users at the earliest to get user feedback and validate product value with minimum investment. Once validated, its features and functionalities are continually augmented in subsequent iterative cycles.
<b>MJ</b>	Acronym for Mega Joule used as a unit of measurement of energy (electricity as well as fuel use)
<b>Mobility</b>	Digital technology which includes- Information, convenience, and social media all combined together, and made available across a variety of screen sizes and hand-held devices.
<b>MSP</b>	See Managed Services Provider
<b>MVP</b>	See Minimum Viable Product
<b>MWh</b>	Acronym for megawatt hours used as a unit of measurement of electricity. 1 MWh=1000kWh
<b>Natural Language Processing</b>	Branch of Artificial Intelligence that deals with the interaction between computers and humans through natural language, involving complex and challenging tasks such as speech recognition, natural language understanding, and natural language generation.
<b>Net Zero</b>	Greenhouse gases emitted into the atmosphere due the company's activity are minimized through a series of initiatives and the residual emission is compensated by removal of equivalent amount of GHG emissions elsewhere through carbon offsets.
<b>Non-Controlling Interests</b>	The share of the net worth attributable to non-controlling shareholders of the subsidiaries.
<b>Non-discretionary Spend</b>	Also known as Run the Business (RTB) spend, is that portion of the IT budget that covers the basic IT activities required to keep a business running. Even in tough economic times, non-discretionary spend remains relatively unaffected.
<b>Operating Model</b>	The manner in which processes are defined and activities are organized to create and deliver value to a target audience. An IT operating model covers activities around new system development, application and infrastructure support whereas business operating models address execution of actions specific to a business function.
<b>Operating Model Transformation</b>	Redefining individual processes by embedding AI, machine learning and other forms of automation to reduce the need for human intervention, resulting in a leaner operating model that is faster, more agile and more resilient. Such transformations – whether in IT or business – can be significantly accelerated by the use of TCS Cognix.

<b>Options Contract</b>	A hedging instrument that offers the buyer the right to buy or sell the underlying asset (such as stocks or currency) on a future date, at a specified price, for small upfront fee called options premium.  Eg: TCS purchases an options contract to sell USD 1 million @ ₹87/US\$ after 3 months, paying an option premium of ₹1 million. With this, TCS will have the right to sell USD 1 million at an exchange rate of ₹87, even if the prevailing market rate at the end of three months is, say ₹85. On the other hand, if the market rate is higher, say ₹89, then TCS can choose to let the options contract lapse and instead sell at the market rate.
<b>Order Book</b>	See Total Contract Value
<b>Organic Growth</b>	The revenue growth a company can achieve by increasing its existing business activity. This does not include growth attributable to takeovers, acquisitions or mergers.
<b>PAS 2060</b>	It is an internationally recognized standard by the British Standards Institution to verify and substantiate an organization' claim of carbon neutrality.
<b>PaaS</b>	See Platform as a Service
<b>Personalization</b>	Segmentation and responding to individual transactions, customized for a single customer in a single instance.
<b>Platforms</b>	A group of technologies that are used as a base upon which other applications, processes or technologies are developed. Useful for optimizing costs and efforts, and eliminating iterative tasks to drive strategic business initiatives.
<b>Platform as a Service (PaaS)</b>	A category of cloud computing that provides a platform and environment to allow developers to build applications and services over the internet. PaaS services are hosted in the cloud and accessed by users simply via their web browser.
<b>Power Usage Effectiveness</b>	It is the ratio of total amount of electricity used by a data center facility to the electricity used by the computing equipment in the data center.
<b>Pricing</b>	The price charged to the customer for a billable effort, turnkey project or a certain process outcome, depending on the nature of the contract. See Realization.
<b>Private Cloud</b>	Refers to a model of cloud computing where IT infrastructure, in terms of compute and storage resources, are provisioned for the dedicated use of a single organization.
<b>Product</b>	In the technology context, refers to a packaged software program that is made available to multiple customers either on a license basis, or on a subscription basis, to enable the execution of certain common tasks or processes or business functions in a standardized way. This is the opposite of bespoke or custom software which is built to specifications to meet a customer's unique needs.
<b>Prompt</b>	A specific instruction, question, or input provided to an AI model to guide its generation of content.
<b>Prompt Engineering</b>	Prompt engineering is the process of writing, refining and optimizing inputs to encourage GenAI systems to create specific, high-quality outputs.
<b>Public Cloud</b>	A computing service model used for the provisioning of storage and computational services to the general public over the internet. Public cloud facilitates access to IT resources on a 'pay as you go' billing model.
<b>PUE</b>	See Power Usage Effectiveness
<b>R&amp;I</b>	Acronym for Research & Innovation
<b>Realization</b>	The revenue received by the company per utilized effort. Pricing varies by service and by market. Consequently, there can be changes in realization compared to a prior period, due to changes in the underlying business or geographic mix during the period.
<b>RECs/ GOs</b>	Renewable Energy Certificates / Guarantees of Origin are EACs used in different markets.
<b>Related Party Transactions</b>	Any transaction between a company and its related party involving transfer of services, resources or any obligation, regardless of whether a price is charged.
<b>Responsible AI</b>	Responsible Artificial Intelligence is an approach to developing, assessing, and deploying AI systems in a safe, trustworthy, and ethical way.
<b>Revenue</b>	The income earned by the company from operations by providing IT and consulting services, software licenses, and hardware equipment to customers.
<b>RFP</b>	Acronym for Request for Proposal, meaning a document that solicits proposal, often made through a bidding process, by an entity interested in procurement of IT services, to potential service providers to submit business proposals. An RFP is floated early in the procurement cycle and requested information may include basic corporate information and history, financial information, technical capability and estimated completion period, and customer references.
<b>Robotic Process Automation</b>	The use of software tools to automate high-volume, repeatable tasks that previously required humans to perform. RPA is best suited for relatively simple and stable processes. Dynamic changes in the environment require ongoing upkeep of the robots, diluting the economic benefit of the automation. Increasingly, customers are preferring cognitive automation over RPA.
<b>RPA</b>	See Robotic Process Automation
<b>Scope 1, Scope 2, Scope 3 emissions</b>	Green house gas emission accounting categories as per the Greenhouse Gas Protocol.
<b>Security Operations Center</b>	A Security Operations Center is responsible for protecting an organization against cyber threats. SOC analysts perform round-the-clock monitoring of an organization's network and investigate any potential security incidents.

<b>SEZ</b>	See Special Economic Zone
<b>Shareholder Payout Ratio</b>	The proportion of earnings paid to shareholders as a percentage of the company's earnings, i.e. Net profit attributable to shareholders of the company. Payout can be in the form of dividend and share buyback, including taxes thereon.
<b>Simplification</b>	The rationalization of IT architectures through consolidation of systems and elimination of redundant systems and layers. The primary purpose is to shrink the IT footprint and make operations leaner and more efficient.
<b>SOC</b>	See Security Operations Center
<b>Sole Sourced Contract</b>	Non-competitive agreements that allow a single vendor to fulfill the needs of the contractual requirements. These types of contracts can be won when the competitor set narrows down significantly and comes down to a single vendor discussion, given the nature of the client's solution requirements.
<b>Special Economic Zone</b>	In India, these are designated areas in which business and trade laws are different from the rest of the country, with various benefits and tax breaks to promote exports, attract investments, and create local jobs.
<b>STEM</b>	An acronym for education in the fields of science, technology, engineering and math.
<b>T&amp;M</b>	See Time and Materials Contract
<b>tCO2e</b>	Acronym for tonnes of carbon dioxide equivalent
<b>TCS Pace™</b>	A brand promise that represents the way TCS channels its domain knowledge and organizational units – business and technology services, industry solutions units, and the research and innovation organization – into internal and external co-innovation programs.
<b>TCS Pace Port™</b>	Physical spaces where TCS Pace can be experienced. These spaces are close to academic and start-up hubs, and enclose innovation showcases, Agile workspaces and think spaces. They encourage brainstorming, design thinking and collaborative innovation with internal and external partners.
<b>TCV</b>	See Total Contract Value
<b>Time and Materials Contract</b>	A form of services contract where the customer is billed for the effort (in hours, days, weeks, etc.) logged by the project team members. Project risk is borne by the customer. This contrasts with Fixed Price Contracts.
<b>Total Contract Value</b>	An aggregation of the value of all the contracts signed during a period and a useful indicator of demand, and near-term business visibility.
<b>Turnkey Contracts</b>	See Fixed Price Contracts
<b>Unearned and Deferred Revenue</b>	For invoices raised in line with agreed milestones for services yet to be delivered. In other words, it is the amount that has been invoiced although the underlying effort is yet to be expended.
<b>UPS</b>	Acronym for Uninterruptible Power Supply. It is an electrical device that combines surge protection with a battery back-up.
<b>Vendor Consolidation</b>	A strategy to reduce costs and the overheads of managing a large number of vendors. Usually entails aggregating work currently outsourced to many small providers, and transferring it to a smaller, select set of winning bidders. Besides cost reduction, clients use this to reduce complexity and accelerate their cloud transformation journeys. Selecting a single strategic partner with end-to-end capabilities to maintain the legacy estate and support the modernization drives efficiency, accountability and speed.
<b>VFD</b>	Acronym for Variable frequency drive. It is used to regulate the electrical frequency (Hz) of the power supplied to a chiller so that the compressor speed and condenser fan speed (air-cooled chillers only) can be controlled.
<b>Virtual Reality</b>	Artificial, computer-generated simulation or recreation of a real-life environment or situation. It engages users by offering simulated reality experiences firsthand, primarily by stimulating their vision and hearing.
<b>Virtualization</b>	The abstraction of IT resources – like a server, client, storage or network – that masks the physical nature and boundaries of those resources from the users of those resources.
<b>Voluntary Attrition</b>	Refers to reduction in workforce resulting from employees willingly leaving the organization to pursue other opportunities, spend time with family, or for some other personal reason.
<b>VR</b>	See Virtual Reality
<b>VRF</b>	Acronym for Variable refrigerant flow. Variable refrigerant flow is an air-conditioning system in which multiple indoor units and a single outdoor condensing unit are available. It is precisely the system's capability that helps to control the amount of refrigerant flowing to the indoor units.
<b>XR</b>	Extended reality, an umbrella term that covers augmented reality, virtual reality and mixed reality.
<b>Y-o-Y</b>	Year-on-Year
<b>ZWL</b>	Zero Waste to Landfill- It is a specific goal that can be independently verified. The common interpretation means that at least 99 percent of generated waste is diverted away from landfill, i.e. all waste produced is either reused, recycled, composted, or sent to energy recovery.
<b>Fixed Price Contracts</b>	A form of services contracts where the vendor takes a turnkey responsibility for delivering a solution for a certain price and within a mutually agreed timeframe. The customer is billed on completion of key project milestones and related deliverables. This arrangement gives the vendor considerable flexibility in the staffing and execution of the project. On the other hand, it also means bearing the project risk.

