

Committee Secretary
Joint Committee of Public Accounts and Audit
PO Box 6021
Parliament House
Canberra ACT 2600

24 July 2023

Dear Committee Secretary

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Infosys would like to take this opportunity to thank the Joint Committee of Public Accounts and Audit (the **Committee**) for its invitation to appear before it on 23 June 2023 to discuss this issue.

Further to your correspondence dated 4 July 2023 and 12 July 2023, Infosys is pleased to respond to the Committee's Questions-on-Notice. Responses and annexures are enclosed.

Infosys wishes to provide further clarifying information to the Committee to assist it in its work as well as providing greater detail in relation to several matters raised during the Committee's hearing on 23 June 2023.

As a global provider of information technology solutions, Infosys is committed to upholding the highest standards of corporate governance and maintaining a culture of integrity and transparency. Infosys also requires that the contractors and other stakeholders that it works with comply with all applicable laws and regulations in all jurisdictions that Infosys operates in. As such Infosys wishes to address some of the allegations that have been made in the public domain.

Infosys confirms that it does not have any knowledge of any payments made by Synergy 360 to any government official, minister or any person or entity on their behalf. Infosys did not engage with Synergy 360 with any expectation or the intent that payments (if any) would be made directly or indirectly to any government official or minister for its benefit. In engaging Synergy 360, Infosys relied on contractual mechanisms in its agreements with Synergy 360 that prohibit conduct of this nature.

As outlined to the Committee on 23 June 2023, as part of our commitment to continuous improvement Infosys has taken steps to strengthen and enhance our internal governance in Australia, including additional mandated training for all our people working in or with the government sector. Other actions we are taking include implementing new requirements on the approvals for subcontractors, above and beyond those that already existed in Infosys' public sector engagement guidelines.

INFOSYS TECHNOLOGIES LIMITED

Two Melbourne Quarter
Level 4, 697 Collins Street
Docklands, 3008 VIC
T 61 3 9860 2000
anzinfo@infosys.com

Corporate Office:
CIN: L85110KA1981PLC013115
44, Infosys Avenue
Electronics City, Hosur Road
Bengaluru 560 100, India
T 91 80 2852 0261
F 91 80 2852 0362
askus@infosys.com

Entitlements Calculation Engine

The purpose of the Entitlements Calculation Engine (**ECE**) program was to create an end-to-end solution comprising of software, Implementation Services, and Support and Maintenance Services for a fully configurable, rules based ECE Solution for the Australian Government.

As reported in the media on 30 November 2019, Services Australia considered that the ECE program was one of the world's largest social welfare information and communication technology (**ICT**) system transformations, designed to:

- provide customers with faster, and more connected digital services;
- give staff a modern ICT platform that makes it easier for them to do their jobs; and
- position Services Australia to meet future policy needs of government.

In 2019, Infosys was selected as the preferred tenderer for the ECE contract following a 14-month long procurement process. This included government appointed pricing and probity consultants and government legal counsel to ensure an unbiased selection process based on merit.

- Infosys first responded to an open market Request for Expression of Interest process.
- Services Australia received responses from a wide range of vendors, including other leading global IT and consultancy service providers.
- In November 2018, Infosys was shortlisted to participate in a rigorous evaluation process.
- The process, referred to as "Competitive Dialogue" was managed by Services Australia with involvement of external probity advisors and legal counsel. The Competitive Dialogue process was a substantial process due to the significant size and scope of the project. The challenge was to transition a 40-year-old legacy system, which the government uses to calculate and pay various entitlements for Australians, onto a modern, fit-for-purpose platform. The intention was also to create a technology foundation that could be deployed by other departments and agencies with the aim to reduce cost and deliver lasting value for money for taxpayers.
- The tender process, which took place between 29 August 2018 and 8 November 2019 (the date that the ECE agreement was signed), involved months of ongoing communication with Services Australia.

Infosys wrote more than 2,000 pages of tender response documents and delivered two days of formal presentations to the prospective client. At its peak, Infosys had around 100 people working on the technical aspects of the tender.

When Infosys commenced the ECE project, there were six phases (zero through five) of work. Due to initial establishment challenges, including size and scope, in 2021, there was an agreed project reset.

In my opening statement at the hearing on 23 June 2023, I explained that Infosys discovered that the project required the application of not 29,000 business rules but more than 200,000 business rules, which were provided by Services Australia.

The project reset shifted the systems integrator role from Infosys to Services Australia. By taking on the Systems Integrator role Services Australia took over the responsibility for project delivery from Infosys.

Infosys and Services Australia worked in partnership to complete phases zero and one which provided the foundation for the ECE solution and allowed it to be placed in “shadow mode” where the built solution was operated in parallel with the old system, proving that it worked in preparation for moving into live operation.

The project was paused by Services Australia in late December 2022.

Subcontracting services for ECE

Given the large size, scale, and transformative nature of the ECE project, Infosys was always cognisant that it would be necessary to engage various specialised subcontractors to assist with the delivery of the project. This is usual practice in the IT industry as large systems integrators seek to use the niche skills of smaller specialist organisations in the location where the project is being delivered. This practice has also been actively encouraged by successive Australian Governments as a means of encouraging the growth and success of Australia’s IT industry and small businesses.

It was planned that the Initiate and Design phase would require approximately 80 Infosys and subcontractor resources working at the client site (in Canberra as well as Infosys offices in Australia) and in India. It was also anticipated that the Build phase would peak at over 280 people – again a mix of Infosys team members in Australia and India as well as local Australian-based subcontractors. Given that the majority of resources were expected to be in Australia, Infosys was required to increase its resource pool at the commencement of the project.

During the life of the ECE project, Infosys needed to increase its subcontractor capacity (referred to as “surge capacity”) – that is, the company simply needed additional resources to work on the project. Synergy 360 was engaged along with a range of other subcontractors to provide those additional resources. Infosys also engaged additional subcontractors on the ECE project through various entities, including:

- Pegasystems Limited;
- Dialog Pty Ltd (trading as Dialog Information Technology);
- Willyama Services Pty Ltd;

- Aegis9 Pty Ltd; and
- Greenlight Australia Pty Ltd.

As outlined to the Committee on 23 June 2023, around 70 percent of fees paid to Synergy 360 were fees for delivery related services, which were for a number of government projects, including the ECE project. In addition to that, around 15 percent of the fees paid to Synergy 360 were related to sales support and bid support.

Such services included the provision of subcontractors with “domain expertise”. When referring to “domain expertise”, Infosys defines it to mean subcontracting resources that understand its client’s:

- purpose, mission and how they conduct their business;
- key business processes;
- the regulatory and legal environment in which they operate; and
- supporting systems and software applications.

While Infosys itself has high levels of technical expertise, in some cases its employees, in particular in the tender and early design phase, did not always have the relevant “domain expertise” with a deep understanding of the Australian Government business environment necessary for implementation of the ECE project.

On this basis, Infosys subcontracted various resources throughout the project. Infosys subcontracted specialist resources from Synergy 360 from time to time including:

- program managers;
- project managers;
- technology architects;
- technology leads;
- senior consultants; and
- business analysts.

These individuals also already possessed the requisite security clearances necessary to work with the Australian Government on the ECE project.

Further information and answers to the Committee’s Questions-on-Notice is annexed to this letter.

Infosys has been conducting business in Australia for over 20 years. We are proud of the work we do for the Australian Government, and our other clients, and we are committed to our code of conduct, in dealing with integrity and transparency in every aspect of our business.

Infosys is committed to assisting the Committee with its work. Should further relevant information



become available that may assist the Committee in its work Infosys will be in touch to update you. Please do not hesitate to contact me should the Committee wish to discuss Infosys' response in further detail.

Yours sincerely



Andrew Groth
Executive Vice President – Asia Pacific
Infosys

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Meetings with Stuart Robert

Question reference number: 1

Member: Chair

Type of question: Spoken/Hansard page/s: 4

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: What was your relationship then with the former minister Stuart Robert?

Mr Groth: I met Minister Robert. He was a key stakeholder in the ECE program.

CHAIR: When did you or your executive team meet Mr Robert or his staff?

Mr Groth: Sorry, could you just clarify? You're asking—

CHAIR: You may need to take some of this on notice, but let's start with you. When did you meet Mr Robert?

Mr Groth: You're asking when I first—

CHAIR: How many times?

Mr Groth: I did look that up; I thought you might be interested in that. Over a period of about 3½ years I met Stuart Robert 11 times.

CHAIR: Can you take on notice to give us the dates and locations of those meetings and anything else you recall about them—who was present and so on?

Mr Groth: Sure.

Answer:

Refer to Annexure A. The table sets out meetings with Mr Robert based on Infosys' review of its corporate records and the best recollection of relevant current Infosys employees.

For each meeting between Infosys employees and Mr Robert, Annexure A lists the date, location, attendees, and the topic of the meeting. Where applicable relevant documents have been attached to this document¹.

¹ We note that the documents are in UTC date and time format because of how they were extracted.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Meetings with Stuart Robert

Question reference number: 2

Member: Chair

Type of question: Spoken/Hansard page/s: 5 to 6

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: We'll get back to that. The reason that I'm curious about what also happened afterwards is I think in your opening statement you acknowledged that there were a range of services and there were issues in the early stages, and then there were performance issues in the contract, and then the contract was changed along the way. That happens in IT projects. But obviously if there are issues around contract management then there's a question we're interested in about what role the Public Service had in that along the way. Did Mr Robert ever offer to assist or provide information to you? What were all these meetings about?

Mr Groth: Those meetings that I mentioned—the one in 2019 that you asked me about—were primarily about progress of the ECE program, how it was going—

CHAIR: Sorry—I meant all the 11 meetings. What were they all about? It seems like a lot of meetings to have with a cabinet minister.

Mr Groth: Well, it was over a period of 3½ years. Two of those meetings were when Mr Robert was the Assistant Treasurer, seven of those meetings were when he was the Minister for Government Services, and two of those meetings were when he was the minister for employment and skills and some other areas. Part of my role at Infosys is to have a relationship with the senior stakeholders on major accounts we're working on, major programs we're working on. Having those meetings over 3½ years is not unusual. It's part of my job to ensure that I'm maintaining contact with those senior stakeholders.

CHAIR: Sure. With regard to the meeting you had with Mr Robert during the tender process, were there any other meetings that you had during the tender process? Or was it just that June one that you referred to?

Mr Groth: I can't remember the exact dates of the tender process. I could take that on notice and check for you.

CHAIR: Sure.

Answer:

The duration of the ECE tender process was from 29 August 2018 (when the Department of Human Services lodged a request for an expression of interest) until 8 November 2019.

As set out in Annexure A, Infosys records indicate that three meetings took place between 29 August 2018 and 8 November 2019. Additional details in relation to those meetings are set out below.

Meeting on 11 September 2018

The purpose of the meeting on 11 September 2018, with the then Assistant Treasurer, was to discuss Infosys' plans to further invest in the Australian IT industry, creating 1,200 new jobs for Australians (in addition to the 4,000 existing employees in Australia). At this time Infosys also met with other Members of Parliament to discuss Infosys' Australian employment initiative.

The ECE tender was not discussed.

Meeting on or around 20 November 2018

The purpose of the meeting on or around 20 November 2018, with the then Assistant Treasurer, was to discuss the abovementioned jobs and investment announcement and to introduce Mr Groth to the then Assistant Treasurer (at the Assistant Treasurer's request).

The ECE tender was not discussed.

Meeting on 26 June 2019

The meeting on 26 June 2019 was requested by the then Minister. The purpose of the meeting was to discuss the then Minister's vision for the digital transformation of Australia.

The ECE tender was not discussed at this meeting. Refer to evidence provided to the Committee on 23 June 2023.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Meetings with Stuart Robert

Question reference number: 3

Member: Chair

Type of question: Spoken/Hansard page/s: 6

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: Okay. Conflict of interest, as you know, is both a perception issue and a reality issue, and the two can be separate or related. The perception that a senior decision-maker is meeting with one tenderer during a process is obviously something that can be cured, but it needs to be managed. Do you know if Mr Robert met with all the other tenderers to provide them with his vision of digital transformation in Australia?

Mr Groth: I don't have any insight on who Mr Robert may have met and at what times. What I do know—in fact, at the very first meeting I had with Mr Robert he told me—is that he knew all the senior executives, the CEOs and the region leads of the major IT services firms in Australia. At that stage he did not know me, but he told me he knew all those other organisations, and he had asked me who I was and what Infosys was doing in Australia. Obviously he knew us as an organisation, but he was asking specifically about what we were doing in Australia and how we were contributing to the business environment and to the community.

CHAIR: In any of those 11 meetings was a public servant or probity adviser present?

Mr Groth: I don't recall. I'd have to check that. I can certainly take that on notice and check for you.

Answer:

Refer to Annexure A for meeting attendees.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Triarchy Consulting

Question reference number: 4

Member: Chair

Type of question: Spoken/Hansard page/s: 7

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: Sure. I have a final question. I will take you up on your suggestion, Deputy Chair, and come back to some of this detail in a moment. Have you had any commercial relationships with a firm called Triarchy Consulting?

Mr Groth: No. I've never heard of that company.

CHAIR: If you take it on notice, people can triple-check.

Answer:

Infosys has never been a client of Triarchy Consulting and holds no record of any commercial relationship with Triarchy Consulting, including any engagement or payments.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: **Success fee**

Question reference number: 5

Member: Chair

Type of question: Spoken/Hansard page/s: 10 to 11

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: I think we addressed some of that in the surging part of your initial evidence. Is it normal to engage the success fee in your other jurisdictions or private sector work? Can you point to other examples of the same fee structure?

Mr Groth: It is normal to engage these sorts of services, in particular domain expertise and technology expertise, right across our business. Indeed, here in Australia today we have people providing services in the financial services sector, for example.

CHAIR: You've mentioned that you draw on many different intermediaries or companies to help you with this work. Which others have you got contracts with where you pay success fees?

Mr Groth: We made a decision a couple of years ago as an organisation not to have success fees. They've been phased out.

CHAIR: Were there other technical advisers, experts, surge capacity—all your words? Were there others you paid a success fee to for this work?

Mr Groth: I would have to take that on notice and check.

Mr PERRETT: Just further to that success fee, the finder's fee: I note the change from before 5 December 2018 to after 5 December 2018. Can you comment on that? Is that change in schedule the ramped-up rate? Can you comment on that at all? Was that atypical when you were doing this finder's fee process with entities? And is that similar in the UK, Canada, and other comparable jurisdictions?

Mr Groth: I apologise; I can't speak to what we're doing in the UK and Canada and other jurisdictions. I would have to take that on notice.

Mr PERRETT: But, in terms of company directions, there must surely be guidance? Surely 243,000 employees don't just make stuff up. There are standard legal contracts; I noticed you could just insert the law of New South Wales in an Australian one. There must be some company guidance, surely, as to how you do business around the world. You're a very tightly controlled company in terms of direction and process.

Mr Groth: That's right. In fact, all our contracts and commercial documents would go through our legal organisation. It's a globally run legal organisation. We have lawyers here in Australia and in some of the other jurisdictions you mentioned. As I mentioned, our board

made a decision a couple of years ago not to have success fees; I know they're being phased out.

Mr PERRETT: But in terms of the rate—any comment you can make on that?

Mr Groth: I would have to take that on notice.

Mr PERRETT: And do a comparable. Thanks.

Answer:

In addition to the delivery services that Synergy 360 provided to Infosys on the ECE project (and on various other projects), Infosys engaged the company to assist it to grow its public sector business in Australia.

Although Infosys had been providing services to the Australian Government since 2013, it wanted to expand this offering as the company was confident that it had more to offer the Australian Government in terms of IT solutions and project implementation expertise.

