TCS/BB/SE/133/2018-19

September 26, 2018

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai
Kind Attn: Manager, Listing Department
Scrip Code: TCS

BSE Limited
P. J. Towers, Dalal Street
Mumbai
Kind Attn: General Manager,
Department of Corporate Services
Scrip Code No. 532540 (BSE)

Dear Sirs,

Sub: Submission of Post-Buyback Public Announcement for buyback of equity shares of Tata Consultancy Services Limited

Pursuant to Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 as amended, the Company has published Post-Buyback Public Announcement for the buyback of 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred seventy six) fully paid-up Equity Shares of the Company of face value of ₹1 (Rupee One) each at a price of ₹2,100 (Rupees Two thousand one hundred only) per equity share on a proportionate basis from the equity shareholders of the Company as on the Record Date, i.e. Saturday, August 18, 2018 through the tender offer process.

We are enclosing herewith a copy of the Post-Buyback Public Announcement published today i.e. on September 26, 2018 in Financial Express, Jansatta and Loksatta for your information and record.

Thanking you,

Yours faithfully,
For Tata Consultancy Services Limited

Rajendra Moholkar
Company Secretary

Encl: As above

TATA CONSULTANCY SERVICES LIMITED

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789595 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com
Corporate Identity No. (CIN): L22210MH1995PLC084781 **Compliance Officer:** Mr. Rajendra Moholkar, Company Secretary

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED

This public announcement (the "**Post Buyback Public Announcement**") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereof (the "**Buyback Regulations**"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated August 6, 2018 (the "**Public Announcement**") and the Letter of Offer dated August 29, 2018 (the "**Letter of Offer**"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1. Tata Consultancy Services Limited (the "**Company**") had announced the Buyback of up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) fully paid-up equity shares of face value of ₹1 (Rupee One) ("**Equity Shares**") from all the existing shareholders/beneficial owners of Equity Shares holding Equity Shares as on the Record Date (i.e. August 18, 2018) ("**Eligible Shareholders**"), on a proportionate basis, through the "Tender Offer" route at a price of ₹ 2,100 (Rupees Two thousand one hundred only) per Equity Share payable in cash for an aggregate consideration not exceeding ₹16,000 crore (Rupees Sixteen thousand crore only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. ("**Offer Size**"). The Offer Size of the Buyback constitutes 21.54% and 19.66% of the aggregate paid-up equity share capital and free reserves of the Company, on standalone and consolidated basis respectively, and represents 1.99% of the total issued and paid-up equity share capital of the Company.

1.2. The Company adopted Tender Offer route for the purpose of Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by Securities and Exchange Board of India ("**SEBI**") vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and SEBI circular no. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016.

1.3. The Tendering Period for the Buyback Offer opened on Thursday, September 6, 2018 and closed on Friday, September 21, 2018.

2. DETAILS OF BUYBACK

2.1. 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares were bought back under the Buyback, at a price of ₹2,100 (Rupees Two thousand one hundred only) per Equity Share.

2.2. The total amount utilized in the Buyback is ₹1,59,99,99,99,600 (Rupees One Fifty Nine Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Six Hundred only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc.

2.3. The Registrar to the Buyback i.e. Link Intime India Private Limited ("**Registrar**"), considered 72,106 valid applications for 11,17,84,008 Equity Shares in response to the Buyback resulting in the subscription of approximately 1.47 times the maximum number of Equity Shares proposed to be bought back. The details of the valid applications considered by the Registrar, are as follows:

Category	Number of Equity Shares Reserved in the Buyback	Number of Valid Bids	Total Equity Shares Validly Tendered	% Response
Reserved category for Small Shareholders	1,14,28,572	66,280	40,16,984	35.15
General Category for all other Equity Shareholders	6,47,61,904	5,826	10,77,67,024	166.40
Total	**7,61,90,476**	**72,106**	**11,17,84,008**	**146.72**

2.4. All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance / rejection will be dispatched by the Registrar to the Buyback to the eligible Equity Shareholders, on or before Friday, September 28, 2018.

2.5. The settlement of all valid applications was completed by Indian Clearing Corporation Limited and National Securities Clearing Corporation Limited ("**Clearing Corporations**") on Tuesday, September 25, 2018. Clearing Corporations has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction were rejected by Reserve Bank of India or relevant bank, due to any reason, then the amounts payable to Eligible Shareholders were transferred to the concerned Seller Members for onward transfer to such Eligible Shareholder.