Disclaimer: This glossary is intended to help understand commonly used terms and phrases in this report. The explanations are not intended to be technical definitions. If explanations provided here are found to be different from what is described in the Company's periodic financial statements (not limited to Notes to Accounts), then the definition provided in the certified financial statements will prevail.

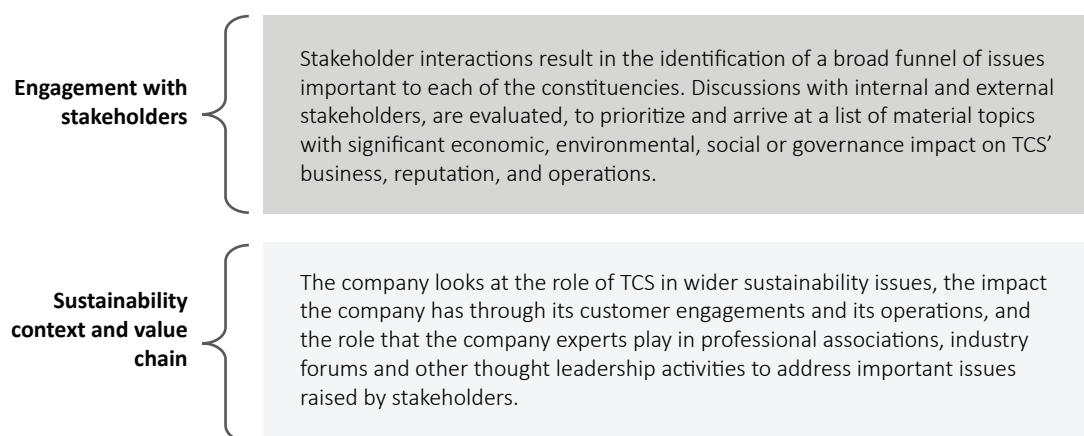


# Sustainability Disclosures

## Stakeholder Engagement and Identification of Material Topics<sup>1</sup>

TCS conducts periodic materiality assessments to update the list of material topics. The key elements of that assessment include:

### Key Elements of Annual Materiality Assessments:



<sup>1</sup>GRI 3-1

# TCS ESG Principles, Material Topics and Initiatives<sup>2</sup>

 Environment	 Social	
<p><b>Material Topics</b></p> <p><b>Climate Change (I)</b></p> <p><b>Principle</b></p> <p>TCS' environmental stewardship rests on four pillars: carbon footprint mitigation, water conservation and recycling, waste reduction and recycling, and preserving biodiversity.</p> <p><b>Key Themes</b></p> <ul style="list-style-type: none"> <li>• Energy management</li> <li>• GHG emissions</li> <li>• Water management</li> <li>• Waste management</li> <li>• Biodiversity</li> </ul> <p><b>Targets</b></p> <ul style="list-style-type: none"> <li>• Reduce absolute Scope 1 and Scope 2 greenhouse gas emissions by 70% by 2025 over a 2016 base year.</li> <li>• Net-zero emissions by 2030.</li> <li>• 3% YoY reduction in freshwater consumption across owned campuses.</li> <li>• Reduction in waste generation, maximizing recycling / reuse to divert waste sent to landfill.</li> <li>• Committed to Tata Aalingana program</li> </ul> <p><b>Initiatives</b></p> <ul style="list-style-type: none"> <li>• Natural Capital: Page 24, 25</li> <li>• BRSR: Pages 149 to 159</li> </ul>	<p><b>Material Topics</b></p> <p><b>Business Sustainability (I)</b></p> <p><b>Principle</b></p> <p>TCS takes a long-term view, building deep client relationships, and nurturing them, which leads to mutual growth and sustainable outcomes.</p> <p><b>Key Themes</b></p> <ul style="list-style-type: none"> <li>• Economic performance</li> <li>• Demand sustainability</li> <li>• Investments in capability development</li> </ul> <p><b>Targets</b></p> <ul style="list-style-type: none"> <li>• Maintain a financially strong, viable business that is able to adapt to changing technology landscapes, stay relevant to customers and profitably grow its revenues consistently.</li> </ul> <p><b>Initiatives</b></p> <ul style="list-style-type: none"> <li>• Letter from the CEO - Pages 8 to 10</li> <li>• Financial Capital – Pg 16,17</li> <li>• Intellectual Capital – Page 20,21</li> <li>• MD&amp;A – Strategy for Sustainable Growth, Enabling Investments- Pages 70 to 72</li> </ul> <p><b>Material Topics</b></p> <p><b>Employee wellbeing and engagement (I)</b></p> <p><b>Principle</b></p> <p>TCS is committed to providing a safe and healthy work environment to its employees, business associates and other stakeholders.</p> <p><b>Key Themes</b></p> <ul style="list-style-type: none"> <li>• Occupational Health and safety (OH&amp;S)</li> </ul> <p><b>Targets</b></p> <ul style="list-style-type: none"> <li>• Adopt measures and processes that focus on the prevention of occupation-related accidents, injuries, illnesses, and near misses.</li> <li>• Eliminate hazards and reduce OH&amp;S risks.</li> <li>• Providing safe workplaces and inculcating safe work practices among employees and contractors.</li> </ul> <p><b>Initiatives</b></p> <ul style="list-style-type: none"> <li>• MD&amp;A – Page 74</li> </ul>	<p><b>Material Topics</b></p> <p><b>Talent Management (I)</b></p> <p><b>Principle</b></p> <p>TCS is invested in its people for the long term, supporting them to build the meaningful careers they aspire to.</p> <p><b>Key Themes</b></p> <ul style="list-style-type: none"> <li>• Talent Acquisition</li> <li>• Talent Development</li> <li>• Employee Engagement</li> <li>• Talent Retention</li> <li>• Competitive Compensation</li> </ul> <p><b>Targets</b></p> <ul style="list-style-type: none"> <li>• Attract, develop, motivate and retain diverse talent, that is critical for the company's continued success.</li> <li>• Maximize the potential of every employee by creating a purpose-driven, inclusive, stimulating, and rewarding work environment, delivering outstanding employee experience, while fuelling business growth.</li> </ul> <p><b>Initiatives</b></p> <ul style="list-style-type: none"> <li>• MD&amp;A – Pages 72 to 74</li> </ul> <hr/> <p><b>Material Topics</b></p> <p><b>Diversity, Equity and Inclusion (I)</b></p> <p><b>Principle</b></p> <p>TCS nurtures and strengthens a diverse, inclusive and equitable culture, where each individual feels seen and heard, and their contributions respected and valued.</p> <p><b>Key Themes</b></p> <ul style="list-style-type: none"> <li>• Diversity, Equity and Inclusion (DEI)</li> </ul> <p><b>Targets</b></p> <ul style="list-style-type: none"> <li>• Embrace diversity in race, nationality, ethnicity, gender, age, physical ability, neurodiversity, and sexual orientation to create a workforce that contributes in more ways than one to the societies the company works within.</li> <li>• Global DEI policy that prohibits discrimination against any diverse identity group.</li> </ul> <p><b>Initiatives</b></p> <ul style="list-style-type: none"> <li>• MD&amp;A – Page 74</li> </ul>

\* Boundary of Impact for Material Topics : Internal (I), External (E)

MD&A: Management Discussion and Analysis, CG: Corporate Governance Report, BRSR: Business Responsibility and Sustainability Report

<sup>2</sup>GRI 3-2, GRI 3-3

 Governance
**Material Topics****Local Communities (E)****Principle**

TCS' vision is to empower communities by connecting people to opportunities in the digital economy.

**Key Themes**

- Local communities
- Education and skill development
- Job creation
- Taxes payable in different regions
- Environmental stewardship
- Supplier Social and Environmental Assessment

**Targets**

- Build inclusive, equitable and sustainable pathways for all, with a special focus on youth, women, and marginalized communities.
- Comply with relevant tax laws and obligations in all the jurisdictions TCS operates in and accordingly pay its fair share of taxes in respective countries.