Specifically, in regard to assisting customers to transfer from legacy IT systems to newer and more cost-efficient technologies.

As is usual in the IT industry, and in most industry sectors, when seeking to expand a footprint or offering, companies approach various experts in the field to partner with to gain a better understanding of the environment and the opportunities for growth.

While Infosys is a global leader in providing IT services to its customers, including various government customers in Australia, in 2018, it needed to increase its capability in terms of Australian Government expertise by partnering with service providers that understood the:

- IT solutions used by the Australian Government;
- relevant Australian Government departments; and
- various transformation projects undertaken by the Australian Government.

On this basis, Infosys agreed to a one percent success fee relating to the successful establishment of certain agreed projects. Infosys does not have available relevant data to provide a comparison across jurisdictions such the UK and Canada. As discussed in response to question 8 below, Infosys has subsequently phased out “success fees”.

These payments were made in recognition of the skills, knowledge and work undertaken to win new business through relevant bid processes. Payments made to other subcontractors on ECE did not include similar payment structures as their work was primarily focussed on project delivery, not business development and growth.

To clarify, Infosys does not, and did not pay a finder's fee to the company (that is, the company was not paid for “introductions”).

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: **Synergy 360**

Question reference number: 6

Member: Chair

Type of question: Spoken/Hansard page/s: 11

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: I've just been looking back over the notes. Hopefully we won't have to have another discussion, so we'll make sure we get everything done. How did you meet Synergy 360?

Mr Groth: Our government team, at one stage, introduced me to Synergy 360.

CHAIR: Your government team? Who was that?

Mr Groth: The way we're structured is we have teams focused on particular industry sectors, and we have a team who runs our government sector business. I can't remember specifically who in that team might have first introduced me. It would have been one of the senior people in that team.

CHAIR: Simon White?

Mr Groth: I don't know exactly who.

CHAIR: Can you take that on notice and find out?

Mr Groth: I can try. I can't remember and I don't know how easy it'll be to recall who first had a conversation in 2018.

Answer:

Infosys was introduced to the company by former Infosys employee, Mr Simon White.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: ECE

Question reference number: 7

Member: Chair

Type of question: Spoken/Hansard page/s: 12

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: AusTender, in the advice to us, suggests that you have been awarded \$407 million of contracts in total with Services Australia, some of them related to Synergy 360 and some not, and you have been paid \$199 million. Are those figures broadly correct?

Mr Groth: The first figure—I don't where that figure comes from. The second figure—could you just repeat that?

CHAIR: It was that you've been paid over recent years in the order of \$199 million.

Mr Groth: I'm aware that over recent years we would have been paid in the order of \$190 million—again, very approximate. That was over a number of programs, not ECE.

CHAIR: I think that's over the last 10 or 11 years or so, from a look at AusTender. Could you take on notice, then—it would be of interest to the committee—from 2013, what was the total value of contracts you were awarded with Services Australia? What is the total amount that you have been paid? Why the difference? Is it because contracts were cancelled or didn't proceed, or you didn't perform?

Mr Groth: We can take it on notice, yes.

Answer:

The total value of contracts awarded to Infosys by Services Australia since 2013, as recorded on AusTender, is approximately AUD \$387 million.

The total amount of the payments received by Infosys from Services Australia since 2013 is approximately AUD \$257.4 million.

In general, Infosys considers the difference between the total value of contracts and the amount paid to Infosys arises because:

- many of the contracts are on a time and materials basis and this means that Infosys (like others contracting with government on this basis) will only be paid for work done. In addition, the total contract value was usually a cap (i.e. the time and materials based payments were not to exceed the cap); and
- AusTender records the contract value at a point in time and it appears to Infosys that it may not always be updated if the scope of work or method of delivery changes.

In relation to ECE specifically, the difference between the total value of the contract award and the amount paid to Infosys is because:

- the contract was initially a fixed program where payment was subject to the completion of certain milestones. Following a change in approach and restructure of the program, the contract was varied to be a time and materials based contract, with the value of the contract being reduced; and
- the program was paused before completion.

Neither Services Australia, nor any Australian Government agency, has terminated any contracts with Infosys for non-performance.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Success fees

Question reference number: 8

Member: Chair

Type of question: Spoken/Hansard page/s: 12

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: Why did your board decide to discontinue success fees? You said they were problematic.

Mr Groth: I'm not on the board. This was a direction I received from our legal organisation that I spoke about.

CHAIR: I think you used the word 'undesirable'.

Mr Groth: I don't recall using that word, Chair.

CHAIR: Can you take on notice—I'm just curious—why you, a large, experienced organisation have decided to move away from this structure or this model?

Mr Groth: I'm happy to take that on notice.

Answer:

The decision was made following a review of Infosys' business operations. Infosys reviewed various proposals which included "success fees" and determined that such arrangements exposed Infosys to a higher risk profile. Accordingly, Infosys decided to phase out this practice.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: AIIA visit to India

Question reference number: 9

Member: Chair

Type of question: Spoken/Hansard page/s: 14

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: Which Australian politicians have you hosted this year in Bangalore? Paul Fletcher, who is a former minister?

Mr Groth: Just recently there was a visit arranged by the AIIA, the Australian Information Industry Association. There were a number of government representatives attending that, and I'm aware that Mr Fletcher was one of those attendees.

CHAIR: Did you pay for anything—any hospitality, gifts, travel, or transport—as part of that?

Mr Groth: Not that I'm aware of. I wasn't at that. I wasn't part of that. It's very well understood in Infosys that we do not give gifts to government representatives or government officials. That's a very clear way that we operate.

CHAIR: If you could just take that on notice, that would be good. Deputy Chair?

Senator REYNOLDS: Chair, on a point of order for some clarification: for your last question, in particular, I'm struggling to work out how it is possibly relevant to this inquiry, in terms of the findings of the audit report. I've been very patient with a number of the fishing expeditions that you're going on, but this one seems to have broken the bounds of relevance. Could you clarify how the questions that are being taken on notice are relevant?

CHAIR: The terms of reference talk about probity and integrity issues in procurement. Given that, as we all know from Dr Watt's evidence, his inquiry was not able to take into account intersections between vendors, their government advisory firms or lobbyists—whatever we want to call people—and members of parliament, ministers and others, I'm just curious to understand the company's practices. The evidence we've just received is that you don't provide gifts. If you can take on notice any other details about that visit, that would be helpful.

Mr Groth: I can take that on notice.

Senator REYNOLDS: Chair, just on that point: if that is truly the point—and I'm not doubting your word for a second, Chair—it should be expanded out, not just to include one shadow minister but also to include—

CHAIR: A former minister for social services. That was my point.

Senator REYNOLDS: Yes, and any current ministers and if there were any Labor members on that same trip. I think that, for the sake of transparency and probity, the question should be expanded, if I could request that.

Mr Groth: It's fairly common to have, from all around the world, government people visit Infosys. They're very interested in the work that's being done, particularly in India, for the government there. Could you just clarify for me—I apologise; I'm just a little bit lost—what is the question you want me to come back on?

CHAIR: I'm curious to know, on that trip when you hosted a parliamentary delegation—and I'm sure Senator Reynolds's question is entirely reasonable—who else was on that delegation, whether any hospitality was provided and what expenses you incurred in relation to that delegation.

Mr Groth: Okay. I will take that on notice.

Answer:

1. The Australian Information Industry Association (**AIIA**) hosted a government and business trade delegation to India from 4 June until 9 June 2023, including a visit to the Infosys' Bangalore campus on 5 and 6 June 2023. There were 21 people in the delegation, which included five officials from the Australian Government (as set out in Annexure B) and the remaining were from private organisations / sector.
2. The objectives of the delegation's visit were to understand global and regional ICT trends, to learn about large technology companies based in India, such as Infosys, and to meet with Indian Government representatives. The delegation's itinerary included visits to IBM, Nasscom COE, Infosys, Telstra, Kyndryl, HCLTech, Adobe and the Australian High Commission.
3. No gifts were provided by Infosys to any member of the AIIA delegation, consistent with the company's Code of Conduct and Anti-Bribery and Anti-Corruption policy.
4. The delegation was provided with morning tea and dinner. No alcohol was served.
5. No travel or transport costs were incurred by Infosys for visiting AIIA delegates, apart from three Infosys employees who were members of the delegation, and travelled to attend the sessions.
6. The total cost incurred by Infosys for hosting the AIIA delegation on 5 June 2023 and 6 June 2023 was approximately AUD\$11,600 made up of \$1,600 (reflecting the currency conversion at the time of submission) for the food and beverages for delegates during the visit (referred to above) and also a \$10,000 fee paid to AIIA to participate as a host during the visit.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Success fee

Question reference number: 10

Member: Mr Perrett

Type of question: Spoken/Hansard page/s: 17

Date set by the committee for the return of answer: 24 July 2023

Question:

Mr PERRETT: On that code of conduct and the annual review making sure staff comply with the code of conduct, when the board directed that there be no more success fees, how was that imparted to the staff, Mr Groth—why there was this change in company behaviour for the 343,000 employees?

Mr Groth: That was imparted through our legal organisation. It's not as though the 340,000-odd staff would be involved in contracts. It's a far smaller number of staff that would be involved in those sorts of contracts. Any contract that we do goes through our legal organisation. They review those. If there's anything of concern, we have an Office of Integrity and Compliance that would look at that. That's how those changes are implemented.

Mr PERRETT: Can we use you as an example. You're at the level where you would be involved in such conversations. Do you remember how they imparted to you, as the senior executive, that success fees were going to be phased out?

Mr Groth: Yes. Our general legal counsel in Australia informed me of that.

Mr PERRETT: Just a straight 'no more finder's fees and no success fees from now on'?

Mr Groth: It was a fairly clear communication that this was a board decision; it was being phased out. It was communicated to me in a conversation directly from our legal counsel in Australia.

Mr PERRETT: In 2018 or thereabouts?

Mr Groth: I can't recall the date.

Mr PERRETT: Yes, that's alright.

Mr Groth: I'll have to take that on notice. I'm happy to check that for you.

Answer:

Mr Groth was informed in early February 2021.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Code of conduct

Question reference number: 11

Member: Chair

Type of question: Spoken/Hansard page/s: 18

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: It does seem unusual that you've got the chief fundraiser of the minister hosting your not-lobbyist at his house on the Gold Coast, relaying information to you about the department's management of your contract. But who knows how usual or not that is. Can you take this on notice. You mentioned a copy of the code of conduct. Could you provide us with a copy of that revised code of conduct?

Mr Groth: Certainly.

Answer:

Refer to Annexure C, which includes Infosys' Code of Conduct and Supplier Code of Conduct.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: ECE

Question reference number: 12

Member: Chair

Type of question: Spoken/Hansard page/s: 18

Date set by the committee for the return of answer: 24 July 2023

Question:

CHAIR: And I think you'd agreed to take on notice, about the 11 meetings with Stuart Robert, their location, their topic and who was present, including anyone from Synergy 360—I'm particularly interested in which ones had probity advisers and public servants present—and any corporate records that you made of the discussion at each of those meetings and any correspondence in relation to those 11 meetings with Synergy 360. Not all of them may have overlapped with the period where you had Synergy 360, although, probably, from your evidence they did. I think you said that you got around \$190 million or thereabouts of contracts and you paid \$16 million to Synergy 360. Did Synergy 360 provide \$16 million of value? Were you satisfied with the service you got from them?

Answer:

1. Refer to Annexure A.
2. Yes. The amount paid by Infosys to the company was for work completed in relation to various tenders (in addition to the ECE tender) and for the delivery of a number of projects (in addition to the delivery of the ECE project) over the period of around five years.

In relation to the ECE project specifically, the largest task undertaken by the company was providing qualified personnel to be part of the Infosys project team to design and develop the ECE system. The company also assisted with the drafting of highly complex tender documents. As previously noted, the ECE tender process required more than 2,000 pages of highly technical written responses. In addition, the company also provided Infosys with relevant “domain expertise” of the Australian Government business environment, along with specialist subcontracted personnel which provided high levels of professional experience, technical expertise and know-how, supporting the delivery of the outputs and outcomes associated with the project contract.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Meetings with Stuart Robert

Question reference number: 13

Member: Chair

Type of question: Additional written questions (1/2)

Date set by the committee for the return of answer: 14 July 2023

Question:

1) Please provide details of any and all meetings between Infosys employees, other than Andrew Groth, and Stuart Robert (in addition to the questions already taken on notice about Mr Groth's 11 meetings with Mr Robert).

Answer:

Refer to Annexure A and answer to Question on Notice 1.

Joint Committee of Public Accounts and Audit

Inquiry into procurement at Services Australia and the National Disability Insurance Agency

Public Hearing – 23 June 2023

Answers to questions on notice

Infosys Technologies

Topic: Meetings at residences

Question reference number: 14

Member: Chair

Type of question: Additional written questions (2/2)

Date set by the committee for the return of answer: 14 July 2023

Question:

2) Please provide details of any meetings involving Infosys employees at David Milo's residence (Address removed), Khamphon Xaysavanh's residence (Address removed), or John Margerison's residence (Address removed).

Answer:

Infosys is not aware of any meetings involving current Infosys employees at the above addresses.

Infosys has identified that Mr White was invited to attend events on 11 November 2018 at Mr Milo's residence and on 16 December 2018 at Ms Xaysavanh's residence. As Mr White is no longer employed by Infosys, we cannot confirm that he attended.

Annexure A

All meetings between Infosys employees and Mr Robert

Date	Location	Attendees	Topic
11 September 2018*	Parliament House	Stuart Robert (Assistant Treasurer) Allen Koehn (Infosys) David Milo (Synergy 360)	Discussion regarding Infosys' plans to further invest in the Australian IT industry.
20 November 2018*	Banksii, Barangaroo	Stuart Robert (Assistant Treasurer) Andrew Groth (Infosys) Allen Koehn (Infosys) (Part only) David Milo (Synergy 360)	Discussion regarding the abovementioned jobs and investment announcement and to introduce Mr Groth to the then Assistant Treasurer (at the Assistant Treasurer's request).
Week of 19 November 2018*	Sydney ¹	Stuart Robert (Assistant Treasurer) Andrew Groth (Infosys) Anurag Varma (former Infosys employee)	Discussion regarding Infosys' plans to further invest in the Australian IT industry and introduction to Infosys' former Global Head of Government and Public Affairs.
26 June 2019*	1 Bligh Street, Sydney (Commonwealth Parliamentary Offices)	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys) Allen Koehn (Infosys) David Milo (Synergy 360)	Discussion regarding the then Minister's vision for the digital transformation of Australia.
19 November 2019*	1 Bligh Street, Sydney (Commonwealth Parliamentary Offices)	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys) Allen Koehn (Infosys) Patrick Kidd (ECE program manager, Synergy 360 subcontractor) David Milo (Synergy 360)	Introduction to the ECE program manager (Mr Kidd).

¹ Infosys cannot locate a record for the location of this meeting.

