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Dear Sir/Madam,

Sub: Results of Postal Ballot pursuant to Clause 35A

This has reference to our letter dated January 14, 2015 enclosing the postal ballot notice along with the explanatory statement seeking the consent of members by way of ordinary resolution vide postal ballot/electronic voting with respect to the following items of business:

1. Appointment of Prof. Jeffrey Lehman as Independent Director.
2. Appointment of Prof. John Etchemendy as Independent Director.

In connection with the above and pursuant to Clause 35A of the Listing Agreement, we would like to inform you that Resolutions 1 and 2 mentioned in the aforesaid notice have been passed by the members of the company by requisite majority. The approval is deemed to have been received today, i.e. March 2, 2015

Please find enclosed the voting results.

This is for your information and records.

Thanking You

Yours Sincerely,

For Infosys Limited

Authorized Signatory

March 2, 2015
Bangalore

INFOSYS LIMITED
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44, Infosys Avenue
Electronics City, Hosur Road
Bangalore 560 100, India
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Infosys Limited

Voting results as per Clause 35A of the Listing Agreement

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Appointment of Prof. Jeffrey S Lehman as Independent Director	Promoter and Promoter Group	**150,215,636**	140,120,672	12.20	140,120,672	-	100.00	-
	Public – Institutional holders	870,737,255	578,145,385	50.34	575,388,191	2,757,194	99.52	0.48
	Public-Others	127,519,441	3,348,536	0.29	3,168,140	180,396	94.61	5.39
	Total	**1,148,472,332**	**721,614,593**	62.83	**718,677,003**	**2,937,590**	**99.59**	**0.41**
Appointment of Prof. John Etchemendy as Independent Director	Promoter and Promoter Group	**150215636**	140120672	12.20	140120672	-		-
	Public – Institutional holders	870,737,255	578,143,404	50.34	578,046,762	96,642	99.98	0.02
	Public-Others	127,519,441	3,829,636	0.33	3,661,073	168,563	95.60	4.40
	Total	**1,148,472,332**	**722,093,712**	**62.87**	**721,828,507**	**265,205**	**99.96**	**0.04**

For Infosys Limited

Authorised Signatory

INFOSYS LIMITED ★ BANGALORE ★

PARAMESHWAR G. HEGDE
B.A., M.Com., BGL., FCS

HEGDE & HEGDE
Company Secretaries
"Ganesha Krupa"
34, 1st Main Road, Gandhinagar
Bangalore - 560 009.
✆ : 080-22267041, (R) 080-26589597
e-mail : hegdeandhegdecs@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,
Board of Directors
Infosys Limited
CIN: L85110KA1981PLC013115
Electronics City, Hosur Road
Bangalore- 560100

Dear Sir,

I, Parameshwar G. Hegde, Practicing Company Secretary, at # 34, "GaneshKrupa", 1st Main Road, Gandhinagar, Bangalore, 560009, appointed as Scrutinizer by the Board of Directors of **Infosys Limited** (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated January 09, 2015 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated January 09, 2015, dispatched to the shareholders by prescribed modes during January 22, 2015 to January 27, 2015 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on January 28, 2015, the voting commenced on January 28, 2015 (at 9:00 hours) and ended on February 27, 2015 (at 17:30 hours) for physical ballots and as well as for e-voting. The e-voting facility was provided by National Securities Depository Limited (NSDL). The votes were unblocked at around 17:35 hours on February 27, 2015 and the e-voting summary statement was downloaded from e-voting website of National Depository Securities Limited (NSDL) (http//www.evoting.nsdl.com).

PARAMESHWAR G. HEGDE
B.A., M.Com., BGL., FCS

HEGDE & HEGDE
Company Secretaries
"Ganesha Krupa"
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e-mail : hegdeandhegdecs@gmail.com

2. The Equity Shareholders holding shares as on January 16, 2015, "cut off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.

3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the NSDL (http//www.evoting.nsdl.com) are being handed over to the Chairman.

4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company / R&TA and the authorizations / Power of attorney etc. lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by Karvy Computershare Private Limited, Hyderabad, the Registrar & Share Transfer Agents of the Company.

5. The result of the voting is as under:

a) **Resolution-1: Ordinary Resolution**

To appoint Prof. Jeffrey S. Lehman as an Independent Director.

I. Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	4,861	14,48,41,485	
b) Voted by electronic mode	5,945	57,38,35,518	
Total	10,806	71,86,77,003	99.59

II. Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	32	11,95,482	
b) Voted by electronic mode	331	17,42,108	
Total	363	29,37,590	0.41

III. **Invalid** votes :

Total number of members whose votes declared invalid	Total number of votes cast by them
448	10,46,735

b) **Resolution–2: Ordinary Resolution**

To appoint Prof. John W. Etchemendy as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	4,686	14,58,86,438	
b) Voted by electronic mode	6,012	57,59,42,069	
Total	10,698	72,18,28,507	99.96

(ii) Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	54	45,216	
b) Voted by electronic mode	345	2,19,989	
Total	399	2,65,205	0.04

(iii) **Invalid** votes :

Total number of members whose votes declared invalid	Total number of votes cast by them
602	11,55,693

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Parameshwar G. Hegde
FCS 1325, CP No. 640
Scrutinizer

Place: Bangalore
Dated: March 02, 2015