**Initiatives**

- Social Capital – Page 23
- Natural Capital – Page 24, 25
- CG – Tax Strategy- Page 95
- BRSR – Page 143, 160
- Financial Statements – Income Taxes – Pg 224 to 228, country wise income taxes – Pg 304 to 306

**Material Topics****Technology enabling Building greater futures (E)****Principle**

TCS engages with clients and partners to help shape their journeys to more sustainable and future-fit businesses that thrive within an ecosystem.

**Key Themes**

- Sustainability Services and Offerings

**Targets**

- Help enterprises use the power of technology and innovation to pioneer new sustainable opportunities, take an ecosystem-led approach to build greater futures.
- Built a co-innovation network comprising of academia, startups, and business partners, focusing on social innovation and sustainability initiatives that impact people at the grassroots.

**Initiatives**

- Intellectual Capital – Page 22, 23
- BRSR – R&D and Capex spend – Page 135
- MD&A – Enabling Investments – Pages 70 to 72

**Material Topics****Corporate Governance (I)****Principle**

TCS' philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders.

**Key Themes**

- Governance Structure and composition
- Independence of the Board and Minority Interest
- Avoidance of conflict of interest
- Board oversight
- Disclosure and Transparency
- Enterprise Risk Management
- Succession Planning
- Remuneration Policy

**Targets**

- Strong governance at board, executive and management levels through compliance committees and compliance working groups
- Effective internal controls to comply with regulations, keep a check on unlawful and fraudulent activities and internal audits to provide compliance assurance.
- Empowering employees and creation of deep leadership bench for succession planning
- Design remuneration policy to create a high-performance culture, and compliant to local regulations.

**Initiatives**

- CG – Pages 93 to 96, 102, 106 to 108
- MD&A – Internal Financial Control Systems and their adequacy – Page 88, ERM – Pages 78 to 87

**Material Topics****Ethics and Integrity (I)****Principle**

TCS' core values are: Leading Change, Integrity, Respect for the Individual, Excellence, Learning and Sharing.

**Key Themes**

- Value, Ethics and Culture
- Compliance

**Targets**

- Maintain board, management accountability and drive corporate ethics, values and sustainability.
- Monitor compliance with laws of the countries in which the company operates, as well as global legislation.

**Initiatives**

- CG – Page 94, 95

**Material Topics****Data Privacy (E)****Principle**

- To ensure data protection of stakeholders
- To make TCS reliable, resilient and immune to existing and evolving volatile environment of constant changes, accidents, attacks and failures.

**Key Themes**

- Data Privacy
- Cyber Security

**Targets**

- Ensure controls and robust risk response mechanisms to protect personal data in the TCS ecosystem and also in customer engagements.
- Protect all information and assets that TCS owns or is responsible for; thus, ensuring an efficient, safe and secure working environment for TCS and its customers.

**Initiatives**

- BRSR – Pages 164 to 166

## TCS Climate Related Disclosures

In FY 2023, TCS' climate related disclosures were aligned to the Taskforce for Climate-related Financial Disclosures (TCFD). Subsequently, TCFD fulfilled its remit and was disbanded in October 2023.

The International Sustainability Standards Board (ISSB) released IFRS S2, Climate-related Disclosures, in January 2024, which is aligned with the recommendations of TCFD. This year, TCS has disclosed information related to climate-related risk and opportunities aligned with IFRS S2. IFRS S2 applies to disclosure of (1) climate related risks (physical and transitional), to which the entity is exposed and (2) climate related opportunities available to the entity.

The disclosure requirements in IFRS S2 are structured around the core content related to the following sections:

Section 1: Governance

Section 2: Strategy

Section 3: Risk Management

Section 4: Metrics and Targets

Each of the above topics are addressed below.

### **Section 1: Governance**

TCS has a Board level Stakeholder Relationship Committee (SRC) that oversees different aspects of climate-related risks and opportunities.

### **Stakeholder Relationship Committee (SRC)**

- The SRC is chaired by an independent director and comprises of 3 members including the CEO. It reviews the climate change strategy, approach, and performance of the organization with respect to sustainability and climate change.
- The SRC formally meets twice every year to review policies and sustainability performance, including climate change and carbon performance. The board oversight helps drive the program effectively with greater accountability.
- The CEO, as a part of the SRC, is directly responsible for the efficient operations of the facility and hence is better able to review performance and drive improvement. The updates are provided by the Chief Human Resources Officer (CHRO) and is supported by the Head- Environmental Sustainability, Health and Safety (ESHS) who oversees the environment and climate change implementation at the organisation.
- TCS' carbon reduction goal to reduce its absolute greenhouse gas emissions across Scope 1 and Scope 2 by 70% by 2025 (over 2016 base year), and to achieve net zero emissions by 2030, was reviewed and approved by the committee.
- Statement by Senior management: Refer page number 132 in BRSR for N G Subramaniam, COO & Executive Director's statement.
- During the half yearly meetings, the SRC monitors the progress towards the carbon targets and the carbon reduction initiatives that have been implemented and planned.

### **Competency:**

TCS has a competent team working on Environmental Sustainability. TCS' Head- Environmental Sustainability, Health, and Safety (ESHS) is a Doctorate in Environmental Science and Engineering and has over 30 years of post-doctoral experience in environmental sustainability and climate change. The ESHS team has recruited professionals who have the requisite qualification and experience in climate change and environmental sustainability. The team has undergone training in advanced topics and regularly participates in external training programs and sessions on the emerging frameworks and regulatory requirements around climate change.

TCS is also a member of the Confederation of Indian Industries (CII) and National Association of Software and Services Companies (NASSCOM), and the company participates as panelist, assessor, or speaker in their training and capacity building workshops on climate change with the perspective of spreading know-how on ESG, climate change mitigation and adaptation strategies among other industries.

**Remuneration:** Refer page number 103 for information on remuneration of the Board members.

Apart from the SRC, TCS also has the Risk Management Committee (RMC) that is responsible for risk management oversight at the corporate level.

### **Risk Management Committee (RMC)**

- The RMC is chaired by an independent director and comprises of 5 members including one additional independent director, 2 executive directors, i.e. CEO, COO, and one company executive, CFO.

- The RMC formulates, monitors, and reviews the company's risk management policy.
- Climate change risks and opportunities are covered under the strategic and operational risks for the Company and are reviewed in the RMC committee meetings.

## Section 2: Strategy

Climate related risks continue to challenge businesses in every possible way, sometimes amplifying existing risks. Not only is their nature evolving, but their speed of impacting the organisation's operations is also increasing. Operating in an uncertain and ever-changing environment, TCS' global operations bring in considerable complexities and TCS' robust enterprise risk management framework aids in ensuring the strategic objectives are achieved. This framework enables risk identification for short, medium, and long term, risk assessment, risk response planning and actions, risk monitoring and overall risk governance.

### Climate-related risks and opportunities

Refer to the MD&A section on page number 86 of the TCS Integrated Annual Report for identified climate-related risk and opportunities that could reasonably affect TCS' prospects. The section includes the company's adaptation methodology which will be implemented over following time horizons:

Time-horizon	From (years)	To (years)
Short-term	0	5
Medium-term	5	10
Long-term	10	Beyond 10

Below is a brief description of TCS' approach and identification of climate-related risks and opportunities.

Climate related R&O	TCS Approach
Current regulation	Regulations undergo frequent changes and, to accommodate such changes, the company must be aware and responsive. In India operations, TCS must comply with all the environmental consent conditions around emissions, water discharge, waste recycling etc. These regulations are included in TCS' risk assessment as compliance risk and thereafter integrated into its mitigation plans. The company also reports to the Securities and Exchange Board of India (SEBI) mandated BRSR framework, which includes non-financial indicators and is a part of this Integrated Annual report. This year as per BRSR reporting requirements, TCS is also undergoing reasonable assurance for the core indicators of BRSR.
Emerging regulation	Emerging regulations including carbon taxes (coal or fossil fuel taxes leading to escalation in the electricity tariff), mandatory energy audits are examples which are likely to impact the company. Regulations around procurement of renewable energy, which is a key driver of the company's climate change mitigation plan, is also ever evolving in all major geographies. TCS keeps a close watch on the emerging regulations and plans its organizational sustainability strategy and roadmap to adapt to those changes.
Technology	With more energy efficient and eco-friendly building and IT equipment coming in the market, keeping TCS' offices eco-efficient is an ongoing process wherein the company evaluates the technology and suitability and work on a phaseout plan to move to the new more efficient technology. These are considered as operational risks and opportunities which drive the company to make its infrastructure more climate resilient.
Legal	TCS tracks environmental legal compliance (air emissions, water discharges, waste management and others) on periodic basis and have a very robust internal compliance management system to identify and comply with all legal requirements of current, amended and new regulations. While the possibility of a litigation risk is very low, climate change impacts can pose few risks indirectly to TCS.
Market	Climate change is driving a lot of changes in the company's customer behaviour, thus creating new markets and new opportunities, giving TCS an opportunity to partner with them in their climate change mitigation journey by providing solutions, services, and process automation which helps in emission reduction.
Reputation	Reputational risk is relevant to the company as the investor and customer community is becoming increasingly aware of climate change related issues. It is important to demonstrate leadership in climate action to maintain reputation. Climate risks are hence included as strategic risks which is reviewed by leadership to position the company better in the market. This information is required to respond to CDP supply chain module and various customer surveys on sustainability like Dow Jones Sustainability Index, EcoVadis, MSCI, Sustainalytics, etc. Hence performing well in these ratings/scorings is very crucial in maintaining the market reputation which the organization holds.
Acute physical	Acute physical risks associated with extreme weather events is relevant as TCS has substantial operations in coastal cities in India which are exposed to extreme weather events like heavy precipitation, flood, and cyclones. E.g., The company's offices located in coastal cities like Chennai, Bhubaneshwar, Kolkata, Kochi are exposed to physical risks from cyclonic events and therefore adequate mitigation plans are in place.