Date	Location	Attendees	Topic
1 February 2020	Infosys Confluence conference – the Glasshouse, Olympic Blvd, Melbourne	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys) Allen Koehn (Infosys) UB Pravin (Infosys) Dr Jack Dan (Advisor to the Minister for NDIS, Minister for Government Services)	Introduction to Infosys' Global COO and member of the Board (Mr Pravin) prior to the then Minister's address to the Infosys customer conference, "Confluence".
17 February 2020*	1 Bligh Street, Sydney (Commonwealth Parliamentary Offices)	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys) Patrick Kidd (ECE program manager, Synergy 360 subcontractor)	Discussion regarding progress of the ECE program.
10 March 2020*	Sydney	Stuart Robert (Minister for NDIS, Minister for Government Services) Matthew Gleeson (former Infosys employee)	Discussion regarding a potential subcontractor's capability (not related to ECE).
13 July 2020*	Microsoft Teams	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys) Allen Koehn (Infosys) Patrick Kidd (ECE program manager, Synergy 360 subcontractor)	Discussion regarding progress of the ECE program.
29 July 2020*	Microsoft Teams	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys) UB Pravin (Infosys) David Milo (Synergy 360)	Discussion regarding progress of the ECE program.
9 November 2020	Microsoft Teams	Stuart Robert (Minister for NDIS, Minister for Government Services) Andrew Groth (Infosys)	Discussion regarding progress of the ECE program.

Date	Location	Attendees	Topic
		<p>UB Pravin (Infosys)</p> <p>Dr Jack Dan (Advisor to the Minister for NDIS, Minister for Government Services)</p> <p>Another person from the Government or Stuart Robert's team was present in Stuart Robert's office (the Infosys attendees cannot recall that person's name).</p>	
12 May 2021*	Microsoft Teams	<p>Stuart Robert (Minister for Employment, Workforce, Skills, Small and Family Business)</p> <p>UB Pravin (Infosys)</p>	Discussion regarding progress of the ECE program.
29 January 2022*	Park Hyatt, Melbourne	<p>Stuart Robert (Minister for Employment, Workforce, Skills, Small and Family Business)</p> <p>Andrew Groth (Infosys)</p> <p>Darren O'Shannassy (Infosys)</p> <p>David Milo (Synergy 360)</p>	Catch-up coffee requested by the then Minister.
25 February 2022*	1 Bligh Street (Commonwealth Parliamentary Offices)	<p>Stuart Robert (Minister for Employment, Workforce, Skills, Small and Family Business)</p> <p>Andrew Groth (Infosys)</p> <p>Rachael Zavodnyik (Infosys)</p> <p>Scott Briggs (DPG)</p>	Discussion of the challenges related to immigration visa and moving staff from overseas to Australia, as well as Infosys' jobs and skills program. Infosys also provided a high-level update on the progress of the ECE program.

Note: “*” indicates no record or recollection of probity advisor or APS representative in attendance.

Annexure B

Name	Title	Organisation
Mr Nicholas Appleby	Cyber and Technology Engagement	Department of Home Affairs
Mr Steven Fievez	Assistant Secretary Corporate & Logistics Delivery Branch	Department of Defence
Hon Paul Fletcher MP	Shadow Minister for Science and the Arts and Shadow Minister for Government Services and the Digital Economy Member for Bradfield	Parliament of Australia
Ms Alice Kibble	Director, Policy Analysis	Australian Signals Directorate
Mr Matthew Smorhum	CIO, Information Management and Technology Division	Department of Foreign Affairs and Trade

CODE OF CONDUCT AND ETHICS





Infosys

CODE OF CONDUCT

Our Code of Conduct is guided by our purpose to amplify human potential and create the next opportunity for people, businesses and communities. It sets forth our core values, shared responsibilities, global commitments, and promises. It provides general guidance about the Company's expectations, highlights situations that may require particular attention, and references additional resources and channels of communication available to us. It is also the first step for you to get clarity on any questions relating to ethical conduct.

Our Code, however, cannot possibly address every situation we face at work. Therefore, the Code is by no means a substitute for our good judgment, upon which Infosys depends. We must remember that each of us is responsible for our own actions and that the ethical choice is always the best choice.

Please review the entire Code and refer to it whenever you have a question on ethical conduct. If requested to, you shall confirm in writing that you have reviewed the Code, and understand and agree to adhere to our core values, shared responsibilities, global commitments, and promises.

This Code of Conduct is also available on our Company website at:

- [Code of Conduct and Ethics](#)
- [Code of Conduct and Ethics \(Digital\)](#)





A MESSAGE FROM

THE CEO & MD



Infosys stands for many things – a commitment to delivering great client value, a space for employees to be themselves, a sharp focus on making a difference both within the industry and within the larger society – but most of all, we are known for our values. These values, embodied in C-LIFE (Client Value, Leadership by example, Integrity and Transparency, Fairness and Excellence) form the bedrock of our daily lives at the workplace. They are the foundation on which we built our success over the years and have held us in good stead from our inception.

It isn't a simple task to lead a life, especially in an ever-changing and demanding environment like ours, driven by values. But I have already seen that Infosysians strive to uphold our values in all that they do. This is remarkable, and proves that the only way to follow values is to truly live them. They are a part of our DNA, and rightly so. Therefore, each one of us is responsible for the values, and for maintaining and enhancing the culture that they have built. We act with integrity and transparency in all our transactions and work with fairness to solve the challenges faced by our stakeholders.

Regards,

SALIL S. PAREKH

Chief Executive Officer & Managing Director

We lead by example, always, and pursue excellence in all our fields. This is built into our vision, and this helps us make a difference – to ourselves and to everyone with whom we interact.

All of this is captured in our Code of Conduct. With a simple, easy-to-imbibe format, the Code forms the guidelines by which we lead our lives at work. It helps you take the right decisions, especially during challenging or ambiguous times. More than anything, it's important that we raise our concerns whenever we spot a violation of the Code, as the responsibility of upholding the Code lies with us. If you notice something amiss, please do reach out to the Office of Integrity and Compliance, or use the helpline/incident tracker, and we assure you that we will look into it, all the while protecting you against any form of retaliation.

Let us work together to live the Code, and find greater success within the strong framework that we have built over the years.

VALUES: C-LIFE

Our values are the principles we use to run the Company on a daily basis. They are so important that they are the source of our entire Code—a sort of ethical backbone. They are clear and simple. Our values are the foundation of everything we do and they are encapsulated in the acronym C-LIFE.

CLIENT VALUE

To surpass client expectations consistently.

LEADERSHIP BY EXAMPLE

To act on our conviction that ordinary people can be inspired and mentored to do extraordinary things.

INTEGRITY & TRANSPARENCY

To be ethical, sincere and open in all our transactions.

FAIRNESS

To be objective, empathetic and caring in our transaction.

EXCELLENCE

To strive relentlessly, constantly learn, improve ourselves, our teams, and services to become the best

Our values are also influenced by the principle of trusteeship. As Infoscions, we are all trustees of the company's legacy—its resources, assets and opportunities. As trustees, we have an obligation to pass on a better, stronger Infosys than the one we received. By necessity this includes meeting or exceeding our commitments to stakeholders, developing the full potential of our employees, and building Infosys' reputation to make it the most respected company in the world.

But trusteeship at Infosys goes further than that; trusteeship also includes our corporate commitment to utilizing natural resources in a sustainable way and to improving the communities in which we live and work. An early adopter of a robust CSR agenda, along with sustained economic performance, we believe in the importance of social stewardship. We embrace responsibility for our company to create a positive impact in the communities in which we work and live. Our key programs are driven by the strong [CSR platforms](#) we've built over the years. Trusteeship to the Infoscion means that we strive to create positive environmental, social and economic values in every aspect of our business.



CONTENTS



RESOURCES



BACK



NEXT

VALUES IN ACTION

What does it mean to act with integrity and transparency?

Acting with integrity and transparency means that we should be ethical, sincere and open in all our transactions. Personal accountability goes a long way in showing our clients and our employees that they can rely on us. That is why, as employees and leaders of Infosys, we keep our commitments and walk the talk. We speak up when we are uncomfortable or uncertain, especially when it comes to actions, conditions and behaviors that contradict our values and culture.



VALUES IN ACTION

What does it mean to create client value?

Client value is a commitment to bring in ideas and recommendations that are in the client's best interests, thus discharging our professional responsibilities in a manner that leads to long-term partnerships.

This means we should:

- **Always consider our customers' perspective.** The art of creating value starts with the ability to see our business through our client's eyes.
- **Consistently work to improve customer satisfaction.** Soliciting honest feedback through surveys on a regular basis allows us to keep our finger on the pulse of our customers' needs.
- **Develop a memorable customer experience.** Go the extra mile. Businesses with unforgettable customer experiences are more likely to benefit from word-of-mouth referrals and higher retention rates.





VALUES IN ACTION

What does it mean to lead by example?

At Infosys, we strive to act on our conviction that ordinary people can be inspired and mentored to do extraordinary things.

This means we should:

- Act with fairness and honesty in all our dealings—be objective and transaction-oriented.
- Make sure that those whom we supervise and those to whom we report understand and follow the Code, Company policies and applicable laws.
- Know what resources are available to help.
- Support employees who, in good faith, ask questions, raise concerns, or cooperate with investigations.
- Raise any integrity concerns immediately. Problems caused by violations of the Code, Company policies or applicable laws seldom get better with the passage of time—they frequently get worse.

VALUES IN ACTION

What does it mean to be fair?

Fairness in the workplace is about respecting the rights of all those who work with us.

This means we should:

- Treat employees fairly, keeping differing skills, abilities and circumstances in mind.
- As a manager, make our expectations and evaluation criteria known.
- At every stage, give employees an equal chance to be heard—whether it is allowing them to share great ideas or to air grievances.
- Discourage politicking. Establish a reputation for discouraging this practice and encouraging team members to communicate openly with each other to solve issues.
- Give credit generously. Employees should be recognized for their ideas and contributions.





VALUES IN ACTION

What does it mean to be excellent?

‘Excellence’ can be defined as the quality of excelling, possessing good qualities in high degree. It is about developing a winning mindset that says, “I want to be great at what I do. I want my work and my personal life to be successful.”

This means we should:





12 | Code of Conduct and Ethics

Office of Integrity & Compliance | U.S. TF #: 1-800-236-6618 - U.K. TF #: 0-808-189-1043 – India TF # 000-800-100-4380
<http://oic.infosys.com> | OIC@infosys.com | © 2022 Infosys Limited. All rights reserved.

THE CODE IS MORE THAN JUST WORDS ON A PAGE—IT'S A WAY OF LIFE FOR THE INFOSCION

The Code of Conduct expresses Infosys' commitment to conducting business ethically. It explains what it means to act with integrity and transparency in everything we do and in accordance with our unique culture and values.

As members of the Infosys family, let us follow not only the letter of the Code, but its intent and spirit as well. This means we should:

- Understand the areas covered by the Code, Company policies and procedures, and laws that apply to our job.
- Follow the legal requirements of all locations where we do business.
- Conduct ourselves in ways that are consistent with the Code, Company policies and procedures, and laws.
- Speak up if we have concerns or suspect violations of the Code, Company policies and procedures, or laws.
- When requested, certify that we have reviewed, understand and agree to follow the Code.
- Understand that following the Code is a mandatory part of our job.

The Code cannot address every situation that may occur. We are expected to exercise good judgment and ask questions when we need guidance or clarification. Many resources are available to assist us. These include our managers, the Office of Integrity and Compliance, Human Resources, Legal Department, the Helpline, and other resources listed at the end of the Code. In addition to the Code, we should also be aware of all Company policies and procedures applicable to our work. You may refer to the [Policy Portal](#) which is a repository of all our policies.

WHAT ARE MY RESPONSIBILITIES?

I Follow the Code

Our Code applies equally to all Infosys directors, officers and employees globally, across our subsidiaries. The Code also applies to our partners, suppliers, agents or others acting on the Company's behalf. As employees, it is important that we know and follow the Code as a guideline for decision-making that is paired with integrity.

I Lead by Example

No matter what our role is, each one of us is expected to lead when it is a question of ethics and be accountable for our actions. We act with responsibility and integrity in tune with our C-LIFE values.

I am the Example for my Team

Most often, a manager is the first person to be contacted about a concern in our work environment. Managers have some specific responsibilities:

- Be a role model of ethical behavior.
- Encourage your team to raise issues and speak up.
- Communicate a positive message about your commitment to ethics and compliance.
- Promote our values, the Code of Conduct and compliance with policies and the law.
- Actively support ethics and compliance awareness and training programs.
- Have open avenues for communication.
- Listen and respond fairly to employee concerns.
- Find satisfactory and complete resolutions to ethical issues.
- Escalate concerns when additional assistance is needed.

Infosys' [non-retaliation policy](#) is an embodiment of our values and a cornerstone of our Code. If you observe violations of Infosys values and principles, you are encouraged to report such incidents to the Helpline. Infosys will protect you and ensure that you are not retaliated against because of any report that you raise in good faith. Infosys does not tolerate any form of retaliation (whether by a manager, co-worker or otherwise) against an individual because he or she made a good faith report of an integrity concern. This protection also extends to anyone who assists with or cooperates in an investigation or report of an integrity concern or question. We support those who support our values.

SPEAK UP

If you believe that you have been discriminated against, harassed or have not been given equal opportunities at work, you are encouraged to submit a complaint to:

- Your manager
- Your skip-level manager
- Human Resources
- HEAR@infosys.com
- GRB@infosys.com, if you believe you have been sexually harassed
- Helpline

TABLE OF CONTENTS

A. RESPECTING EACH OTHER	17	D. COMMITTED TO OUR CUSTOMERS AND OUR SUPPLIERS	38
An Equal Opportunity Workplace Free of Discrimination or Harassment	17	Fair Dealings	38
A Safe Place to Work	18	Confidential Information of Clients and Third Parties	39
B. ETHICS IN OUR BUSINESS ACTIVITIES	19	Free and Fair Competition	40
Preventing Corruption	19	Industrial Espionage	42
Gifts and Entertainment	22	Governmental Relations	42
Charitable Contributions	22	Selecting Suppliers	42
Transacting with Third Parties	23	E. RECORDS, DISCLOSURES AND AUDITS	43
Trading in Company Shares	24	F. ADMINISTERING OUR CODE	47
Understanding Regulated Trade Restrictions	26	Investigations	47
Export Control and Import Regulations	26	Amendments/Modifications to Our Code	47
Anti-Boycott Laws	27	Acknowledgement	47
Conflict of Interest	28	Waivers	47
Political Activities	31	Disciplinary Actions	48
Lobbying	31	Form of Acknowledgment of Receipt of Code of Conduct and Ethics	50
Money Laundering and Terrorism Financing	32	INDEX	51
Immigration	32		
C. PROTECTING COMPANY ASSETS	33		
Company Confidential Information	34		
Improper Opportunities	35		
Company Intellectual Property	35		
Providing Information to the Media	36		
Physical Access Control	36		
Use of Company Assets	37		





CONTENTS



RESOURCES



BACK



NEXT

A RESPECTING EACH OTHER



An Equal Opportunity Workplace Free of Discrimination or Harassment

At Infosys, we strive to provide a work environment free of discrimination and harassment. We are an equal opportunity employer and employment decisions are based on merit and business needs. Our [Human Rights Statement](#) further illustrates our stand on this. Employees in the U.S. may also refer to our [U.S. equal opportunity statement](#).

We are committed to following fair employment practices that provide equal opportunities to all employees. We do not discriminate or allow harassment on the basis of race, color, religion, disability, gender, national origin, sexual orientation, gender identity, gender expression, age, genetic information, military status, or any other legally protected status. At Infosys, we value diversity and believe that a diverse workplace builds a competitive advantage.



CONTENTS



RESOURCES



BACK



NEXT

An Equal Opportunity Workplace Free of Discrimination or Harassment

To put these values in practice, all of us must ensure that decisions affecting employees are based on business factors only. For instance, decisions regarding hiring, promotion, termination, transfer, leave of absence or compensation should only be based on relevant business factors.

We must also ensure that we never verbally or physically mistreat others or engage in offensive behavior, and we should not tolerate those who do. This includes harassing, bullying, abusive or intimidating treatment, inappropriate language or gestures, disorderly conduct, violence and any other conduct that interferes with a co-worker's ability to do his or her job.