2.6. Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on Tuesday, September 25, 2018. The unaccepted demat Equity Shares have been returned to the respective Eligible Shareholders by Clearing Corporations on Tuesday, September 25, 2018.

2.7. The extinguishment of 7,61,90,476 Equity Shares accepted under the Buyback, comprising

2.7.1. 761,90,029 Equity Shares in dematerialized form are currently under process and shall be completed on or before Friday, September 28, 2018.

2.7.2. 447 Equity Shares in physical form are currently under process and shall be completed on or before Friday, September 28, 2018.

2.8. The Company, and its respective directors, accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The capital structure of the Company, pre and post Buyback, is as under:

Sr. No.	Particulars	Pre Buyback[1]		Post Buyback[2]	
		Number of Shares	Amount (₹)	Number of Shares	Amount (₹)
1	**Authorised Share Capital**	460,05,00,000 Equity Shares of ₹1 each	460,05,00,000	460,05,00,000 Equity Shares of ₹1 each	460,05,00,000
		105,02,50,000 Redeemable Preference Shares of ₹ 1 each	105,02,50,000	105,02,50,000 Redeemable Preference Shares of ₹ 1 each	105,02,50,000
		Total	**565,07,50,000**	**Total**	**565,07,50,000**
2	**Issued, Subscribed and Fully Paid-up**	382,85,75,182 Equity Shares of ₹ 1 each	382,85,75,182	375,23,84,706 Equity Shares of ₹ 1 each	375,23,84,706

(1) As on the Record Date i.e. August 18, 2018
(2) Subject to extinguishment of 7,61,90,476 Equity Shares

3.2. Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back are as under:

Sr. No.	Name	Number of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total Post Buyback Equity Shares [1]
1	Tata Sons Private Limited	4,97,86,875	65.35	1.33
2	RBC Emerging Markets Equity Fund	26,65,760	3.50	0.07
3	Copthall Mauritius Investment Limited	26,31,110	3.45	0.07
4	Societe Generale	10,54,248	1.38	0.03
5	L and T Mutual Fund Trustee Limited - L and T Hybrid Equity Fund	9,52,434	1.25	0.03
6	Global Asset Management Strategies - Emerging Markets Equity Series	8,96,165	1.18	0.02
7	Government of Singapore	7,82,784	1.03	0.02
	Total	**5,87,69,376**	**77.14**	**1.57**

(1) Subject to extinguishment of 7,61,90,476 shares

3.3. The shareholding pattern of the Company, pre and post Buyback, is as under:

Category of Shareholder	Pre Buyback[1]		Post Buyback[2]	
	Number of Equity Shares	% of Shareholding	Number of Equity Shares	% of Shareholding
Promoter and Promoter Companies	275,33,47,636	71.92	270,35,42,000	72.05
Foreign Investors (including Non Resident Indians /FIIs / FPIs / Foreign Nationals / OCBs)	62,66,81,034	16.37	104,88,42,706	27.95
Financial Institutions / Banks / NBFCs and Mutual Funds / Insurance Companies	27,71,23,164	7.24		
Others (Public, Bodies Corporate, Clearing Members, Trusts and HUF)	17,14,23,348	4.47		
Total	**382,85,75,182**	**100.00**	**375,23,84,706**	**100.00**

(1) As on the Record Date i.e. August 18, 2018
(2) Subject to extinguishment of 7,61,90,476 shares

4. MANAGER TO THE BUYBACK

JM FINANCIAL

JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg, Prabhadevi,
Mumbai – 400025, Maharashtra, India
Tel: +91 22 6630 3030
Fax: +91 22 6630 3330
Contact Person: Ms. Prachee Dhuri
Email: tcs.buyback2018@jmfl.com
Website: www.jmfl.com
SEBI Registration Number: INM000010361
Validity Period: Permanent
Corporate Identity Number: L67120MH1986PLC038784

5. DIRECTOR'S RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
Tata Consultancy Services Limited

Sd/-
Rajesh Gopinathan
(CEO & Managing Director)
DIN: 06365813

Sd/-
N. Ganapathy Subramaniam
(COO & Executive Director)
DIN: 07006215

Sd/-
Rajendra Moholkar
(Company Secretary)
Membership Number: A8644

Date: September 25, 2018