Climate related R&O	TCS Approach
Chronic physical	Despite the Paris Agreement and global climate action, global warming continues unabated. Having presence in many major cities across the world, TCS is subject to climate change related chronic physical impacts like change in precipitation pattern, with resultant effects like drought or flood. Also, with TCS's presence in few coastal cities, rise in sea level and related impacts like land submergence, saltwater intrusion, disruption to network and communication systems are more likely. These risks are long term and included from perspective of planning appropriate infrastructure. TCS has set targets to reduce carbon emissions (scope 1 and 2) by 70% in 2025 compared to 2016 base year and achieve Net Zero by 2030. These are aligned with the global goals taken under the Paris agreement to fight global warming by keeping the planet's temperature below 1.5 degrees Celsius. TCS has reduced its absolute carbon footprint across Scope 1 and Scope 2 by 80% in FY 2024 over a baseline of 2016, exceeding TCS' target achievement by 10%, one year ahead of time.

### Business model and value chain

TCS' business model and value chain includes its customers and suppliers. The sustainability and climate related transition risks are covered here along with some mitigation plans.

**Customers:** TCS is an IT services and business solution provider company working mostly with Fortune 1000 or Global 2000 corporations and the public sector. The customer perception around climate change risks has strengthened, especially in the major markets, and this is reflected in the increasing customer requests on climate change performance through platforms like CDP, SBTi commitment, RFPs. These all show how adapting to changing customer behaviour around climate change is crucial for business continuity.

TCS' stakeholders, especially its customers and employees look at it as a responsible corporate citizen when it comes to climate action. The company's efforts in this domain have been recognized through ESG ratings and CDP ratings / climate change performance (carbon reduction against targets, % renewable energy). In an event, if TCS is unable to meet its climate change commitments, it can lead to a negative impact on its brand and reputation, as well as ESG ratings. A failure to meet the targets, customer expectations or evolving regulatory requirements could also potentially affect its market capitalization. TCS ensures that these risks are identified at an early stage and work on mitigation and improvement plans.

The company also has a robust business continuity plan. It is an end-to-end framework that effectively manages through defined policy, procedures, guidelines and through in-house developed tools that support planning and communication with all stakeholders. The framework is fully compliant and certified to ISO 22301:2019, CMMI-SVC and is integrated with TCS quality management system for consistent deployment across the organization. TCS also has Emergency Preparedness Plans (EPP) for disasters such as earthquake, floods, cyclones etc in its internal portal. The plan outlines the responsibilities of action owners, plan description including precautions to be taken, evacuation procedures and post incident action plan which would need to be followed at locations facing the emergency scenario.

**Suppliers:** Towards ongoing sustainability assessment, TCS launched its Supplier Sustainability Assessment Platform in FY 2023 and initiated on-boarding of its top supply chain partners. Through this platform, TCS plans to support its suppliers with engagement and guidance to help them improve their sustainability performance. In FY 2024, the company has successfully assessed 17% of its value chain partners (by spend) for sustainability criteria. These efforts ensure that all suppliers who form upstream part of the value chain are assessed for sustainability and climate risks.

### Strategy and decision-making

Climate-related risks and opportunities have influenced TCS' strategy in the following ways:

Area	Description of influence
Products and services	As TCS' customers respond to climate change actions, the company is seeing opportunities to provide technology-led solutions to help them achieve their sustainability goals. The change in technology consumption reflects the prevailing trends in the economy. Recent events have accelerated digital adoption, put the spotlight on supply chain resilience and added urgency to the sustainability imperative. Each of these represents an opportunity that can contribute towards the growth of not just as one company, but of the ecosystem. TCS leveraged its deep expertise in IoT, advanced analytics, and machine learning to come up with a suite of offerings in this space, including intellectual property such as Clever Energy™, IP2™, and TCS Envirozone™. Clients across industries are engaging us to develop innovative technology led solutions to reduce energy consumption, or to measure and track green-house gas emissions across their end-to-end supply chain, reduce their carbon footprint, reduce waste and promote recycling.

Area	Description of influence
Supply chain and/or value chain	Supply Chain sustainability through responsible sourcing is one of the risk mitigations that TCS has identified under its sustainability risk. TCS's Green Procurement policy outlines its commitment to making its supply chain more responsible and sustainable. Energy efficiency is one of the major procurement considerations in all the company's IT assets procurement as this is directly correlated with its emission profile. Climate related risks play a very important role in supply chain engagements, and TCS is working with its suppliers to bring in improvements in overall supply chain sustainability related aspects. As mentioned in the previous section on suppliers, TCS has launched the supplier sustainability assessment platform to facilitate improvements in the supply chain through evaluation and assessment of suppliers.
Investment in R&I	TCS' investments in R&I have resulted in solutions like Envirozone™, Clever Energy and IP2™. TCS has been using Clever Energy for the last several years to monitor and help reduce its energy consumption and is now commercially selling it and the other two solutions to clients to help them achieve their sustainability goals. Additionally, TCS has been investing in building green campuses (IGBC certified). These initiatives have enabled reduction of carbon footprint
Operations	Climate Change risks play an important consideration in TCS' operations. TCS has created an environmentally sustainable approach by creating green policies, processes, frameworks, and infrastructure. The company's campuses are designed to withstand extreme weather events and the business continuity plans are tested periodically to ensure continued operations without any disruption. Green buildings, efficient operations, green IT, the use of renewable energy to reduce carbon footprint; adoption of newer technologies and methods to manage waste in line with circular economy principles are integral to business operations. These all help the company in achieving its emission reduction targets and journey towards Net Zero by 2030.
Direct costs, Capital expenditures, Capital allocation assets	Climate risks and opportunities are one of the factors while making financial considerations especially while making investments in offices, equipment, and renewable energy production. Investment in these areas constitutes a substantial share of the company's overall capital investment. Major investments are in green buildings, roof top solar and other energy efficiency initiatives. Refer BRSR section, Principle 6, page number 152, 153 for more details on the initiatives that also help the company to position itself as leaders in the climate domain hence contribute substantially to its market value.

#### Financial position, financial performance, and cash flows

#### Substantive financial or strategic impact of Risk Assessment:

Climate risks like business disruption, changing regulatory landscape, acute physical stress and transition risks are identified, prioritized, assessed and managed by the ERM team. Anything with the potential to disrupt regular operations by more than 10% and triggers Business Continuity Plans at the sites is considered as substantial. The financial risk exposure is calculated considering the following quantifiable indicators - (1) Proportion of business units affected OR percentage of operations impacted; (2) Probability of occurrence of extreme climate related events, and 3) the impact potential at the affected locations based on size of operation. In any given year the overall potential financial impact due to an extreme weather event is considered as 0.75% of the revenue. TCS considers a risk tolerance of 10% of the exposure for climate related risks and considered as substantive. Based on the severity and the risk exposure, the appropriate risk response is finalized, and mitigation actions are assigned to relevant functions.

The company has identified the following climate-related risks with the potential to have a substantive financial or strategic impact on the company's business:

- a. **Risk of impact on direct operations:** TCS has large operations based out of offices in coastal cities which have a high exposure to extreme weather events like high rainfall, cyclones, rise in sea level, etc. During FY 2024, there were no major cyclones that effected the company's campuses. However, earlier event like Cyclone Amphan led to damages in its Kolkata, India campus specifically to the rooftop solar PV installations, solar water heater panels, roof mounted HVAC components, HRW electrical panel room, energy bin of biogas chamber, apart from multiple water leakages at basement and many other external physical damages. This indicates the increased severity and frequency of extreme weather events such as cyclones and floods and the impact these can cause directly on the operations. TCS accounts for such risks at design stage through cyclone and flood water resistance considerations while constructing new buildings. For greenfield projects, the building structure is designed (a) for seismic load as per IS 1893 (Part-1) 2016; Amendment No:2-2020 and (b) for wind speeds as per IS 875 codes.

TCS has a strong business continuity plan (critical business operations can be shifted to another city/country/geography) and therefore these physical risks will not affect the business operations significantly, except for the financial implications related to infrastructure damages (if any). Hence the potential financial impact due to physical damage because of extreme weather events is calculated as a percentage of revenue using a risk factor, which in turn is arrived through the company's risk assessment exercises. The potential financial impact will be 0.75% of the revenue which comes to approximately ₹ 1,807 crores or US\$218 million.

- b. **Risk of increase in capital expenditure:** TCS is an IT services, consulting, and business solutions organization with a presence across multiple geographies, industries, services and products. Being one of the frontrunners in ESG performance, in 2021, the company has taken up ambitious carbon targets as mentioned in previous sections and have also achieved its near-term targets 2 years ahead

of timelines. In FY 2024, TCS has further brought down its Scope 1 and Scope 2 emission by 80% over base year 2016. This was despite increased electricity consumption in FY 2024 from employees' return to office and addition of new offices to the reporting boundary. Apart from organizational level commitments, the emerging regulations also motivate TCS to transition towards low carbon business. TCS will need additional CAPEX and OPEX to ensure compliance. The company has envisaged this as a risk, and is developing greener solutions and transitioning to renewable energy. In FY 2024, RE accounts for **74%** of total energy and have increased percentage of green tariff.