The Company's Anti-Discrimination and Anti-Harassment Policy applies to all persons involved in the operations of the Company and prohibits harassment by any employee of the Company towards other employees as well as outside vendors and customers. If you have any questions relating to what constitutes discrimination or harassment, or any other questions or concerns pertaining to discrimination or harassment, please refer to the [Policy on Prevention and Redressal of Harassment at Infosys](#) or any of the location-specific procedures found on your local policy page on the Company intranet. If you wish to report a concern, you may reach out to us using any of the relevant channels noted in the "Speak Up" section on the previous page, or simply call the Helpline listed throughout this Code of Conduct.

A Safe Place to Work

To work effectively, all of us need a healthy and safe work environment. All forms of substance abuse as well as the use or distribution of drugs and alcohol while at work is prohibited. Unless required as part of your role (for instance for security personnel where deemed necessary), possession and/or use of weapons/firearms or ammunition while on business of the Company is prohibited. All of us should be safe at our place of work. Should you observe any unsafe situations at work, please reach out to the Helpline. Please also take the time to familiarize yourselves with emergency procedures and the safety manuals applicable to your location.

B ETHICS IN OUR BUSINESS ACTIVITIES

Infosys enjoys a hard-won reputation for honesty, integrity and fair dealing. Without question, this reputation for integrity is an invaluable part of our success. There are certain regulations that Infosys is subject to and we should ensure that we comply both in letter and in spirit with these as is applicable.

Preventing Corruption

The United States Senate in 1977 stated “Corporate bribery is bad business. In our free market system it is basic that the sale of products should take place on the basis of price, quality, and service. Corporate bribery is fundamentally destructive of this basic tenet.”

Corruption diverts public resources from priorities such as health, education, and infrastructure and impedes economic growth. Corruption undermines public accountability and the rule of law. Corruption is anti-competitive, increases costs of doing business globally and introduces significant uncertainty into business. Bribery thus raises the risks of doing business, putting a company’s bottom line and reputation in jeopardy. Companies that pay bribes to win business ultimately undermine their own long-term interests and the best interests of their investors.

As a global company, apart from the Prevention of Corruption Act, 1988 (India), Infosys is subject to all relevant anti-corruption laws, including the U.S. Foreign Corrupt Practices Act (FCPA) (as if it were a U.S. incorporated company) and the Bribery Act 2010 (U.K.). These prohibit bribery of government officials and commercial partners.

Government Officials

Particular care must be taken when interacting with government officials. Government Official includes officer or employee of any agency, department or instrument of any government or anyone acting on their behalf. This includes (but is not limited to) officer or employees of a political party, employees or members of military services, civil services or judicial systems, candidates for political or public office, members of a ruling or royal families and employees of businesses controlled by the government, public international organizations etc. Family members of Government Officials are also considered as Government officials.

Prevention Corruption

We should never offer, directly or indirectly, any form of gift, entertainment or anything of value to any government official or commercial partners including customers or their representatives to:

- Obtain or retain business;
- Influence business decisions; or
- Secure an unfair advantage

This includes bribes, kickbacks and facilitation payments.

What is a bribe?

A bribe is anything of value that may be seen as an attempt to influence an action or a decision in order to obtain or retain business or acquire an improper advantage. This could include money, gifts, favors, use of company resources, entertainment or other items of value.

What is a kickback?

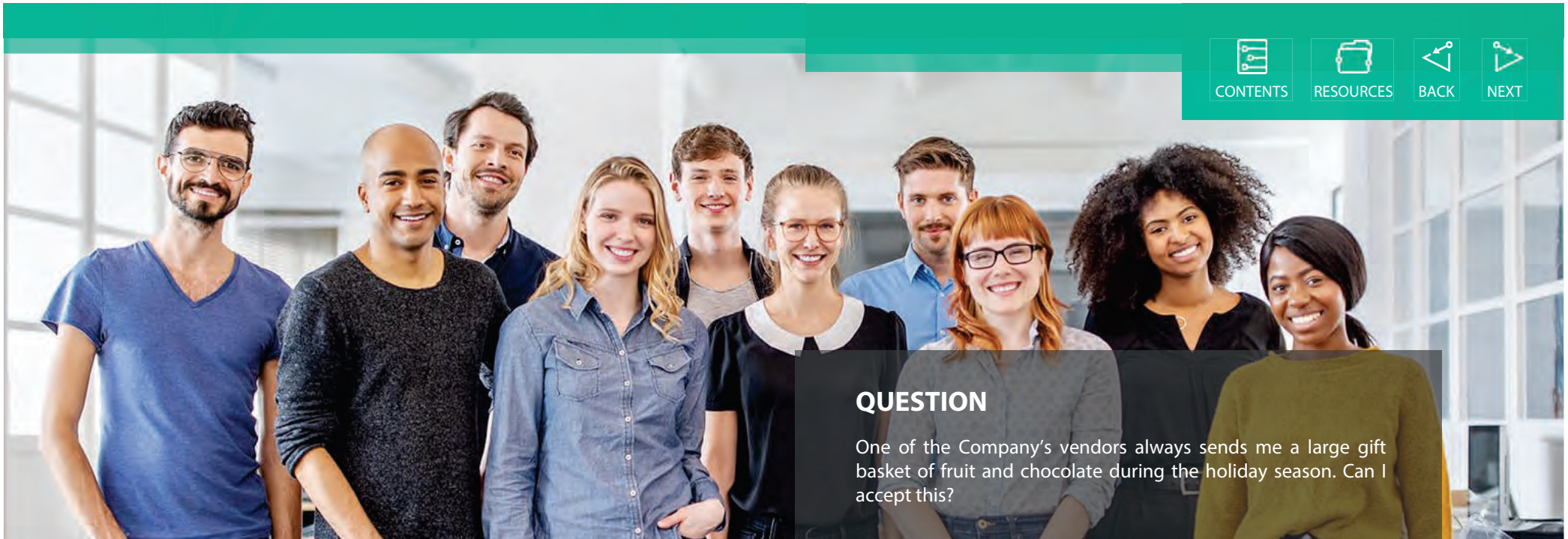
A kickback is a form of corruption that involves two parties agreeing that a portion of their sales or profits will be kicked back (given back) to the purchasing party in exchange for making the deal.

What is a facilitation payment?

Certain countries may have a practice of 'facilitation payments', which are payments to government officials to expedite or ensure routine actions, such as issuing visas, work permits, licenses etc.

Infosys doesn't do any of these, nor do we allow third parties acting on our behalf, such as vendors, agents, customers, consultants, alliance partners, suppliers and contractors to make any such payments.

Also remember that while managing these relationships, we must be on the watch for any actions relating to bribery, kickbacks, improper payments or other corrupting influences. We can and will be held responsible for the conduct of our third parties if they violate the law while working on our behalf.



QUESTION

One of the Company's vendors always sends me a large gift basket of fruit and chocolate during the holiday season. Can I accept this?

Anything of value? What does that mean?

Cash payments, gifts, entertainment, excessive business promotional activities, covering or reimbursing expenses, investment opportunities, shares, securities, loans or contractual rights, promise of future employment, payments under consulting agreements, subcontracts, stock options, and similar items of value.

RESPONSE

If the holiday gift baskets is of low value and you receive them infrequently, it is unlikely that you would feel obligated or influenced by them. If that is the case, you can continue to accept them. However, you are encouraged to share the gift baskets with other employees in your department. For more information on permissible value, please refer to [Anti-Bribery and Anti-Corruption Policy](#).

Gifts and Entertainment

In connection with certain holidays and other occasions, it is customary in many parts of the world to give gifts of nominal value to customers, government officials and other parties who have a business relationship with the Company. However, we should be careful that while doing so, we do not violate any regulations, Company policy or do anything that is contrary to our C-LIFE values.

When we offer a gift to a customer, a government official or any third party, we should keep the following in mind:

- It is not done to obtain or retain business, influence business decision or gain an improper advantage in business.
- It is lawful under the laws of the country where the gift is being given and permitted under the policies of the client.
- It constitutes a bona fide promotion or goodwill expenditure.
- It is not in the form of cash.
- The gift is of nominal value (on an individual and aggregate basis).
- The gift is accurately recorded in the Company's books and records.
- You must comply with our [Anti-Bribery and Anti-Corruption Policy](#).

Accepting Gifts: Acceptance of gifts is not encouraged. Please refer to the [Anti-Bribery and Anti-Corruption Policy](#).

Reach out to OIC@infosys.com in case of any query.

Charitable Contributions

Infosys believes that charitable contributions and donations are an integral part of its corporate social responsibility. Typical areas for granting support are education and research, social welfare, disaster relief and other similar social causes.

Before making a charitable contribution on behalf of Infosys, we should keep in mind the following:

- The recipient is a registered, tax-paying, recognized organization.
- The contributions are permissible under applicable local laws.
- Contributions are made without demand or expectation of business return.
- Beneficiaries of such contributions should not be related to the directors or executive officers of Infosys.
- Contributions shall not be made in cash or to the private account of an individual.
- Any amounts contributed or donations made towards charitable causes shall be fairly and accurately reflected in Infosys' books of accounts.
- Contribution shall be in compliance with [Anti-Bribery and Anti-Corruption Policy](#).

We have a strict diligence process for charitable contributions. Reach out to the Office of Integrity & Compliance by writing to OIC@infosys.com to understand the diligence we need to follow.

Transacting with Third Parties

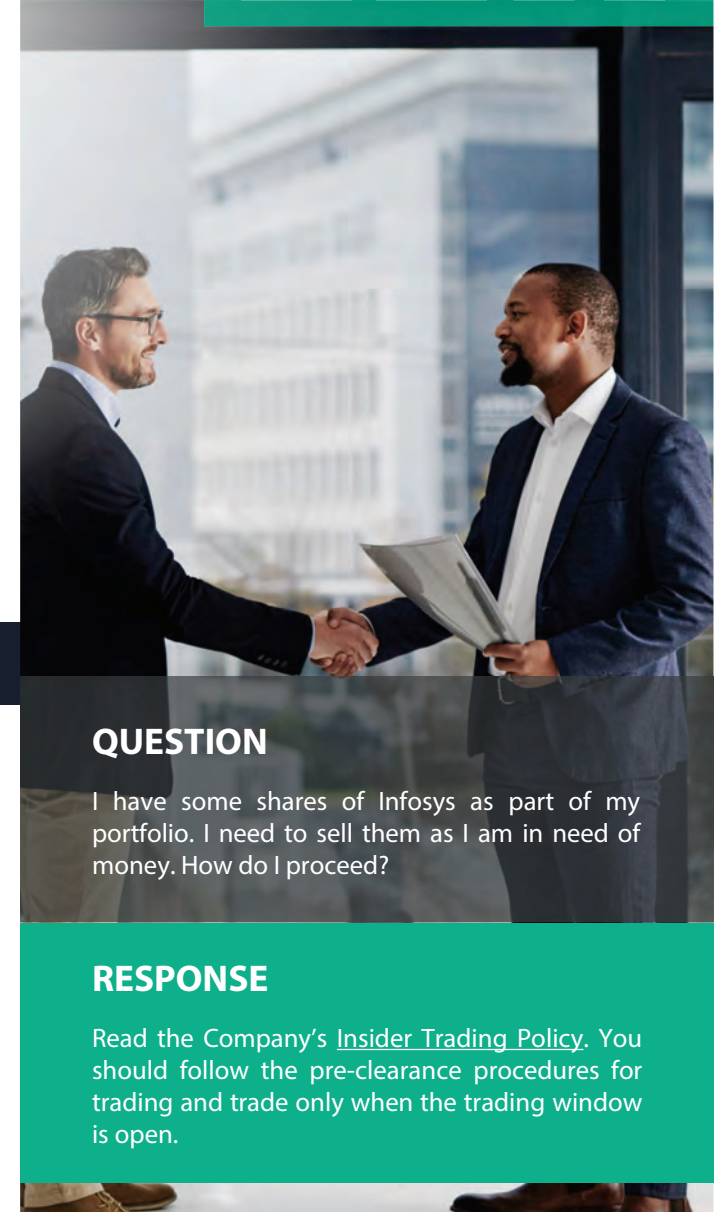
We try, to the extent reasonably practicable, to directly interact with government officials. However, if third party is required to interface with government authorities on behalf of Infosys, we should verify the credentials and reputation of such a third party prior to any engagement with them and ensure that a formal contract is executed, including appropriate provisions requiring the third party to comply with applicable anti-corruption and local laws. Engagement of third party shall be in line with legal requirements, internal processes & guidelines. A copy of the [Supplier Code of Conduct](#) must be provided to such third party.

Keep in mind that the Company and individual directors, officers or employees may be liable for a payment made by a third party agent, if the Company makes a payment or transfers other value to that third party agent knowing that it will be given to a government official.

We ensure that the fee, commission or other remuneration paid to intermediaries or third party agents is reasonable, bona fide and commensurate with the functions and services performed. We should keep track of such expenses so that they are fairly and accurately reflected in Infosys' books of accounts.

Red Flags While Transacting with Third Parties

- Background check reveals a flawed background or reputation.
- Transaction involves a country known for corrupt payments. Refer to Transparency International's list for this (www.transparency.org).
- Agent suggested by a government official.
- Agent objects to anti-corruption compliance requirements.
- Agent has a personal or business relationship with a government official.
- Unusual contract terms or payment arrangements such as payment in cash, payment in another country's currency or payment to a financial institution outside the country where the contract is performed.
- Requests that identity of the agent be kept confidential.
- Commission exceeds the 'going rate' or must be paid in cash.
- Indication that 'facilitation payments are required' to 'get the business moving'.
- Request false invoices or any other type of false documentation.
- Payment in a third country or in another party's name.



QUESTION

I have some shares of Infosys as part of my portfolio. I need to sell them as I am in need of money. How do I proceed?

RESPONSE

Read the Company's [Insider Trading Policy](#). You should follow the pre-clearance procedures for trading and trade only when the trading window is open.



Trading in Company Shares

Infosys is a publicly listed company. This means that the securities (which includes Shares and American Depositary Receipts) of Infosys may be traded by the public. The price of our securities may fluctuate on the basis of publicly available information about the Company's activities.

Unpublished Price Sensitive Information ("UPSI, also known as material non-public information") is information about a company that (i) is not in the public domain, and (ii) that an investor would find useful to decide whether to trade in the Company's securities. This could include information about financial results, dividends, change in capital structure, mergers, de-mergers, acquisition, delisting, disposal and expansion of business or changes in key managerial personnel. The list of UPSI is not exhaustive. If someone is aware of any UPSI of the Company and uses such information to buy or sell the Company's securities before such information is made public, they may be subject to penalties under insider trading laws.

How is this relevant to me?

In the course of our everyday work, as an employee, a consultant or a vendor, we may have access to UPSI. Under applicable securities laws, it is unlawful for a person who has such information to trade in the securities of the Company or to disclose such information to others who may trade. This activity is commonly referred to as 'insider trading'. Insider trading may lead to imprisonment, fines and insider traders may even be subject to private lawsuits.

Trading in Company Shares

So, what does this mean?

- Take care that we do not disclose UPSI to anyone outside the Company, including family and friends.
- Ensure that we do not trade in the securities of Infosys or any company involved with Infosys while you have UPSI. Additionally, the Company imposes a trading blackout period each quarter, during such period designated persons as per Infosys Internal Code of Conduct of Prohibition of Insider Trading are not to trade in Company securities.

For more details, read the Company's [Insider Trading Policy](#). All questions regarding the Company's Insider Trading Policy should be directed to InsiderTrading@infosys.com.

Prohibition Against Short Selling of Company Securities

No Company director, officer, employee or third party agent may, directly or indirectly, sell any equity security, including derivatives, of the Company if he or she (1) does not own the security sold, or (2) if he or she owns the security, does not deliver it against such sale (a "short sale") within the applicable settlement cycle.

QUESTION

My spouse is starting a company. To fulfil regulatory requirements, I need to be appointed as a director on the company. I will also be a majority shareholder in the company which is in the business of online food delivery. Is there a problem if I do this?

RESPONSE

From the facts, it does not appear that your spouse's start-up is in the same business as Infosys. Remember that you may not use Infosys time, property, or other resources to help your spouse. Good luck!

Understanding Regulated Trade Restrictions

Export Control and Import Regulations

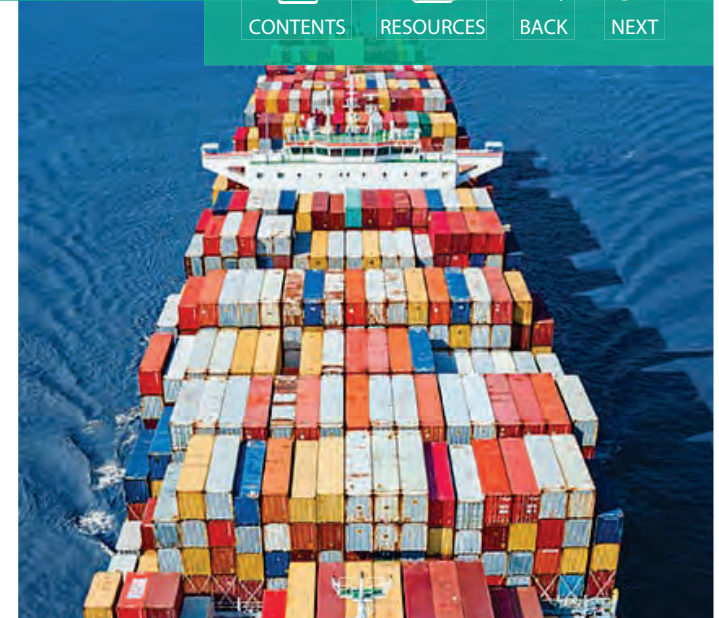
Many countries maintain controls on where items or data may be exported to – these are called ‘export controls’. Under these laws, an ‘export’ occurs when a product, service, software, technical knowledge is transferred to another country or to any foreign citizen or representative of another country, regardless of where that person is located. Exports can also occur when a foreign citizen is given access to controlled information or software through a network, visual inspection, or telephone conversation. Infosys may be exposed to export controlled items or data while developing software, working with clients, or reselling third party products.

Some of the strictest export controls are maintained by the United States. For example, U.S. export regulations apply both to exports from the U.S. and to exports from other countries, when those products contain U.S.- origin components or technology. Other countries, including in Europe, also have strict export control regulations.

What do you need to do?

- Early on in any customer engagement, you should carefully consider the obligations of the Company and the customer with respect to export controls.
- While you should familiarize yourself with Infosys’ export control policies, understand that the export rules are complex, and enlist the assistance of the Office of Integrity & Compliance at an early stage by writing to OIC@infosys.com.

Infosys is engaged in import of software and other intangible assets. Several laws and legal requirements are applicable on imports. You should ensure to comply with all import laws, regulations and requirements when transferring goods and controlled software across borders.



Export Control Regulations

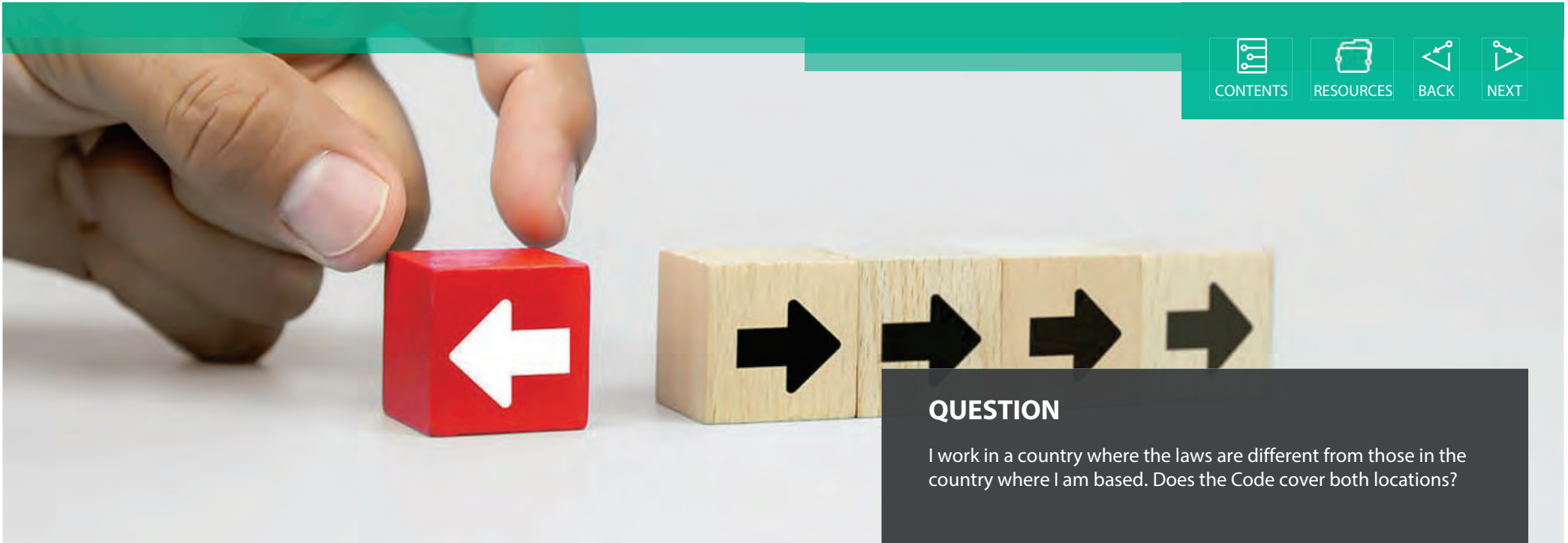
Even if duplicated and packaged abroad, software created in the United States may be subject to these regulations. In some circumstances, an oral presentation containing technical data made to foreign nationals in the United States may constitute a controlled export.

Understanding Regulated Trade Restrictions

Anti-Boycott Laws

In the course of our work, we may receive requests for Infosys to boycott certain countries, companies or other entities. Boycott activity can take the form of refusals to do business with certain groups or requests for information about boycotted entities. We should not cooperate with any boycott that is not initiated by the U.S. or Indian governments. This may be considered as an illegal foreign boycott. Be alert to these situations, as these requests may be contained as part of larger documents such as master service agreements, invoices or statements of work. Please contact the Office of Integrity and Compliance at OIC@infosys.com if you have questions.





QUESTION

I work in a country where the laws are different from those in the country where I am based. Does the Code cover both locations?

RESPONSE

Infosys respects the letter and the spirit of the laws and customs of every place where we do business. The Code is intended to be broad enough to cover everyone worldwide, but laws vary from place to place. What may be lawful in one place may be unlawful in another. Employees must always perform their jobs in compliance with applicable laws, policies and procedures. If you are concerned about a possible conflict involving our Code, Company policies and procedures, and any local laws or customs contact any of the resources listed at the end of the Code.

Conflict of Interest

What does conflict of interest mean?

When the interests or benefits of one person conflict with the interests or benefits of the Company, a conflict of interest is said to occur. We must avoid situations involving actual or potential conflict of interest so that even the slightest doubt about our integrity is not raised.

Conflicts of interest also occur when we or our family members receive improper personal benefits, or preferential treatment as a result of our position, or the position of a family member, in the Company. Remember that such situations might impact our judgment or responsibilities towards our Company and our shareholders and customers.

Conflict of Interest

When could I be faced with a 'conflict of interest' issue?

Some examples include:

OUTSIDE EMPLOYMENT

If you take part in any activity that enhances or supports a competitor's position or accept simultaneous employment with any other company or business entity, it is considered outside employment and a conflict of interest. This includes performing services as an employee, agent or contractor for a customer, supplier or any other entity that has a business relationship with the Company while working at Infosys.

RELATED PARTY TRANSACTIONS

You should also avoid conducting Company business with a Family Member or Relative, or with a business in which a Family Member or Relative is associated in any significant role. Family Member or Relative include spouse, siblings, children, parents, grandparents, grandchildren, aunts, uncles, nieces, nephews, cousins, step relationships, and in-laws.

Material transactions, particularly those involving the Company's directors or executive officers, must be reviewed and approved in writing in advance by the Company's Audit Committee. As a listed entity, the Company is subject to certain legal obligations to report such material related party transactions to regulators and it is important that all such transactions be fully disclosed, conducted at arm's length and with no preferential treatment.

WORKING WITH FAMILY AND FRIENDS

To avoid conflicts of interest and any appearance of favoritism, ensure that you do not work directly for, supervise or make employment decisions about a Family Member or Relative. This includes positions or assignments within the same department and the employment of such individuals in positions that have a financial or other dependence or influence (e.g., an auditing or control relationship, or a supervisor/subordinate relationship).

Please reach out to your manager and unit HR manager if you have any questions about this. The Human Resources Department is responsible for determining whether an acknowledged relationship is covered by the policy.

RELATIONSHIPS AT WORK

Personal or romantic involvement with a competitor, supplier, or another employee of the Company might affect your ability to exercise good judgment on behalf of the Company. This could lead to conflict of interest. Personal relationships and romantic liaisons between employees who are in a manager-employee reporting structure may lead to team management challenges and reduced morale. Such relationships must be disclosed to the manager immediately, who may take appropriate corrective action.

OUTSIDE DIRECTORSHIPS

It is a conflict of interest for employees or directors to serve as a director, partner, sole proprietor or any other equivalent position of any company, firm or business entity, as the case may be that competes with the Company or have a line of business similar to that of Infosys. With prior approval of the Office of Integrity and Compliance, employees may serve on the boards or governing body of two other business entities, provided such entities do not compete with Infosys. In case any clarification is required, please reach out to the Office of Integrity and Compliance.

OUTSIDE INVESTMENTS

You should not have a financial interest, including through a relative, in any organization if that interest would give or appear to give you a conflict of interest with the Company. You should be particularly sensitive to financial interests in competitors, suppliers, customers, distributors and strategic partners. Questions in this regard should be directed to OIC@infosys.com.

LOANS

Loans and guarantees to employees by the Company could constitute improper personal benefits depending on the facts and circumstances. Loans by the Company to, or guarantees by the Company of obligations of, any director or executive officer or their family members are prohibited by law.

Conflict of Interest

When faced with such issues, ask yourself:

- Would this create or appear to create an unfair incentive for me or my friends and family?
- Am I putting Infosys at risk of violating laws or agreements with our customers?
- Would this look bad if it was brought up in social media?
- Would this distract me from doing my job?

What should I do if I have any questions?

- All such situations must be disclosed by reaching out to OIC@infosys.com. Remember, having a conflict of interest is a violation of this Code.
- Additionally, you must also update any changes to your disclosures to OIC@infosys.com.

Since the situations for other conflicts of interest are wide and many, it would be impractical to attempt to list all possible situations. If a proposed transaction or situation raises any questions or doubts, you should raise it to OIC@infosys.com.





Political Activities

Infosys reserves the right to communicate its position on important issues to the elected representatives and other government officials. Infosys' funds or assets must not be used as contribution for political campaigns or political practices under any circumstances without the prior written approval of the Board. For obtaining such approvals, please reach out to OIC@infosys.com. We do not seek reimbursement for political contributions or use Infosys resources for personal political activities. We also do not indicate in any manner that we represent our Company's opinion about a candidate for office or any political cause or decision of any government.

Lobbying

If our work includes meetings with government, elected officials, all of which might be construed as 'lobbying', we must be aware that such activities are regulated. We should not claim to represent our Company at such meetings unless we are specifically designated by the Company to do so. As in all other spheres of our activity, any meetings of this sort should be carried out with high integrity, in line with our C-LIFE values.

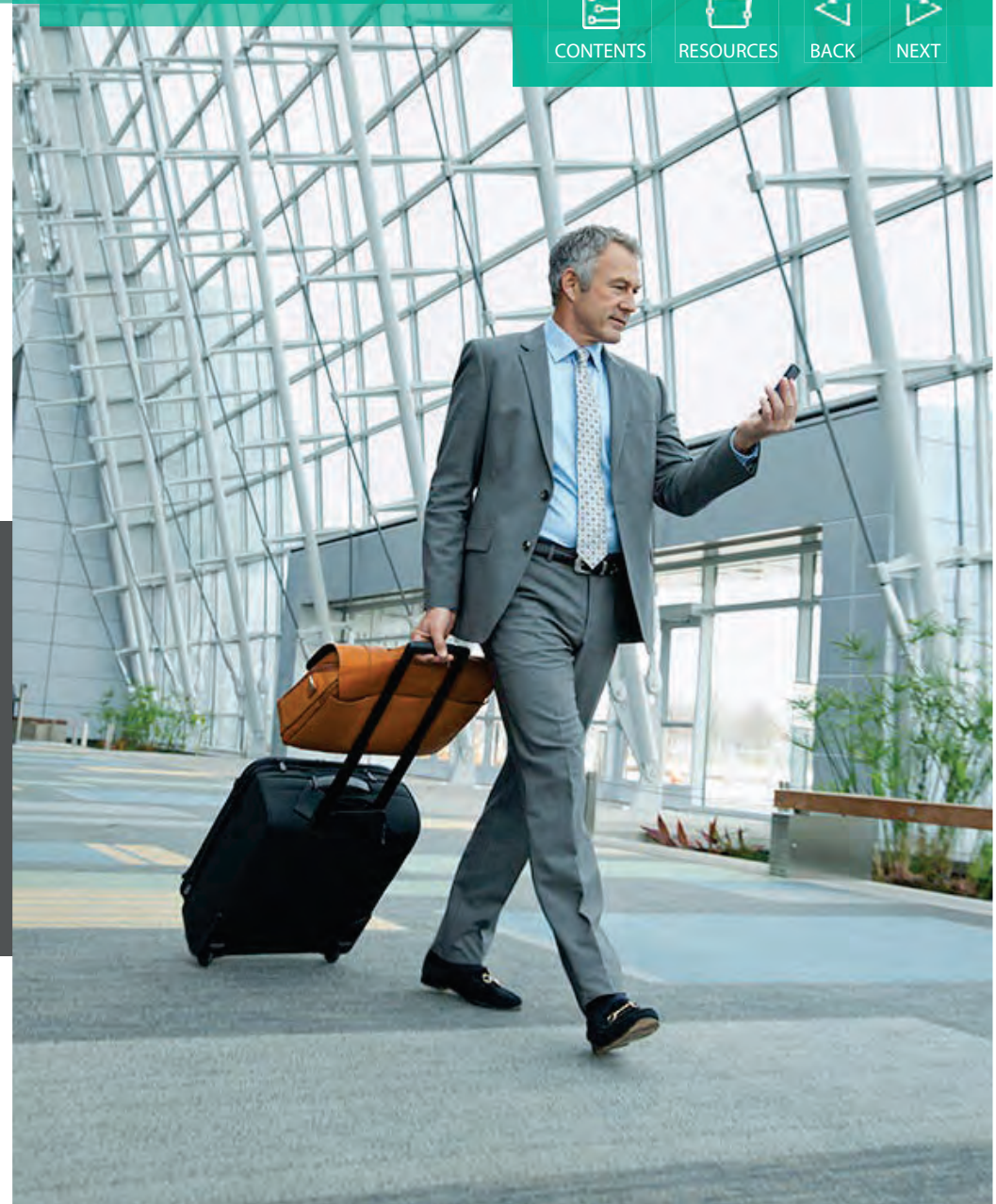


Money Laundering and Terrorism Financing

Money Laundering occurs when someone directly or indirectly gets involved in any process or activity connected with the proceeds of crime including its concealment, possession, acquisition or use and projecting or claiming it as untainted property. Terrorism financing occurs when money or other resources are made available to commit criminal acts of terrorism or to support terrorist organizations. In case you notice any such activity, please report it using the helpline details.