- i. TCS' new campuses are designed according to green building standards for energy and resource efficiency to reduce the carbon footprint. The company invests in energy efficiency initiatives taking into consideration a payback period of 4-5 years. It is also retrofitting its older buildings with energy efficient equipment.
  - ii. TCS' IoT-based Real-time Energy Management System (TCS Clever Energy™) initiative that involves real time monitoring to optimize the operational energy efficiency is used across all offices. This smart, scalable, analytics driven IoT solution uses TCS Connected Universe Platform (TCUP) IoT platform, which forms the backbone enabling visualization of data acquired from various locations and facilities' energy meters and sensors.
  - iii. While the above initiatives were carried out across TCS India campuses, focus towards achieving Net Zero is also driven through carbon neutrality across Scope 1 and Scope 2 emissions in North America, UK and Ireland, Europe, Asia Pacific, Japan, Latin America, and Middle East & Africa.
- c. **Risk of Impacting Reputation and Brand Value:** TCS is an IT services company working mostly with Fortune 1000 or Global 2000 corporations and the public sector. The customer perception around climate change risks has strengthened, especially in the major markets, and this is reflected in the increasing customer requests on climate change performance through platforms like CDP, SBTi commitments, RFPs and other surveys/ questionnaires. Thus, in an event if TCS is unable to meet its climate change commitments, it can impact the company's brand and reputation, as well as international ESG ratings. The risk due to the same is realized in terms of the company's brand value and the risk is estimated as 0.1% of the same. In FY 2024, TCS brand value rose to US\$19.2 billion (Source: Brand Finance). Hence, the potential financial impact due to this risk is estimated at US\$19.2 million. To mitigate these impacts, the company has undertaken many initiatives to mitigate its environmental impact which includes green building design, energy efficient building and IT infrastructure, and transition to renewable energy. All the stakeholders are well informed about TCS' climate change performance through its external disclosures which helps to minimize the reputational risks.

TCS has identified the following climate-related opportunities with the potential to have a substantive financial or strategic impact on its business:

- i. TCS has a large building footprint with its campuses alone covering more than 38 million sq. ft area in India. Out of this, over 67.3% of its buildings are certified to IGBC Green Building standards. TCS has steadily increased its portfolio of green buildings, thereby ensuring energy efficiency in its buildings and reducing both emissions and operating expenditures. Apart from this, the company is also working on improving and upgrading its energy efficiency in existing buildings. Few years back, TCS India took up a major project to change the luminaires to LEDs across its locations which contributed towards significant energy savings. Major retrofits were carried out at some locations with legacy infrastructure to improve the efficiency levels. The TCS Remote Energy Management and Control program witnessed rapid scaling up and further maturity during the year by leveraging IoT platform to acquire asset (chillers, air handling units, etc.) level data which is analyzed to improve asset efficiency and operations. The data center PUE (weighted average) of 1.70 was achieved for the corporate data centers at Mumbai and Chennai. In FY 2024, TCS has achieved a saving to the tune of 16,301 MWh due to energy saving initiatives. (This includes HVAC energy efficiency projects, UPS based energy efficiency projects, expansion in green buildings and real time monitoring of energy efficiency). TCS uses multiple energy sources in its daily operations, electricity being the primary source. Majority of the electricity comes from conventional sources, but TCS has increased the share of renewable electricity (RE) over the years through onsite rooftop solar generation, third party procurement and purchase of Energy Attribute Certificate (EAC) (in select geographies). The RE consumption as a percentage of total electricity consumption has increased from 15.6% in FY 2021 to 74% in FY 2024. TCS' owned roof top solar projects contribute 3 % of the same. Apart from roof top solar photo voltaic installations, TCS increased the renewable energy procurement through a switch over to green tariffs for operations and open access power purchase agreements (PPA).
- ii. TCS is looking at developing solutions that respond to changing consumer behaviour. Through its Connected Marketing team, TCS uses sustainability in the social media perspective to better understand the 'green' needs of its consumers, and to also see how consumers are reacting to the new green products that have been introduced. Changing consumer behaviour and expectations are most reflective in the power utility space. Towards this area, TCS has developed several strategic partnerships, towards thought-leadership development and solution enhancement (Example: Smart Power and Smart Energy are key solution areas of TCS' Utilities Industry Unit).

### **Climate Resilience**

A brief description of the resilience of the organization's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.

Climate related scenario	Parameters, assumptions, analytical choices
Transition scenarios IEA B2DS	<p>The climate change scenario analysis conducted for TCS takes a multi-level approach to identify climate risk and opportunity hot spots, interdependencies, and interaction with global macro trends. The top-down analysis of the macro environmental trends that will impact the company at global level included,</p> <ul style="list-style-type: none"> <li>a) nature loss and ecological degradation,</li> <li>b) resource scarcity and driving value chain innovation,</li> <li>c) changing customer and workforce preferences,</li> <li>d) the rise of extreme weather,</li> <li>e) increasing regulations, pricing and disclosure of externalities,</li> <li>f) digitalization and prevalence of infectious diseases and</li> <li>g) rising incomes.</li> </ul> <p>Detailed analysis was conducted of material climate change transition risks and opportunities across value chain and assessment of interdependencies between climate risks and opportunities including identification of areas of potential magnification and hedge opportunities. The key value driver analysis assesses climate risks and opportunities across 3 stages of the value chain including a) Supply Chain (input supplies costs, disruption and access to supplies) b) Operations (carbon costs, operating costs, insurance/ damage costs due to disruption of operation) and c) End Markets (demand for low carbon services/ products, market share and competition). In the transition scenario, the IEA B2DS approach has been selected as its more conservative scenario. The inputs included those from Intergovernmental Panel for Climate Change (IPCC) reports, the Nationally Determined Contributions (NDCs), the Sustainable Development Goals (SDGs) and Government of India plan on energy efficiency and solar energy. The assumptions used in the analysis also considered the anticipated growth of TCS over the years and increased energy demand. Changing customer behaviour and carbon costs are assessed as a transition risk to TCS with a growing number of jurisdictions at regional and national level planning to implement a carbon tax or emission trading scheme.</p>
Physical climate scenarios RCP 8.5	<p>The climate change scenario analysis conducted for TCS takes a multi-level approach to identify climate risk and opportunity hot spots, interdependencies, and interaction with global macro trends. The top-down analysis of the macro environmental trends that will impact the company at global level included,</p> <ul style="list-style-type: none"> <li>a) nature loss and ecological degradation,</li> <li>b) resource scarcity and driving value chain innovation,</li> <li>c) changing customer and workforce preferences,</li> <li>d) the rise of extreme weather,</li> <li>e) increasing regulations, pricing, and disclosure of externalities,</li> <li>f) digitalization and prevalence of infectious diseases and</li> <li>g) rising incomes.</li> </ul> <p>Detailed analysis was conducted of material climate change physical risks and opportunities across value chain and assessment of interdependencies between climate risks and opportunities including identification of areas of potential magnification and hedge opportunities. The key value drivers' analysis assesses them across 3 stages of the value chain including a) Supply Chain (input supplies costs, disruption and access to supplies) b) Operations (carbon costs, operating costs, insurance/ damage costs due to disruption of operation) and c) End Markets (demand for low carbon services/ products, market share and competition) The physical risk is assessed using the RCP 8.5 scenario. The RCP 8.5 scenario takes a global warming between 3-4 degrees above pre-industrial levels which is a conservative scenario and helps TCS understand the worst-case climate impacts on its operations. The inputs included IPCC reports, the NDCs, the SDGs and Govt. of India plan on energy efficiency and solar energy. The assumptions used in the analysis also considered the anticipated growth of TCS over the years and increased energy demand. Few strategies to mitigate physical risks of climate change include:</p> <ol style="list-style-type: none"> <li>1) A robust Business Continuity Plan (BCP) to respond to climate events</li> <li>2) Investments in climate resilient infrastructure (for cyclone, floods).</li> </ol>

### Section 3: Risk management

At TCS, the Corporate Risk Office, led by the Chief Risk Officer, is responsible for driving Enterprise Risk Management (ERM) across all functions in line with TCS Global Risk Management Policy. Refer the MD&A section on page numbers 78, for details on how ERM is driven across the company on all topics, including climate related risks and opportunities. The company also considers evolving concepts, trends, policies, customer requirements, regulations, and climate scenario analysis to identify Risk & Opportunities. The company also considers international guidelines/frameworks like GRI, SASB, and CDP for Risk & Opportunity drivers.

**Risk Assessment Methodology:** Refer the MD&A section page number 79 of the TCS Integrated Annual Report for information on Enterprise Risk Management process followed at TCS.

All climate-related risks are embedded into entity's overall risk management process. TCS has an internal application where identified risks are baselined at the beginning of the year, tracked quarterly and updated with relevant progress. Each risk has an expiry date. Each risk owner responds with the progress and at the end of the financial year ensures closing of the risk.