Immigration

At Infosys, employees are required to travel across the globe from time to time to support defined business requirements. During such travel, you are expected to ensure compliance with applicable requirements both under immigration laws as well as company policies. In case any clarification is required, please reach out to Global Immigration helpdesk at GI_Helpdesk2@infosys.com.





CONTENTS



RESOURCES



BACK



NEXT

C

PROTECTING COMPANY ASSETS

Company Confidential Information

For the Company, its confidential information is a valuable asset and every director, employee and agent of the Company must protect it. Confidential information includes all non-public information. It also includes personal information (regardless of its source) that we obtain in the course of business. We must take care that all confidential information is used for Company business purposes only and in case of personal information, in addition, it must be processed on instructions from the Company in accordance with laid out policies, procedures and guidelines and as per applicable privacy laws and regulations.

Upon joining Infosys, all employees sign a Confidentiality and Nondisclosure Agreement which details their confidentiality obligations to the Company. As employees, we have access to significant amounts of company information that may not be available to the public, and we should preserve the confidentiality of information obtained in the Company's service. Information of a confidential, private and sensitive nature must be used responsibly and controlled and protected to prevent its prohibited, arbitrary or careless disclosure.



Company Confidential Information

Unless the Company has provided its specific consent, which should preferably be in writing, or there is a legal or professional right or duty to disclose, we are prohibited from disclosing confidential Company information. Confidential or proprietary information about clients, our organization, or other parties, which has been gained through employment or affiliation with Infosys, may not be used for personal advantage or for the benefit of third parties.

Our [Information Security Policy](#) sets out the expectations on each of us to safeguard confidential information of Infosys and our third parties with the assurance of security, availability, integrity and confidentiality. The [Acceptable Usage Policy](#) provides the purposes for which Infosys IT resources may be legitimately used and our cybersecurity responsibilities. These policies, together provide employees with the mandatory directive of safeguarding Infosys and client information.

Our Infosys Privacy Policy sets out the expectations on each of us to process personal information belonging to our employees, clients, agents, consultants, suppliers, and contractors in a manner so as to ensure compliance with all applicable privacy laws and regulations, including processing through cross border data transfer between group entities. Unless authorized and contractually agreed, we are committed to protect the confidentiality of such personal information while processing such personal information, implement adequate technical and organizational measures and employees are made aware of and required to comply with mandated processes under [Privacy Policy](#) for responsible use, disclosure, storage, retaining or any other processing of such personal information.

Any incident involving personal data/information (actual or suspected) should be brought to the attention of Data Privacy Office by raising an AHD to DPO or via email at privacy@infosys.com.

Improper Opportunities

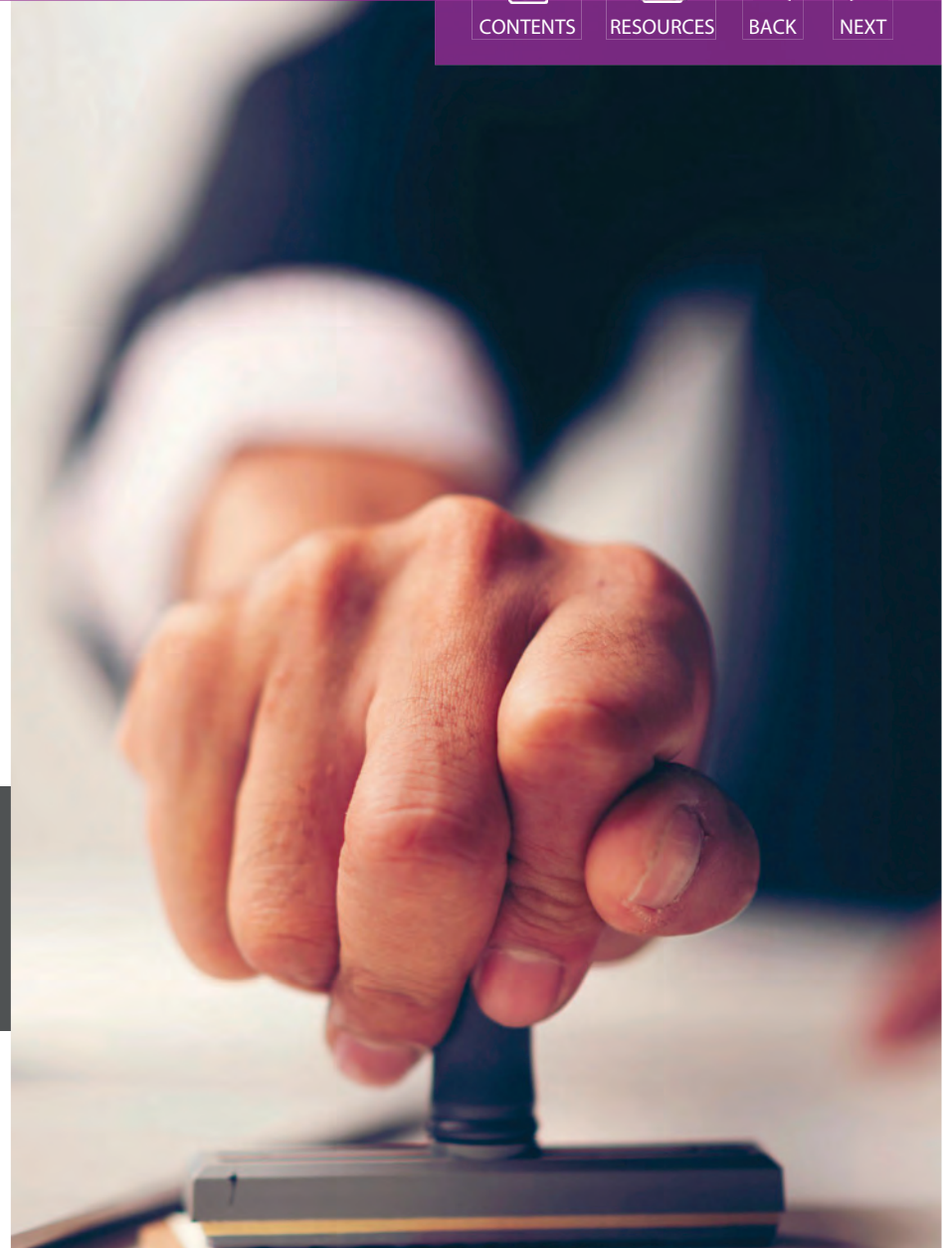
When we receive information as part of our job, we should not trade with it for our personal benefit. Neither should we pass on the information to our friends and family members or indirectly compete with the Company. Information obtained as part of our job should not be taken advantage of even after we leave the organization.

Company Intellectual Property

The intellectual property (IP) of the Company must be protected as a vital business asset. Our IP portfolio includes copyrights, patents, trademarks, service marks, trade secrets, design rights, logos, brands and know-how. We must use our IP focusing on protecting these assets. It is important to ensure that to the extent permitted by law, the rights to all IP created using the Company's time and expense that which are within the scope of our duties are assigned to and are the property of the Company. We should promptly disclose any works, inventions or developments we create to obtain legal protection over them. Please contact the IP Cell at infyipteam@infosys.com if you have any questions.

Speaking to the Media

Any inappropriate or inaccurate response, even a simple 'NO' or disclaimer of information, may result in adverse publicity and could otherwise gravely affect the Company's legal position.



Providing Information to the Media

To protect our confidential information from misuse and to ensure that only accurate information about the Company is disclosed, we have designated our Corporate Communications team to handle exchanges with the media. Additionally, our Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and Investor Relations Department are the official Company spokespeople for financial matters. All inquiries or calls from the press and financial analysts should be referred to the Corporate Communications team. We must not post or discuss information concerning the Company's services or business on the Internet unless we are authorized to do so. Neither must we create a perception that we are speaking or posting on behalf of the Company. Remember that your online posts will be available for a long time, so think carefully prior to posting any information that could affect our Company.

For more information, you may read [Infosys Code on Fair Disclosures and Investor Relations](#) which establishes who in the Company may communicate information.

Physical Access Control

Infosys has developed procedures covering physical access control to ensure privacy of communications, maintenance of the security of the Company communication equipment, and safeguard Company assets from theft, misuse and destruction. We are responsible for complying with the security policies in your location. You must not defeat or cause to defeat the purpose for which the access control was implemented. For more details please read the Company's [Information Security Policy](#).





QUESTION

I recently started working at Infosys. I previously worked for a competitor and just realized I may be involved in developing technology for Infosys that is very similar to what I developed for my prior employer. Should I inform my manager?

RESPONSE

Yes, immediately inform your supervisor that there may be a conflict with your obligations to a prior employer, but take care not to disclose any confidential information belonging to the prior employer in doing so. You should follow any obligation to your prior employer not to disclose or use their confidential technical information. Infosys expects you to honor your confidentiality obligations to your prior employer. When in doubt about the scope of obligations to a prior employer contact our IP Cell.

Use of Company Assets

The use of Infosys assets for individual profit or any unlawful, unauthorized personal or unethical purpose is prohibited. Our information technology, intellectual property (e.g., copyrights, patents, and trademarks), facilities, equipment, machines, software, and cash may be used for business purposes only, including responsible and accurate expense reimbursement, and in accordance with applicable policies.

Other assets (e.g., computers, printers, and copiers) may be used for minor and incidental personal purposes provided such use is kept to a minimum, and does not create any significant incremental costs, interfere with work duties, or violate any laws or Infosys policies. The use of any Infosys resources for personal political activities is prohibited.

Computer hardware, software, data, and facilities are valuable resources that need protection from potential destruction, theft, or misuse. These resources may also include confidential client or Infosys information that requires safeguarding. It is your responsibility to prevent unauthorized access through the use of ID badges, passwords, or other security codes, and physical security measures (such as using computer cable locks, not leaving computers unattended in cars, and other normal precautions).

Copyrighted materials (e.g., books, music, software, and magazines) should not be reproduced, distributed, or altered without permission of the copyright owner or an authorized agent. Software used in connection with the business of Infosys should be properly licensed and used only in accordance with that license. Using unlicensed software could constitute copyright infringement and may be grounds for disciplinary action. For more information, please read the Company's policies on use of Company assets.

Expense Claims

Each supervisor, manager, and individual employee has an obligation to each other and to the Company to comply with Infosys business expenses and reimbursement policies and practices. All business-related expense claims must be authorized by your manager before being incurred. Personal expenses will not be reimbursed by the Company.

D COMMITTED TO OUR CUSTOMERS AND OUR SUPPLIERS

To many people, you are the only “Infosys” that they will ever meet—as such you are a brand ambassador and a representative of the Company. For instance, if our job involves working with current or potential Company customers/suppliers, we must act in a manner that is representative of our C-LIFE values. The goodwill our Company enjoys is one of our most important assets, and we must preserve and enhance our reputation through our actions.

Fair Dealings

We must deal fairly with the Company’s customers, suppliers, partners, service providers, competitors and anyone else with whom we interact while at work. We should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of facts or any other unfair dealing practice.





Confidential Information of Clients and Third Parties

The Confidentiality and Nondisclosure Agreement we sign when we join the Company details our confidentiality obligations to the Company and its clients. We have access to significant amounts of client information that may not be available to the public, and we are required to preserve the confidentiality of information obtained in client service. Information of a confidential, private and sensitive nature must be used responsibly and controlled and protected to prevent its prohibited, arbitrary or careless disclosure. Unless the client has provided its specific consent, which should preferably be in writing, or there is a legal or professional right or duty to process or disclose, we are prohibited from processing or disclosing confidential client information.

Confidential or proprietary information including personal information about clients, our organization, or other parties, which has been gained through employment or affiliation with Infosys, may not be used for personal advantage or for the benefit of third parties. We are committed to protect the confidentiality of processing such personal information by implementing adequate technical and organizational measures, and all employees, agents, consultants, suppliers, contractors, are made aware of their responsibility to use, or process personal information, unless authorized by law and/or contractually agreed.

Free and Fair Competition

At Infosys, we believe that a free and fair market benefits all of us and ensures that our clients receive the best quality products and services at the best prices. Most countries we operate in have laws to encourage and protect free and fair market competition by regulating anti-competitive conduct, including unfair acts by market leaders. These laws regulate our relationships with our customers, competitors, distributors and resellers.



What do we need to know? What is regulated? How do we comply?

- Anti-trust laws generally address the following areas: Unfair pricing practices (such as price discrimination, price fixing), secret rebates, entry barriers through exclusive dealerships or distributorships which are questionable, restrictions on carrying competing products and other practices. If you come across any such questionable practices in the course of your work, for instance, while bidding for services, please contact the Helpline.
- You should not engage in any commercially motivated understanding (written or oral, expressed or implied) to undermine the fair market competition.
- You should not knowingly make false or misleading statements regarding our competitors or the products and services of our competitors, customers or suppliers.
- Collusion among competitors is illegal. Our communications with competitors should always avoid subjects such as prices or other terms and conditions of sale, customers and suppliers. You should not enter into an agreement or understanding, written or oral, express or implied, with any competitor on these subjects.

For more information, please refer [Anti-Trust Policy](#).



CONTENTS



RESOURCES



BACK



NEXT

QUESTION

My department is in the process of choosing a vendor. One of my employees recommended a company owned by his sister. I have heard good things about this company from other sources. Can I consider this company even though one of my employees is related to the owner?

RESPONSE

This employee can compete for the work, but the employee who is related to the owner cannot be involved in decisions about choosing the vendor. Nor can the employee be involved in managing the vendor, if chosen. Your employee should also understand that he cannot provide any confidential Infosys information or other advantage to his sister that would help her company be selected. Also, you should consult your manager about any actual or apparent conflicts of interest under the circumstances, particularly where family members are involved.



Industrial Espionage

Our commitment to fairness includes respecting the rights of our competitors and abiding by all applicable laws. As a lawful competitor and to help ensure the integrity of the competitive marketplace, we must respect our competitors. Take care that we do not appropriate or unlawfully use the information, material, products, intellectual property, or proprietary or confidential information of anyone including suppliers, customers, business partners or competitors.

Governmental Relations

While all our clients are treated with respect, we should be especially careful while dealing with government clients. There are significant penalties in many countries, including debarment and monetary penalties for organizations that fail to follow the law while working for government clients. The principles set out in Section B of this Code of Conduct ‘Ethics in Our Business Activities’ and Anti-Bribery and Anti-Corruption Policy of the Company must be strictly followed by all who interact with government officials especially with respect to gifts and entertainment. We should not attempt to influence government employees in any manner other than what is agreed in our contractual arrangement with the government. Employment opportunities for former government officials must not be discussed without first seeking guidance and approval of the Office of Integrity and Compliance. Similarly, we should not initiate discussions for any contract with any business in which a government official or employee holds a significant interest, without the prior approval of the Office of Integrity and Compliance. Reach out to OIC@infosys.com for approvals.

Selecting Suppliers

The Company’s suppliers make significant contributions to our success. We strive to create an environment where our suppliers are confident that they will be treated with respect. We select our significant suppliers or enter into significant supplier agreements through a competitive bid process where possible. For more information, read our [Supplier Code of Conduct](#).



CONTENTS



RESOURCES



BACK



NEXT

E RECORDS, DISCLOSURES AND AUDITS



Maintaining Accurate Records

The integrity of our financial transactions and records is critical to the operation of our business. Our shareholders' trust is based on their confidence in the accurate recording of our financial transactions. Additionally, as a listed company, we are bound by certain standards for accurate financial reporting and we are required to have appropriate internal controls and procedures. If you have responsibility for or any involvement in financial reporting or accounting, you should have an appropriate understanding of, and you should seek in good faith to adhere to, relevant accounting and financial reporting principles, standards, laws, rules and regulations and the company's financial and accounting policies, controls and procedures.

If you are a senior officer, you should seek to ensure that the internal controls and procedures in your business area are in place, understood and followed.

Additionally you should take every precaution, whether you are otherwise required to be familiar with finance or accounting matters or not, to ensure that every business record or report with which you deal is honestly filled in, accurate, complete and reliable. For more information, refer to the [Policies on Reimbursement of Official Expenses](#). Additional policies may be applicable, based on your location.

Ensuring Accurate Public Disclosures

Infosys is committed to provide full, fair, accurate, timely and clear disclosures in reports and documents that we file with, or submit to our regulators and in our other public communications. To enable this, we must ensure that we comply with our disclosure controls and procedures, and our internal control over financial reporting.

Auditors

Our outside auditors have a duty to review our records in a fair and accurate manner.

We must cooperate with them in good faith and in accordance with law. We must never mislead them in any manner regarding financial records, processes, controls or procedures or other matters which they may enquire about.

Interacting with Regulators

We must fully and truthfully cooperate with any examination or request for information from a regulator or law enforcement agency. Any contact with law enforcement agencies or regulators must be coordinated through the Legal Department.





CONTENTS



RESOURCES



BACK



NEXT

Records on Legal Hold

In certain circumstances, such as litigation or government investigations, you may be informed by the Legal Department that a legal hold is placed on records for which you are responsible. A legal hold prevents the destruction of documents which may be required for such investigations. We must all comply with instructions of the Legal Department if a legal hold is placed.

Unless released in writing by the Legal Department, a legal hold remains effective. If you have any questions about a legal hold, contact the person who has sent you the notice of legal hold.

Record Retention

All Company records shall be maintained in accordance with our [Document Retention and Archival Policy](#).



Do Not

Enter information in the Company's records that hides the true nature of any financial or non-financial transaction or result.



Establish any undisclosed or unrecorded fund, account, asset or liability for any improper purpose.



Enter into any transaction or agreement that could affect the accurate and timely recording of revenues or expenses.





CONTENTS



RESOURCES



BACK



NEXT

F

ADMINISTERING OUR CODE

The Office of Integrity and Compliance is responsible for administering the Code and reports to the General Counsel and the Audit Committee of the Company.

Investigations

We have put in place a process to review and investigate all potential legal or Code violations. Investigations will be conducted in confidence and will be respectful and fair. If an allegation is substantiated by an investigation, the appropriate management team will review the findings and determine the final outcome. Should you report a potential violation in good faith, you are assured of all support by the Company. This support is extended to any person who is assisting in any investigation or process with respect to such a violation as well. You can report any potential violation in good faith without ever worrying, for instance if it will affect you professionally. Any such retaliation may be immediately reported to the Helpline. If you are the subject of an external investigation, you should immediately report this to your manager unless it is prohibited by law.

Amendments/Modifications to Our Code

Our Company's Board is responsible for approving and issuing the Code. The Code was first effective on April 10, 2003, with revisions through July 12, 2019 and October 13, 2021. Our Code is reviewed annually to determine whether revisions may be required due to changes in the law or regulations, or changes in our business or the business environment. The Board of Directors must approve any changes to our Code.

Acknowledgement

Employees and our Board of Directors are required to acknowledge that they have read and understood the Code. Our Independent directors may be required to acknowledge acceptance of the Code for Independent Directors as well. You must remember that under no circumstances does your failure to read our Code, sign an acknowledgement or certify online exempt you from your obligation to comply with our Code.

Waivers

Any waiver of our Code requires the prior written approval of the Office of Integrity and Compliance or, in certain circumstances, the Board of Directors or a committee thereof. Waivers will be promptly disclosed as required by applicable law.



CONTENTS



RESOURCES



BACK



NEXT

Disciplinary Actions

If you violate our Code, the Company will take appropriate disciplinary action.

The matters covered in this Code are of the utmost importance to the Company, its shareholders and its business partners, and are essential to the Company's ability to conduct its business in accordance with its stated values. We expect all of our directors, officers, employees and third party agents to adhere to these rules in carrying out their duties for the Company.

We take violations of this Code, Company policies and applicable laws seriously. Where appropriate, the Company takes prompt corrective action, up to and including termination of employment. We strive for consistency and fairness in discipline for Code violations. Discipline may include a verbal or written warning; suspension with or without pay; loss or reduction of bonus or stock options; or, for the most serious offenses or repeated misconduct, termination of employment.

Any disciplinary action depends on the nature, severity, and frequency of the violation. It may vary depending upon local law. Please understand that those who violate the laws or regulations mentioned in the Code could expose themselves and the Company to substantial civil damages and criminal penalties.

Corrective action may be taken if you:

- Violate the Code, Company policies and procedures, or applicable laws.
- Direct others to violate the Code, Company policies and procedures, or applicable laws.
- Are aware of a violation or potential violation, and fail to report it.
- Fail to effectively monitor the actions of people you manage.
- Do not cooperate in a Company audit or investigation.
- Fail to participate in required training.
- Retaliate against someone for reporting a concern in good faith or for participating in an investigation of such a report.
- Disclose information learned during an internal investigation.



SPEAK UP

Confidential

Toll-free 24/7

Report your concerns to your manager, Human Resources manager, or the Helpline.

The helpline numbers are :

- U.S. Toll Free #: 1-800-236-6618
- U.K. Toll Free #: 0-808-189-1043
- India Toll Free #: 000-800-100-4380
- You can also report at <http://oic.infosys.com>
- Local helpline numbers are available at <http://oic.infosys.com>

You can also write to whistleblower@infosys.com, or to the Chief Compliance Officer at complianceoffice@infosys.com.

If you have concerns about reaching out to the Chief Compliance Officer, your report may be made to the Audit Committee of Infosys at Audit.Committee@infosys.com.

For more details, read the Company's Whistleblower Policy available on the Infosys intranet and on the Infosys website at:

<https://www.infosys.com/investors/corporate-governance/documents/whistleblower-policy.pdf>.

If you have concerns relating to your fellow employees' behavior, you can also reach out to HEAR@infosys.com.

Grievances relating to sexual harassment may be raised by writing to GRB@infosys.com.

Use the helpline to report:

- Inaccuracy of financial records
- Accounting and auditing irregularities
- Bribery, corruption or illegal payments
- Criminal conduct and violations of law
- Discrimination and harassment
- Conflicts of interest



Retaliation is against our values

All such reports may be made without fear of reprisal and with the assurance that the Company is behind you. Threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, this Code or other Company policies, or against any person who is assisting in any investigation or process with respect to such a violation, is prohibited.

Form of Acknowledgment of Receipt of Code of Conduct and Ethics

I have received and read the Company's Code of Conduct and Ethics. I understand the standards and policies contained in the Company Code of Conduct and Ethics and understand that there may be additional policies or laws specific to my job and/or the location of my posting. I further agree to follow the values of the Company in all that I do and comply with the Company Code of Conduct and Ethics.

If I have questions concerning the meaning or application of the Company Code of Conduct and Ethics, any Company policies, or the legal and regulatory requirements applicable to my job, I know I can consult my manager, the Office of Integrity & Compliance, the Human Resources Department or the Legal Department, knowing that my questions or reports to these sources will be maintained in confidence.

Employee Name

Signature

Employee No.

Date

Please sign and return this form to the Human Resources Department.

INDEX



Anti-competitive	19, 40	Facilitation Payment	19, 20, 23	Non Retaliation	14
Anti-corruption	19, 21, 22, 23, 24, 42	Family and Friends	25, 29	Outside Directorships	29
Books and Records	22	Financial Records	44, 49	Outside Employment	29
Boycott	27	Gifts and Entertainment	16, 22, 42	Political Activities	16, 31, 37
Bribery	19, 20, 21, 22, 42, 49	Government Officials	19, 20, 22, 23, 24, 31, 42	Record Retention	45
Business Partners	42, 48	Harassment	16, 17, 18, 49	Related Party	29
Cash	21, 22, 23, 37	Insider Trading	23, 24, 25	Reporting	29, 43, 44, 48
Company Assets	16, 33, 36, 37	Intellectual Property	16, 35, 37, 42	Retaliation	5, 14, 47, 49
Company Records	45	Internet	36	Safe Work	18
Confidential Information	16, 33, 34, 36, 37, 39, 42	Intimidation	18	Environment	5, 6, 14, 17, 18, 42, 47
Confidentiality	33, 34, 37, 39	Inventions	35	Security	18, 25, 34, 36, 37
Conflicts of Interest	28, 29, 30, 41, 49	Investigations	9, 14, 16, 45, 47, 48, 49	Sexual Harassment	49
Copyrights	35, 37	Investments	21, 29	Social Media	30
Corruption	16, 19, 20	Invoices	23, 27	Subsidiaries	14
Data	26, 34, 37	Kickbacks	19, 20	Suppliers	14, 16, 20, 29, 34, 38, 39, 40, 42
Discrimination	16, 17, 18, 49	Legal Hold	45	Third Parties	16, 20, 23, 24, 34, 39
Diversity	17	Loans	21, 29	Trademarks	35, 37
Emails	34	Manager	10, 13, 14, 15, 29, 37, 41, 47, 49	Violence	18
Export Controls	26	Media Inquiries	35, 36		



INDEX OF POLICIES

- [Anti-Bribery and Anti-Corruption Policy](#)
- [Acceptable Usage Policy](#)
- [Infosys Code on Fair Disclosures and Investor Relations](#)
- [Document Retention and Archival Policy](#)
- [Human Rights Statement](#)
- [Information Security Policy](#)
- [Insider Trading Policy](#)
- [Anti-Trust Policy](#)
- [Export control policy](#)
- [Policy on Reimbursement of Official Expenses in India](#)
- [Privacy Policy](#)
- [Reimbursement of Official Expenses outside India](#)
- [Supplier Code of Conduct](#)
- [U.S. Equal Opportunity Statement](#)
- [Whistleblower Policy](#)
- [Code of Conduct and Ethics \(Digital\)](#)
- [Policy on Prevention and Redressal of Harassment at Infosys](#)



www.infosys.com
<http://oic.infosys.com>



SUPPLIER CODE OF CONDUCT

Version History

Version No.	Date	Authorized By
1	Jan 2014	Group Head -Procurement
2	Jan 2016	Group Head -Procurement
3	July 2019	Group Head -Procurement
4	Dec 2021	Group Head -Procurement
5	Mar 2023	Group Head -Procurement

Message from Group Head - Procurement



Infosys prides itself in the way it conducts its business and has always been a company with a strong commitment to ethical business practices and sustainability. Infosys encourages its Suppliers to join Infosys in this commitment, based on a shared set of values and principles. Infosys pursues mutually beneficial relationships with its Suppliers and seeks to work with businesses that are committed to act fairly and with integrity towards their stakeholders, observing the applicable rules of law.

The Supplier Code draws inspiration from Infosys Code of Conduct & Ethics and the principles of the United Nations Global Compact (UNGC). It provides a detailed account of material topics that we are focused on to nurture and sustain responsible supply chains. We seek your wholehearted commitment to this Supplier Code and adoption of the values and principles embedded therein, in all your engagements with us as you partner in our journey to nurture and sustain responsible and diverse supply chains.



(Binny Mathews)
SVP & Group Head – Procurement

Table of Contents

SUPPLIER CODE OF CONDUCT	1
1. Introduction	4
A. ETHICS AND COMPLIANCE WITH LAWS	4
1. Business Integrity and Ethics	4
2. Conflict of Interest	5
3. Quality & Product responsibility	5
4. Fair Business, Advertising and Competition	5
5. International Trade	5
6. Confidentiality	5
7. Intellectual Property Rights	5
8. Data Privacy	6
9. Conflict Minerals	6
10. Information Security	6
11. Business Continuity	7
12. Insider Trading	7
13. Infosys Brand Name and Logo, Media Rights	7
14. Third Party engaged by Supplier	7
15. Compliance with Laws	7
B. LABOR PRACTICES AND HUMAN RIGHTS	7
1. Wages and Benefits	8
2. Working hours	8
3. Child labor	8
4. Forced or compulsory labor/Human Trafficking	8
5. Human Rights	8
6. Non-Discrimination	8
7. Freedom of Association and Collective Bargaining	9
8. Harassment	9
C. HEALTH AND SAFETY	9
D. ENVIRONMENT & COMMUNITY	9
1. Obligations of Suppliers	10
E. REPORTING CONCERNS	10

1. Introduction

At Infosys our values C-LIFE (Client Value, Leadership by Example, Integrity, Fairness and Execution Excellence) form the bedrock of our endeavors as a responsible business.

We firmly believe that our Suppliers are an integral part of our ecosystem, and we are committed to create an environment where our Suppliers are confident that they are treated with respect. This Supplier Code of Conduct ("Supplier Code") details the expectations that Infosys has from its Supplier and applies to Infosys Limited and its subsidiaries ("Infosys").

The term "Supplier" means any entity or person that sells, or seeks to sell goods or services, to Infosys or its subsidiaries, including the Supplier's employees, agents, and other representatives. Infosys has classified its suppliers into three major categories.

- **Suppliers of People:** Suppliers (business and support) who provide manpower to Infosys. The manpower assigned to Infosys works at Infosys and/or its client locations as an integral part of the workforce.
- **Suppliers of Services:** Suppliers who provide essential services (such as catering, food and beverage counters, transportation, construction) at Infosys locations.
- **Suppliers of Products:** Suppliers who supply products to Infosys (such as hardware, software, electrical / electronic equipment, furniture, heavy equipment, stationery etc.) across Infosys locations.

Infosys firmly believes in conducting all business transactions with integrity and transparency and ensures that it is ethical, sincere, and open in all its transactions. We expect our Suppliers to uphold the values of integrity and ethics in all business dealings.

The Supplier Code is made up of six sections followed by a list of Dos and Don'ts'. Sections A, B, C and D outline standards for Ethics and Compliance, Labor Practices and Human Rights, Health & Safety and Environment respectively. Section E covers management system to be put in place by the Suppliers and obligations of Suppliers. Section F provides avenues for reporting concerns in event of breach of the Supplier Code.

A. ETHICS AND COMPLIANCE WITH LAWS

Infosys enjoys a hard-won reputation for honesty, integrity and fair dealing. Without question, this reputation for integrity is an invaluable part of our success. We expect our Suppliers to partner with us with integrity and in an ethical manner.

1. Business Integrity and Ethics

As a global company, Infosys is subject to all relevant anti-bribery and corruption laws including, but not limited to, Prevention of Corruption Act, 1988 (India), the U.S. Foreign Corrupt Practices Act (FCPA) and Bribery Act 2010 (U.K.) as amended from time to time. The Suppliers should ensure that they comply with the relevant anti-bribery and corruption laws in both letter and in spirit. Infosys has a zero-tolerance policy with respect to any form bribery and/or corruption. Bribery and corruption are against our C-LIFE values. Infosys does not permit such actions, nor do we allow third parties acting on our behalf, such as agents, consultants, Suppliers and contractors to make any such payments. Suppliers shall ensure the following.