#### **Section 4: Metrics and targets**

##### **Climate related metrics**

- a. **Climate-related metrics** – Scope 1,2 and 3 greenhouse gas (GHG) emissions in metric tons of CO2 equivalent are disclosed on page number 152, 158 of the BRSR report. The emissions are in accordance with the GHG Protocol Corporate Accounting and Reporting Standards. TCS has a robust environmental sustainability tool where all relevant environmental data are collected monthly, validated, and internally assured periodically across geographies. All locations within the operational control of TCS are included in the boundary of environmental data reporting (consolidated accounting group as per IFRS-S2). GHG emission factors are used from the latest version of IEA, DEFRA, USEPA, GHG Protocol All Sector Tools and regional sources for specific geographies (e.g. CEA for India) to estimate the GHG emissions. The approach, inputs and assumptions are detailed on Page number 152, 158 as part of the BRSR section. The carbon emission data is independently assured by external assurance providers at the end of the financial year. In FY 2024, scope 1 and 2 emissions have undergone reasonable assurance and scope 3 has been subject to limited assurance by KPMG. TCS reports its scope 1, 2 and 3 emissions in the Integrated Annual Report and in CDP (Climate change) disclosures.
- b. **Climate-related transition risks**—Business activities vulnerable to climate-related transition risks;- Refer section Sustainability Risks- Climate change and Environmental aspects (R & O), page number 86.
- c. **Climate-related physical risks**—Business activities vulnerable to climate-related physical risks;- Refer section Sustainability Risks- Climate change and Environmental aspects (R & O), page number 86.
- d. **Climate-related opportunities**—Business activities aligned with climate-related opportunities;- Refer section Sustainability Risks- Climate change and Environmental aspects (R & O), page number 86.
- e. **Capital deployment**—the amount of capital expenditure, financing or investment deployed towards climate-related risks and opportunities;- Refer BRSR section in Principle 2 (Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively, Page number 135)
- f. **Internal carbon prices:**

The organization has calculated an internal carbon price based on the total investments envisaged for energy efficiency programs, transition to renewable energy and other investments towards emission reductions. Currently TCS does not apply this carbon price to determine the feasibility of projects or to apply a carbon tax to generate funding for the projects. All these projects and initiatives are driven through internal accruals since they align to overall company and Tata Group philosophy. Currently, TCS is not focusing on offsetting to drive reductions and the company may take up the carbon cost/tax mechanism in the future to generate budgets for purchase of offset instruments. In the coming years, the company may plan to consider applying a carbon tax to business travel (and employee commuting-company provided transport) to bring out the "carbon" cost. This will help reduce Category 6 and 7 of Scope 3 emissions by either reducing travel or switching to carbon efficient means of travel and transportation (like EVs). The price for each metric tonne of greenhouse gas emissions the entity uses to assess the costs of its greenhouse gas emissions is ₹ 2,365.

Business decision-making processes this internal carbon price is applied to are:

- Capital expenditure
- Operations procurement
- Risk management
- Opportunity management
- Value chain engagement

**Remuneration:** Refer page number 103 for information on remuneration of the Board members.

##### **Climate-related targets**

TCS' climate related targets are mentioned along with its metrics, timeline, and performance in page 24, 25 of the Natural Capital section. In May 2021, TCS set carbon target of 70% reduction of absolute Scope 1 + 2 emissions by 2025 (vs base year 2016) and Net Zero by 2030. This target setting is aimed to mitigate the carbon emissions from its activities and enables adapting to climate change risks. The target applies to the entity in entirety across geographies. TCS has already achieved 71% reduction in scope 1 and 2 emissions in FY 2023 (Vs 2016) and 80% reduction in FY 2024 (Vs 2016) thereby overachieving the targets much ahead of its timelines.

The performance against the targets is disclosed in this Integrated Annual Report in the Natural Capital Section on Page numbers 24 and 25.

TCS has made its commitment to SBTi targets. In June 2022, TCS has responded to SBTi's urgent call for corporate climate action by committing to align with 1.5°C and net-zero through the Business Ambition for 1.5°C campaign. This is published on SBTi website and can be viewed at Companies taking action- [Science Based Targets](#). TCS is working towards submitting the targets for validation by SBTi.

## GRI Content Index<sup>1</sup>

TCS' Integrated Annual Report 2023-24, which includes the Board and Management Commentary, Compliance Reports, Financial Statements, and the Business Responsibility and Sustainability Report, is with reference to the Global Reporting Initiative (GRI) Standard. The Report also conforms to the United Nations Global Compact (UNGC) principles and forms the basis of the company's Communication on Progress (CoP) with the UNGC.

The following table provides the mapping of disclosures for FY 2024 against the GRI standard requirements.

GRI Standard Disclosure and Description	Section *	Page No.
<b>GRI 2: General Disclosures 2021</b>		
<b>1. The organization and its reporting practices</b>		
2-1 Organizational details	• BRSR	127
2-2 Entities included in the organization's sustainability reporting	• BRSR	128, 129
2-3 Reporting period, frequency and contact point	• BRSR	127
2-4 Restatements of information	• BRSR	127
2-5 External assurance	• BRSR	128, 132
<b>2. Activities and workers</b>		
2-6 Activities, value chain and other business relationships	• BRSR	128
2-7 Employees	• BRSR	128
2-8 Workers who are not employees	• BRSR	128
<b>3. Governance</b>		
2-9 Governance structure and composition	• CG • BRSR	93, 94 132
2-10 Nomination and selection of the highest governance body	• CG	93, 94
2-11 Chair of the highest governance body	• CG	94
2-12 Role of the highest governance body in overseeing the management of impacts	• CG	94, 95
2-13 Delegation of responsibility for managing impacts	• CG • BRSR	102 132
2-14 Role of the highest governance body in sustainability reporting	• CG	95, 147
2-15 Conflicts of interest	• CG	94
2-16 Communication of Critical Concerns	• BRSR	130, 138, 142, 147, 148, 162, 164
2-17 Collective knowledge of the highest governance body	• BRSR	132
2-18 Evaluation of the performance of the highest governance body	• Directors' Report • CG	58 95
2-19 Remuneration policies	• CG • BRSR	102 147
2-20 Process to determine remuneration	• CG	95, 100, 102
2-21 Annual total compensation ratio	• BRSR	147
<b>4. Strategy, policies and practices</b>		
2-22 Statement on sustainable development strategy	• Letter from the CEO • MD&A • BRSR	8 70 132, 146
2-23 Policy commitments	• BRSR	131, 133, 148, 165
2-24 Embedding policy commitments	• BRSR	131, 148

<sup>1</sup> Requirement 7: Publish a GRI Content Index

\* MD&A: Management Discussion and Analysis, CG: Corporate Governance Report, BRSR: Business Responsibility and Sustainability Report

GRI Standard Disclosure and Description	Section *	Page No.
2-25 Processes to remediate negative impacts	• BRSR	130, 138, 142, 147, 148, 162, 164
2-26 Mechanisms for seeking advice and raising concerns	• BRSR	130, 138, 142, 147, 148, 162, 164
2-27 Compliance with laws and regulations	• BRSR	133, 156
2-28 Membership associations	• BRSR	160
<b>5. Stakeholder engagement</b>		
2-29 Approach to stakeholder engagement	• BRSR	143, 144
2-30 Collective bargaining agreements	• BRSR	138
<b>GRI 3: Material Topics 2021</b>		
3-1 Process to determine material topics	• Stakeholder Engagement and Identification of Material Topics	315
3-2 List of material topics	• BRSR • TCS ESG Principles, Material Topics and Initiatives	130 316, 317
3-3 Management of material topics	• MD&A • BRSR • TCS ESG Principles, Material Topics and Initiatives	79 130, 131, 141, 142, 155 316, 317
<b>GRI 200: Economic Performance</b>		
<b>GRI 201: Economic Performance 2016</b>		
201-1 Direct economic value generated and distributed	• Financial Capital	16, 17
201-2 Financial implications and other risks and opportunities due to climate change	• MD&A • BRSR	86 130
201-3 Defined benefit plan obligations and other retirement plans	• BRSR	137
<b>GRI 202: Market Presence</b>		
202-1 Ratios of standard entry level wage by gender compared to local minimum wage	• BRSR	147
<b>GRI 204: Procurement Practices 2016</b>		
204-1 Proportion of spending on local suppliers	• BRSR	162
<b>GRI 205: Anti-corruption 2016</b>		
205-2 Communication and training about anti-corruption policies and procedures	• BRSR	133
205-3 Confirmed incidents of corruption and actions taken	• BRSR	133
<b>GRI 207: Tax 2019</b>		
207-1 Approach to tax	• CG	95
207-2 Tax governance, control, and risk management	• CG	95
207-3 Stakeholder engagement and management of concerns related to tax	• CG	95
<b>GRI 300: Environmental Performance</b>		
<b>GRI 302: Energy 2016</b>		
302-1 Energy consumption within the organization	• BRSR	149, 150
302-3 Energy intensity	• BRSR	149, 150
<b>GRI 303: Water and Effluents 2018</b>		
303-1 Interactions with water as a shared resource	• BRSR	151, 156
303-2 Management of water discharge-related impacts	• BRSR	151
303-3 Water withdrawal	• BRSR	150, 156
303-4 Water discharge	• BRSR	156
303-5 Water consumption	• BRSR	150