- Implement monitoring and enforcement procedures to ensure compliance with anti-bribery and corruption laws;
- Raise invoices and claims in line with the agreed services and supplies, along with the supporting documents; Perform all business dealings transparently and maintain accurate details of the same in business books and records;

- Never offer, directly or indirectly, any form of gift, entertainment or anything of value to anyone on behalf of Infosys including government officials, customers or their representatives to obtain or retain business; influence business decisions; and/or secure an unfair advantage;
- Abstain from offering any bribe, kickbacks and/or facilitation payments.

2. Conflict of Interest

This includes situations where an Infosys employee or director may have an interest of any kind in the Supplier's business, whether through personal relationships, investments, directorships or any kind of economic ties with the Supplier. In event of any conflict of interest arising at the time of empanelment or prior/post/during engagement, Suppliers shall promptly disclose such situations to Infosys.

3. Quality & Product responsibility

Suppliers shall ensure that the quality of product/service delivered shall be in-line with all the contract terms and conditions. Suppliers shall adhere to all applicable laws and regulations regarding prohibition or restriction of specific substances, including labelling of products, if required.

4. Fair Business, Advertising and Competition

Suppliers shall uphold standards of fair business, advertising and competition. Suppliers shall not engage in collusive bidding, price fixing, price discrimination, or other unfair trade practices in violation of applicable antitrust laws.

5. International Trade

Suppliers shall adhere to all laws and regulations¹ pertaining to export, re-export, import, or transfer of any controlled technology, product and/or services. Without limitation, Suppliers shall:

- adhere to laws and regulations pertaining to commercial transactions with sanctioned/embargoed country or individual or entity.
- disclose any history of violation of export control laws or sanctions.
- disclose any ongoing inquiry or investigation:
 - if information regarding the same is available in public domain; or
 - if such inquiry/investigation has any impact on the engagement with Infosys;
- ensure that Infosys' products and/or services are not used or supplied to any sanctioned/ embargoed country or individual or entity.

6. Confidentiality

Suppliers shall ensure that confidential or proprietary information about Infosys, our clients, employees or other parties, which has been gained through employment or affiliation with Infosys, is not used for personal or professional advantage. The confidential information also extends to any employee data, personal data or third-party information as shared by Infosys.

7. Intellectual Property Rights

Suppliers shall take all steps to adhere to the intellectual property rights of Infosys including but not limited to the

¹ Some reference for the regulations can be found in the below links:
<https://home.treasury.gov/policy-issues/financial-sanctions/sanctions-programs-and-country-information>
<https://www.un.org/securitycouncil/sanctions/information>

Infosys copyrights, patents, trade secrets and trademarks.

8. Data Privacy

Infosys along with its subsidiaries ensures that it complies with all applicable data protection laws and contractual requirements. Infosys is committed to uphold highest data protection and privacy standards with respect to all Supplier data and Personally Identifiable Information² also referred to as Personal Data. We expect our Suppliers³ to adhere to similar standards, when processing such Personal Data, including sensitive personal information.

Where the Supplier is an independent controller, Supplier shall comply with local laws of the land, when processing such personal data. Where the supplier is acting on behalf of Infosys, Supplier shall comply with all obligations under applicable Data Protection Laws and Regulations, and also abide by the obligations under Data Processing Clauses and standard contractual clauses relevant to the processing of personal data, available at <https://www.infosys.com/privacy-statement/data-processing-clauses.html> and ensure adequate measures are implemented to address technical and organizational security measures, data subjects rights, transfer of data and retention of data, including deletion, while processing personal data owned, controlled and managed by Infosys. Supplier shall inform Infosys of any instance of data breach within 48 hours upon discovery of the same to vendorincident@infosys.com. Supplier is expected to fully cooperate with Infosys and provide them with reasonable access to data processing facility, for conducting investigations into the reported data breach incident.

9. Conflict Minerals

Suppliers shall comply with all applicable Conflict Minerals rules and regulations and exercise appropriate due diligence while sourcing such minerals. Suppliers shall adopt policies and procedures that are reasonably designed to prevent products or parts that are not responsibly sourced from entering Infosys's supply chain.

10. Information Security

Infosys has a holistic Supplier Information security risk assurance process which helps in identification of Information security risks through different stages of supplier relations with the end objective of safeguarding critical & sensitive information; and information systems handled by suppliers. Infosys expects its suppliers to comply with the applicable laws and regulations and Infosys security requirements as communicated from time to time and included under the agreement.

Supplier organization is responsible for agreeing on service deliverables, ensuring compliance against contractual security requirements, extending support on annual security assessments, ensuring timely notification of incidents and notifying major changes/vulnerabilities to Infosys. Supplier is expected to comply with the following as applicable:

- a. Ensure that adequate security controls and practices are implemented and maintained effectively to ensure sufficient protection of Confidentiality, Integrity, and availability of i) Services provided to Infosys and ii) Infosys or Infosys' client data processed or stored by the service provider.
- b. Upon becoming aware of any security incident/breach involving Infosys or Infosys' client data, notify Infosys within 48 hours on vendorincident@infosys.com

² Personally Identifiable Information" and/or "Personal Data" means any information when used alone or with other relevant data of an identified or identifiable natural person ('data subject') who can be identified, directly or indirectly.

³Some Suppliers providing services or products such as housekeeping services, civil construction, hardware services, architectural services are exempted from data privacy clause, unless any personal data processing is involved.

11. Business Continuity

The Supplier shall ensure that there are plans and procedures to resume business in the event of any physical disaster (e.g., Such as fire, flood, wind, earthquake, explosion, etc.) or work stoppage of any kind (e.g., Labor strike, economic/social structure breakdown, etc.). Subject to mutual agreement on business continuity plan terms by both parties, the Supplier shall resume services within committed timelines following a disaster or work stoppage event.

12. Insider Trading

Infosys complies with SEBI (Prohibition of Insider Trading) Regulations, 2015 and the applicable US Securities law. During the course of engagement, if the Supplier becomes aware of any Unpublished Price Sensitive Information (“UPSI”) relating to Infosys, the Supplier shall ensure:

- (a) Not to disclose UPSI to anyone inside and/or outside Infosys including family and friends
- (b) Not to trade in the securities (equity /derivatives) of Infosys either through self or through Portfolio Investment Servicer provider or through immediate relatives till such UPSI is available in public domain

13. Infosys Brand Name and Logo, Media Rights

Our logo is the most prominent symbol of our products, platforms, and services. The Suppliers shall ensure the following.

- All usage of the Infosys logo must strictly adhere to Infosys brand guidelines with respect to color, appearance and size.
- All manifestations of the Infosys brand including but not limited to case studies, brochures and advertisements must be in accordance with established brand guidelines;
- Suppliers shall not use Infosys brand name, logo or any other visual vehicles implying or representing Infosys without explicit consent

Suppliers shall not make any comments about their engagement with Infosys in the media without prior approval. The specific content of any media report and/or comments and details of usage shall be shared for approval with Infosys.

14. Third Party engaged by Supplier

In event the Suppliers engage any third party to provide services/goods to Infosys, Suppliers shall ensure that such third party adheres to the Supplier Code and does not indulge in any activity that violates the terms of the Supplier Code. Suppliers shall be responsible to monitor compliances by such third party and determine that they are in accordance with the applicable laws and regulations.

15. Compliance with Laws

Suppliers shall fully comply with all applicable national and/or local laws and regulations, treaties and industry standards including, but not limited to, those related to labor, immigration, health and safety and the environment. The Suppliers shall maintain all records of such compliance as mandated under the applicable laws and provide the same to Infosys upon request.

B. LABOR PRACTICES AND HUMAN RIGHTS

Infosys is committed to uphold human rights of the workers and treating them with dignity and respect.

1. Wages and Benefits

Suppliers shall comply with all applicable wage laws and regulations including, but not limited, to minimum wages, duration of payment, overtime hours, equal remuneration and other elements of compensation. All legally mandated benefits viz. leaves, social security, insurance etc. shall be provided by the Suppliers to its employees. Deductions, if any, from wages shall be made in strict compliance with the applicable laws. Suppliers shall not use deductions from wages as a disciplinary measure.

2. Working hours

Suppliers shall comply with prevailing applicable laws and regulations on working hours and minimum wages, overtime and maximum hours. Suppliers shall carry out its business in a manner that limits overtime to a level that ensures humane and productive working conditions.

3. Child labor

Suppliers shall not employ, engage or otherwise use any child labor. Infosys expects its suppliers to not engage in any practice inconsistent with the rights set forth in the Convention on the Rights of the Child, ILO Minimum Age Convention and Prohibition and Immediate Elimination of the Worst Forms of Child Labor Convention. The term 'child' refers to any person employed normally under the age of 18 where the law of the country permits, or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest.

4. Forced or compulsory labor/Human Trafficking

Suppliers shall not engage in any instance of forced, bonded or compulsory labor and/or slavery or trafficking of people in their supply chain. All employment with Suppliers shall be voluntary and employees shall be free to leave their employment in compliance with applicable laws. Supplier shall not confiscate or request the workers to surrender any government-issued identification, passports or work permits as a condition of employment unless required as per applicable laws. Workers shall not be required to pay Suppliers recruitment fees or other related fees for their employment.

5. Human Rights

Infosys expects its Suppliers to support and respect the protection of internationally proclaimed human rights and to ensure that they are not complicit in human rights abuses. Suppliers shall not tolerate any instance of harsh and inhumane treatment including but, not limited to, sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers, including the threat of any such treatment. Suppliers shall clearly lay down and communicate to workers the disciplinary policies and procedures in this regard. Suppliers shall have a written policy that bans any form of discrimination, harassment and/or bullying⁴ and provides for a grievance mechanism to address any concerns raised by its employees.

6. Non-Discrimination

Suppliers shall not discriminate in hiring or employment practices based on pregnancy, childbirth or related medical conditions, race, religious creed, colour, sex, gender, national origin or ancestry, physical or mental disability, medical condition, marital status, age, sexual orientation, union membership or any other criteria protected under law. Suppliers shall uphold the dignity of its employees at all times and work towards establishing and reinforcing a positive work culture.

⁴ Any intentional act that causes harm to others, and may involve verbal harassment, verbal or non-verbal threats, physical assault, stalking, or other methods of coercion such as manipulation, blackmail, or extortion

7. Freedom of Association and Collective Bargaining

Infosys expects its Suppliers to respect and recognize the rights of its employees to freely associate, organize and bargain collectively.

8. Harassment

Infosys expects its Suppliers to provide a harassment-free workplace for everyone. Harassment based on any protected criteria is unlawful and the Suppliers shall not commit any act, which is not in compliance with applicable laws. Infosys has a zero-tolerance policy with respect to any form of harassment including sexual harassment and the Suppliers shall take appropriate initiative to ensure a harassment-free workplace by way of publication of policies, periodic trainings and requisite & timely support to affected parties.

Suppliers shall also organize awareness programs at regular intervals for sensitizing the employees on the law pertaining to harassment in the applicable jurisdiction. Kindly refer to the 'Reporting Concerns' section for Infosys channels vide which any harassment related grievances can be raised.

C. HEALTH AND SAFETY

Infosys expects its Suppliers to provide employees with a safe and healthy workplace in compliance with all applicable laws and regulations.

Suppliers shall provide their employees safe and healthy workplace, which is in compliance with all applicable safety and health laws, regulations, and practices. Suppliers shall ensure that all legal requirements including but not limited to occupational safety, emergency preparedness, occupational injury and illness, industrial hygiene, physically demanding work, machine safeguarding, sanitation, food and housing are addressed. Suppliers shall take adequate steps to minimize the causes of hazards inherent in the working environment. Suppliers shall take adequate steps to address the issue of substance abuse and shall prohibit the use, possession, distribution or sale of illegal drugs in their supply chain,

D. ENVIRONMENT & COMMUNITY

Suppliers shall develop, implement, and maintain environmentally responsible business practices. We expect our Suppliers to adhere to Infosys standards on environmental protection and work towards following objectives while transparently reporting on their efforts:

- **Energy and Emissions:** monitor energy consumption, move to renewable sources of energy and reduce GHG emissions
- **Water:** reduce the consumption of freshwater, reuse and recycle wastewater
- **Waste:** segregate waste at source and adopt scientific practices in waste disposal and eliminate single use plastic from their operations. Monitor pollution of air, land, water (and noise pollution) and make necessary efforts to eliminate pollution
- **Biodiversity:** Protect biodiversity and preserve flora and fauna.

Suppliers shall ensure its operations are in harmony with community stakeholders and shall not infringe upon land, forest and water rights of the community.

E. MANAGEMENT SYSTEM

Infosys is certified to ISO 9001, 14001, 45001, 27001, 27701, 22301, 20000 and sector specific certifications such as AS9100, 13485, and 15489. Infosys has committed to an ESG vision 2030 and has embraced the requirements of GRI

Standards, SASB (IT sector), TCFD, CDP and PAS 2060. Infosys encourages its supplier organizations (from the origin of service or goods provided) to get certified to applicable industry- specific certifications including ISO certifications and make Sustainability/ ESG disclosures in line with the standard requirements mentioned above. ISO certifications, disclosures on ESG and associated ratings and periodic upgradations to demonstrate robust practices in the respective domains will be among important considerations for long term business relationship with Infosys.

Suppliers must set up a management system and maintain documentation necessary to demonstrate compliance with the Supplier Code. The system shall be designed to monitor and ensure (a) compliance with applicable laws and regulations; (b) conformance with the Supplier Code; and (c) identification and mitigation of operational risks related to the Supplier Code.

1. Obligations of Suppliers

Suppliers shall ensure that the Supplier Code is communicated to their employees, subsidiaries, business partners and subcontractors involved in providing services to Infosys in the language known to them and that they abide by the same. Compliance with the Supplier Code is required in addition to any other obligations in any agreement a Supplier may have with Infosys.

Suppliers must self-monitor and demonstrate their compliance with the Supplier Code. Suppliers shall actively audit and manage their day-to-day management and share reports with Infosys upon request.

Infosys reserves the right to conduct audits with prior intimation to Suppliers. Without limitation, such audits may include Environmental, Social, Governance (ESG) parameters, Sustainability, Social compliance, Modern Slavery, Information security, Business continuity, applicable Statutory and regulatory compliances and adherence to other contractual commitments (SLAs, quality of delivery etc.).

These audits and assessments may be performed physically at Suppliers' premise, virtually or in hybrid mode (partially physical and partially virtual) by Infosys or by its nominated third party. Suppliers shall support such audits in their organization in line with outlined scope of audit. Adherence to the audit timelines and production of relevant artifacts sought during audit and submission of corrective action with appropriate evidence to all the audit findings within the timelines is mandatory. While Infosys will work with Suppliers to improve compliance, failure to co-operate or comply to the audit requirements may result in appropriate action including but not limited to termination of the services with the Supplier.

F. REPORTING CONCERNS

Should you suspect any violation of this Supplier Code, you can report through <http://oic.infosys.com/> and the Infosys Helpline numbers. mentioned in the link.

All matters other than data breach or sexual harassment may be reported on whistleblower@infosys.com.

Grievances relating to sexual harassment may be raised in writing to GRB@infosys.com

All data breach and/or cyber security incidents involving Infosys or Infosys' customer data shall be reported in writing to vendorincident@infosys.com within 48 hours of discovery of the same.

It is important that you report all suspected violations, including retaliation. Retaliation includes adverse actions, harassment, or discrimination on a professional front relating to your reporting of a suspected violation. Infosys will maintain confidentiality to the extent possible and will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or reported questionable behavior or a possible violation of the Supplier Code. Infosys is committed to fairly assess all the issues raised and provide resolution.