GRI Standard Disclosure and Description	Section *	Page No.
<b>GRI 304: Biodiversity 2016</b>		
304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	• BRSR	156
304-2 Significant impacts of activities, products and services on biodiversity	• BRSR	159
304-3 Habitats protected or restored	• BRSR	159
<b>GRI 305: Emissions 2016</b>		
305-1 Direct (Scope 1) GHG emissions	• BRSR	152
305-2 Energy indirect (Scope 2) GHG emissions	• BRSR	152
305-3 Other indirect (Scope 3) GHG emissions	• BRSR	158
305-4 GHG emissions intensity	• BRSR	152, 158
305-5 Reduction of GHG emissions	• BRSR	152
<b>GRI 306: Waste 2020</b>		
306-2 Management of significant waste-related impacts	• BRSR	135, 136, 155
306-3 Waste generated	• BRSR	154
306-4 Waste diverted from disposal	• BRSR	154
306-5 Waste directed to disposal	• BRSR	154
<b>GRI 308: Supplier Environmental Assessment 2016</b>		
308-1 New suppliers that were screened using environmental criteria	• BRSR	135, 160
308-2 Negative environmental impacts in the supply chain and actions taken	• BRSR	160
<b>GRI 400: Social Dimension</b>		
<b>GRI 401: Employment 2016</b>		
401-1 New employee hires and employee turnover	• Human Capital • BRSR	18, 19 129
401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	• BRSR	137
401-3 Parental leave	• BRSR	138
<b>GRI 402: Labor/Management Relations 2016</b>		
402-1 Minimum notice periods regarding operational changes	• MD&A	74
<b>GRI 403: Occupational Health and Safety 2018</b>		
403-1 Occupational health and safety management system	• BRSR	139
403-2 Hazard identification, risk assessment, and incident investigation	• BRSR	140, 141
403-3 Occupational health services	• BRSR	139
403-5 Worker training on occupational health and safety	• BRSR	139
403-6 Promotion of worker health	• BRSR	140
403-9 Work-related injuries	• BRSR	141, 142
403-10 Work-related ill health	• BRSR	141, 142
<b>GRI 404: Training and Education 2016</b>		
404-1 Average hours of training per year per employee	• Human Capital • BRSR	19, 139
404-3 Details of performance and career development reviews of employees	• BRSR	139
<b>GRI 405: Diversity and Equal Opportunity 2016</b>		
405-1 Diversity of governance bodies and employees	• Human Capital • BRSR	18, 19 129
405-2 Ratio of basic salary and remuneration of women to men	• BRSR	146, 147
<b>GRI 406: Non-discrimination 2016</b>		
406-1 Incidents of discrimination and corrective actions taken	• BRSR	148
<b>GRI 413: Local Communities 2016</b>		
413-1 Operations with local community engagement, impact assessments, and development programs	• Social Capital • BRSR	23 156, 162
<b>GRI 414: Supplier Social Assessment 2016</b>		
414-2 Negative social impacts in the supply chain and actions taken	• BRSR	143



**KPMG Assurance and Consulting Services LLP**  
 2<sup>nd</sup> Floor, Block T2 (B Wing),  
 Lodha Excelus, Apollo Mills Compound,  
 N. M. Joshi Marg, Mahalaxmi  
 Mumbai - 400 011 India

Telephone: +91 (22) 3989 6000  
 Fax: +91 (22) 3090 2210  
 Internet: [www.kpmg.com/in](http://www.kpmg.com/in)

### Independent Practitioners' Limited Assurance Report

#### To the Directors of Tata Consultancy Services Limited

**Assurance report on select sustainability disclosures in the Integrated Annual Report prepared in accordance with the Business Responsibility and Sustainability Reporting (BRSR) framework and with reference to the Global Reporting Initiative (GRI) Standards 2021 (together called 'Identified Sustainability Information' (ISI)) of Tata Consultancy Services Limited (TCS) (the 'Company') for the period from 1 April 2023 to 31 March 2024.**

#### Opinion

We have performed an assurance engagement on the Identified Sustainability Information (ISI) as detailed in the table below:

Identified Sustainability Information (ISI) subject to assurance	Period subject to assurance	Page number in the Annual Report	Reporting criteria
Select GRI and BRSR attributes (which are not part of BRSR Core) (refer Annexure 1)	From 1 April 2023 to 31 March 2024	127 to 166 and 315 to 327	<ul style="list-style-type: none"> <li>- <i>GRI Standards 2021</i></li> <li>- <i>Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR)</i></li> <li>- <i>World Resource Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standards)</i></li> <li>- <i>Corporate Value Chain (Scope 3) Accounting &amp; Reporting Standard</i></li> <li>- <i>Guidance note for BRSR format issued by SEBI</i></li> </ul>

This engagement was conducted by a multidisciplinary team including assurance practitioners, engineers and environmental and social professionals.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the company's Identified Sustainability Information on pages [127] to [166] and [315] to [327] of the Annual Report relating to select GRI and BRSR attributes (which are not part of BRSR Core) for the year ended 31 March 2024, subject to limited assurance is not prepared, in all material respects, in accordance with the the *World Resource Institute (WRI)/World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and*



*Reporting Standards), and the Corporate Value Chain (Scope 3) Accounting & Reporting Standard , Regulation 34(2)(f) of the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (SEBI LODR) and with reference to the GRI Standards (2021) and basis of preparation set out in page 128 Section A: General Disclosures 13 of the Integrated Annual Report.*

We do not express an assurance opinion on information in respect of any other information included in the Integrated Annual Report 2024 or linked from the Sustainability Information or from the Integrated Annual Report 2023, including any images, audio files or embedded videos.

#### **Basis for opinion and conclusion**

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*, and ISAE 3410, *Assurance Engagements on Greenhouse Gas Statements*, issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under those standards are further described in the “Our responsibilities” section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

#### **Other information**

Additionally, we have performed a reasonable assurance engagement on SEBI BRSR Core attributes and issued an independent assurance report on 08 May 2024.

Our report thereon is included with the other information.

Our limited assurance opinion on the ISI does not extend to other information that accompanies or contains the ‘ISI and our assurance report’ (hereafter referred to as “other information”). We have read the other information, but we have not performed any procedures with respect to the other information.

#### **Other matter**

Select BRSR and GRI attributes of the Company for the year ended 31 March 2023 were assured by the previous assurance practitioner who had expressed an unmodified opinion on 09 June 2023.

Our opinion is not modified in respect of this matter.



### Intended use or purpose

The ISI and our limited assurance report are intended for users who have reasonable knowledge of the BRSR attributes and GRI attributes, the reporting criteria and ISI and who have read the information in the ISI with reasonable diligence and understand that the ISI is prepared and assured at appropriate levels of materiality.

Our opinion is not modified in respect of this matter.

### Responsibilities for Identified Sustainability Information (ISI)

The management of the company are responsible for:

- designing, implementing and maintaining internal control relevant to the preparation of the Identified Sustainability Information that is free from material misstatement, whether due to fraud or error;
- selecting or developing suitable criteria for preparing the Identified Sustainability Information and appropriately referring to or describing the criteria; and
- preparing the Identified Sustainability Information in accordance with the reporting criteria.

Those charged with governance are responsible for overseeing the reporting process for the company's ISI.

### Exclusions:

Our assurance scope excludes the following and therefore we will not express a conclusion on the same:

- Operations of the Company other than those mentioned in the “Scope of Assurance”.
- Aspects of the BRSR and GRI attributes and the data/information (qualitative or quantitative) other than the ISI.
- Data and information outside the defined reporting period i.e., 1 April 2023 to 31 March 2024.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

### Inherent limitations

The preparation of the company's sustainability information requires the management to establish or interpret the criteria, make determinations about the relevancy of information to be included, and make estimates and assumptions that affect the reported information.

Measurement of certain amounts and BRSR and GRI attributes, some of which are estimates, is subject to substantial inherent measurement uncertainty, for example GHG emissions, water footprint, energy footprint. Obtaining sufficient appropriate evidence to support our opinion/conclusion does not reduce the uncertainty in the amounts and metrics.



## Our responsibilities

We are responsible for:

- planning and performing the engagement to obtain a limited assurance about whether the ISI is free from material misstatement, whether due to fraud or error;
- forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- reporting our conclusion to the Directors of TCS.

### Summary of the work we performed as the basis for our conclusion

We exercised professional judgement and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence that is sufficient and appropriate to provide a basis for limited assurance conclusion.

#### *Limited assurance conclusion*

Our procedures selected depended on our understanding of the information subject to limited assurance and other engagement circumstances, and our consideration of areas where material misstatements are likely to arise. In carrying out our engagement, we:

- assessed the suitability of the criteria used by the company in preparing the information subject to limited assurance;
- interviewed senior management and relevant staff at corporate and selected locations concerning policies for occupational health and safety, and the implementation of these across the business;
- through inquiries, obtained an understanding of TCS's control environment, processes and information systems relevant to the preparation of the information subject to limited assurance, but did not evaluate the design of particular control activities, obtain evidence about their implementation or test their operating effectiveness;
- made inquiries of relevant staff at corporate and selected locations responsible for the preparation of the information subject to limited assurance;
- undertook ten site visits out of which seven were physical site visits and three were virtual site visits; we selected these sites based on the relative size of the workforce of these locations to the total workforce, unexpected fluctuations in the information subject to limited assurance since the prior period, and sites not visited in the prior period;
- inspected, at each site visited, a limited number of items to or from supporting records, as appropriate;
- applied analytical procedures, as appropriate;
- recalculated the information subject to limited assurance based on the criteria; and



- evaluated the overall presentation of the information subject to limited assurance to determine whether it is consistent with the criteria and in line with our overall knowledge of, and experience with, the company's occupational health and safety.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.



**Shivananda Shetty**  
*Partner*

***KPMG Assurance and Consulting Services LLP***

Date: 08 May 2024

Place: Mumbai



## Appendix – 1

### Select BRSR and GRI attributes

GRI Indicator	BRSR Linkage	Type of Assurance
302-1-(a), (b), (c)-i, (e) Energy consumption within the organization	<b>P6 E1-</b> Details of total energy consumption (in Joules or multiples)	Limited
302-3 (a) Energy intensity	<b>P6 E1-</b> Details of total energy intensity	Limited
303-3-(a)-I, 303-3-(a)-ii, 303-3-(a)-iii, 303-3-(a)-iv	<b>P6 E3-</b> Provide details of water withdrawal by source	Limited
303-1-(a), 303-2-(a), 303-4	<b>P6 E4-</b> Provide details of water discharged	Limited
303-5 (a)	<b>P6 E3-</b> Provide details of water consumption	Limited
305-1 (a), (b), (c), (d), Direct (Scope 1) GHG emissions	<b>P6 E7-</b> Provide details of greenhouse gas emissions (Scope 1)	Limited
305-2 (a), (b), (c), Energy indirect (Scope 2) GHG emissions	<b>P6 E7-</b> Provide details of greenhouse gas emissions (Scope 2)	Limited
305-4 (a), (b), GHG emissions intensity	<b>P6 E7</b> - Provide details of greenhouse gas emissions (Scope 1 and Scope 2) intensity	Limited
306-3-(a) Waste generated	<b>P6 E9-</b> Provide details related to waste generated by category of waste	Limited
306-4-(a), (b-i), (b-ii), (b-iii), (c-i), (c-ii), (c-iii) Waste diverted from disposal	<b>P6 E9</b> - Provide details related to waste recovered through recycling, re-using or other recovery operations	Limited
306-5-(a), (b-i), (b-ii), (b-iii), (c-i), (c-ii), (c-iii), (c-iv) Waste directed to disposal	<b>P6 E9-</b> Provide details related to waste disposed by nature of disposal method	Limited
403-9-(a-i-v), 403-9-(b-i-v), Work-related injuries	<b>P3 E11</b> -Details of safety related incidents including lost time injury frequency rate, recordable work-related injuries, no. of fatalities	Limited
303-1 Interactions with water as a shared resource	No direct Linkage	Limited
303-2 Management of water discharge-related impacts	No direct Linkage	Limited
303-3-b-(i-iv), 303-4-a-(i-ii) Water withdrawal	<b>P6 L1-</b> Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters)	Limited
303-1-(a), 303-2-(a), 303-4 303-3-b-(i-iv), 303-4-a-(i-iv) Water discharge	<b>P6 L1-</b> Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters)	Limited
303-5 (a) 303-3-b-(i-iv), 303-4-a-(i-ii) Consumption	<b>P6 L1-</b> Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters)	Limited



304, 413-1-(a-ii), 303-1- (a), 303-1- (c) Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	<b>P6 E11-</b> If the entity has operations/offices in/around ecologically sensitive areas where environmental approvals /clearances are required, please specify the location and type of operations and if the conditions of environmental approval / clearance are being complied with?	Limited
304-2, 304-2-a-(i-vi), 304-2-b-(i-iv), 304-3-(a) Significant impacts of activities, products and services on biodiversity	<b>P6 L3-</b> With respect to the ecologically sensitive areas, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.	Limited
305-3, 305-3- (a, b) Other indirect (Scope 3) GHG emissions	<b>P6 L2 –</b> Provide details of total Scope 3 emissions	Limited
305-4- (a), (b), (c), (d) GHG emissions intensity	<b>P6 L2 –</b> Provide details of total Scope 3 emissions intensity	Limited
305-5-(a), (b), (c), (d) Reduction of GHG emission	<b>P6 E8 –</b> Projects related to reduction of Green House Gas emissions	Limited
306-2 Management of significant waste-related impacts	No direct Linkage	Limited

GRI Indicator	BRSR Linkage	Type of Assurance
308-1, 308-1 (a) New suppliers that were screened using environmental criteria	<b>P6 L7-</b> Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts	Limited
401-1 (b) New employee hires and employee turnover	<b>Section A 22-</b> Turnover rate for permanent employees and workers	Limited
401-2, 201-3-b-(i-iii), 201-3-c, 201-3-d, 201-3-e Benefits provided to full-time employees that are not provided to temporary or part-time employees	<b>P3 E1-</b> Details of retirement benefits, for Current Financial Year	Limited
401-3 Parental leave	<b>P3 E5-</b> Return to work and Retention rates of permanent employees that took parental leave	Limited
403-1 (a), (b)	<b>P3 E10-</b> Health and safety management system	Limited



Occupational health and safety management system		
403-2 (a), (b), (c), 403-4 (a), 403-6 (a) Hazard identification, risk assessment, and incident investigation		
403-5 (a), 404-1 (a-i), 404-2 (a) Worker training on occupational health and safety	<b>P3 E8</b> -Details of training given to employees and workers	Limited
403-6, 3-3-(d-i-iii), 403-2-(a-i-ii), 403-9-(c-iii), 403-9-(d), 403-10-(c-iii) Promotion of worker health	<b>P3 E12</b> -Describe the measures taken by the entity to ensure a safe and healthy workplace	Limited
404-1, 403-5-(a), 404-1-(a-i), 404-2-(a), 2-24-(a-iv), 205-2-(e), 403-5-(a), 404-1-(a-i-ii), 410-1-a Average hours of training per year per employee	<b>P3 E8</b> -Details of training given to employees and workers <b>P5 E1</b> -Employees and workers who have been provided training on human rights issues and policy(ies) of the entity	Limited
404-3 (a) Details of performance and career development reviews of employees	<b>P3 E9</b> -Details of performance and career development reviews of employees	Limited
405-1 Diversity of governance bodies and employees	<b>Section A 21</b> - Participation/Inclusion/Representation of women	Limited
405-2, 2-19-(a-i-v), 2-21-(a) Ratio of basic salary and remuneration of women to men	<b>P5 E3</b> -Details of remuneration/salary/wages	Limited
2-25-(e), 406-1-(a) Incidents of discrimination and corrective actions taken	<b>P5 E8</b> - Number of Complaints made by employees on sexual harassment, discrimination at the workplace, child and forced labour, wages and other human rights related issues	Limited
304-1-(a-i-v), 413-1-(a-i-iii), 203-1, 3-3, 2-25-(b), 413-1-(a-viii), 2-12-(b), 2-13- (a, b), 2-29-(a), 2-29-(a-i-iii), 3-3-(d-i-ii), 413-1-(a-iv), 203-1 Operations with local community engagement, impact assessments, and development programs	<b>P6 E11</b> - If the entity has operations/offices in/around ecologically sensitive areas where environmental approvals /clearances are required, please specify the location and type of operations and if the conditions of environmental approval / clearance are being complied with? <b>P8 E1</b> - Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year <b>P8 E3</b> -Describe the mechanisms to receive and redress grievances of the community <b>P8 L1</b> -Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments <b>P4 L1</b> -Provide the processes for consultation between	Limited



	<p>stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.</p> <p><b>P4 L3</b>-Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.</p>	
414-2 (a) Negative social impacts in the supply chain and actions taken	<b>P3 L5</b> - Details on assessment of value chain partners.	Limited
2-7-(a), 2-7-(b-i & ii), 405-1-(b-iii) Employees	<b>General Disclosures 20 a-</b> Employees and workers (including differently abled):	Limited
2-8 (a) Workers who are not employees	<b>General Disclosures 20 a-</b> Employees and workers (including differently abled):	Limited
2-21 Annual total compensation ratio	No direct Linkage	Limited
3-2 List of material topics	No direct Linkage	Limited

## NOTES

## NOTES

# Stakeholder Engagement



## Customer

Asia Pacific  
Customer Summit



## Employee

Employee Townhall

## Vendor Partners

AWS rings the  
closing bell at  
Nasdaq with TCS

(Photo credit:  
Nasdaq, Inc. / Vanja Savic)



## Government

Texas Governor  
visit to Executive  
Briefing Centre,  
Mumbai, India



## Industry Bodies

CEO speaking at  
Nasscom Technology  
and Leadership  
Forum '2024'



## Local Community

BridgeIT

## Local Community

golT



## International organizations, Forum Partners, Media

TCS joining global  
leaders at WEF in  
Davos, Switzerland



## TCS Safe Harbor Clause

Certain statements in this release concerning our future prospects are forward-looking statements. Forward-looking statements by their nature involve a number of risks and uncertainties that could cause actual results to differ materially from market expectations. These risks and uncertainties include, but are not limited to, our ability to manage growth, intense competition among global IT services companies, various factors which may affect our profitability, such as wage increases or an appreciating Rupee, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed-price, fixed-time frame contracts, client concentration, restrictions on cross-border movement of skilled personnel, our ability to manage our international operations, reduced demand for technology in our key focus areas, disruptions in telecommunication networks, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, the success of the companies in which TCS has made strategic investments, withdrawal of governmental fiscal incentives, political instability, legal restrictions on raising capital or acquiring companies outside India, unauthorized use of our intellectual property, cyber attacks or security breaches, pandemics, natural disasters and general economic conditions affecting our industry. TCS may, from time to time, make additional written and oral forward-looking statements, including our reports to shareholders. These forward-looking statements represent only the Company's current intentions, beliefs or expectations, and any forward-looking statement speaks only as of the date on which it was made. The Company assumes no obligation to revise or update any forward-looking statements.

**IT Services**  
**Business Solutions**  
**Consulting**