

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 103689

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Infosys Technologies Limited
2. It is incorporated under the laws of India
3. The name which it elects to use in Rhode Island is INFOSYS TECHNOLOGIES LIMITED
(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)
4. The date of its incorporation is July 2, 1981 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is ELECTRONICS CITY, HOSUR ROAD, BANGALORE - 561-229, INDIA
6. The address of its proposed registered office in Rhode Island is 123 Dyer Street
Providence, RI 02903 and the name of its proposed registered agent in
(City/Town) (Zip Code)
Rhode Island at that address is C T Corporation System
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
CUSTOMER ON-SITE WORK BY COMPANY EMPLOYEES
8. The names and respective addresses of the directors and officers are:

| | Name | Address |
|----------------|---------------------|---------|
| Director | <u>SEE ATTACHED</u> | |
| Director | | |
| President | | |
| Vice President | | |
| Secretary | | |
| Treasurer | | |

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---|
| 30,000,000 | Common | - | \$.32 |

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---|
| 16,017,200 | Common | - | \$.32 |

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located .01%; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year .05%.

12. An estimate of the value of all property to be owned by it for the following year wherever located is \$ 16,695,000

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ 2,000

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ 75,000,000 (us)

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ 500,000

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated 2 Sep 1, 19 98

Infosys Technologies Limited

(Exact Corporate Name of Corporation Making Application)

By [Signature]
☐ President or ☒ Vice President (check one)

By [Signature] AND [Signature]
☐ Secretary or ☒ Assistant Secretary (check one)

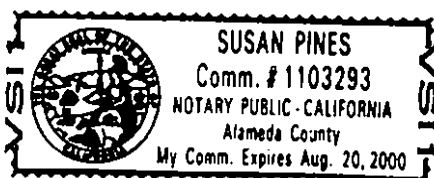
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By [Signature]

STATE OF CALIFORNIA
COUNTY OF ALAMEDA

In FREMONT, CA, on this 1st day of SEPT, 19 98, personally appeared before me PHANEESH MURTHY, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.



Notary Public

My Commission Expires: 8-20-2000



INFOSYS TECHNOLOGIES LTD.
42808, Christy Street Suite 203
Fremont CA 94538
Tel : (510) 770-9393, Fax : (510) 770-9469

LIST OF OFFICERS AND DIRECTORS

5/19/98 3:42 PM

| NAME | TITLE | BUSINESS ADDRESS | RESIDENTIAL ADDRESS | SOCIAL SEC. NUMBER |
|------------------------|--|--|---|--------------------|
| PHANEESH MURTHY | Vice President Worldwide Sales & Asst. Secretary | 42808 Christy St. #203 Fremont Ca. 94538 U.S. HEADQUARTERS PHONE # 510-770-3400 | 42808 Christy St Fremont Ca. 94538 PHONE # 510-770-3400 | 022-76-8168 |
| N.R. NARAYANA MURTHY | Chairman | Electronics City Hosur Road, Bangalore-561 229, India | "AMOGHVARSH" No. 575, 21st Main 35th Cross, 4th T Block Jayanagar, Bangalore-560 041, India | Not Applicable |
| RAGHAVAN H.S. | Joint Director | Electronics City Hosur Road, Bangalore-561 229, India | F-402, Adarsh Park, 47th Cross, 5th Block, Jayanagar, Bangalore-560 041, India | Not Applicable |
| NANDAN M. NILEKANI | Deputy Director | Electronics City Hosur Road, Bangalore-561 229, India | 930, 4th Cross, 15th Main, MICO layout II Stage, Bangalore-560 078, India | Not Applicable |
| GOPALKRISHNAN S. | Deputy Director | Electronics City Hosur Road, Bangalore-561 229, India | 524, 16th Main, III Block Koramangala, Bangalore-560 096, India | Not Applicable |
| DINESH K. | Director | Electronics City Hosur Road, Bangalore-561 229, India | "Trupee" No. 467, 19th Main, 4th T Block, Jayanagar, Bangalore-560 041, India | Not Applicable |
| SHIBULAL S.D. | Director | Electronics City Hosur Road, Bangalore-561 229, India | B-203, Adarsh Palace, 47th Cross, 5th Block, Bangalore-560 041, India | Not Applicable |
| MOHANDAS PAI, T.V. | Senior V.P. | Electronics City Hosur Road, Bangalore-561 229, India | No. 7 1st Cross, Nehru Nagar Bangalore-560 020, India | Not Applicable |
| ASHWINI K. KHURANA | Exe. Director | Electronics City Hosur Road, Bangalore-561 229, India | No. 492 9th Main, 3rd Cross Hall II Stage Bangalore-560 008, India | Not Applicable |
| BALASUBRAMANIAM P. DR. | Senior V.P. | Electronics City Hosur Road, Bangalore-561 229, India | G502, Adarsh Gardens 47th Cross, 8th Block Jayanagar, Bangalore, India | Not Applicable |
| PRAHALAD D.N. | Senior V.P. | Electronics City Hosur Road, Bangalore-561 229, India | No. 1706, 14th Main, 40th Cross Baneshankam II Stage Bangalore-560 070, India | Not Applicable |
| SHARAD K HEGDE | Senior V.P. | Electronics City Hosur Road, Bangalore-561 229, India | 136 8th Main, 19th Cross CHBS Layout Vijayanagar Bangalore-560 040, India | Not Applicable |
| SRINATH BATNI | Vice President | Electronics City Hosur Road, Bangalore-561 229, India | 35, 2nd Main, 1 Cross II Stage, MICO Arakere, Bangalore-560 078 | Not Applicable |
| YEGNESHWAR S. | Vice President | Electronics City Hosur Road, Bangalore-561 229, India | D302, Adarsh Gardens 47th Cross, 8th Block, Jayanagar Bangalore-560 082, India | Not Applicable |
| V. VISWANATHAN | Secretary | Electronics City Hosur Road, Bangalore-561 229, India | Bangalore, India | Not Applicable |

FED ID#58-1760235, Foreign Corp, Incorporated 7/2/81: Country India.



To the Secretary of State
State of Rhode Island
Providence, Rhode Island

INFORMATION SYSTEMS TECHNOLOGIES INC a corporation organized
and existing under and by virtue of the laws of the State of RHODE ISLAND
, and authorized to transact business in the State of
Rhode Island* hereby consents to the (qualification) in Rhode Island of
(incorporation)
a corporation having the name INFOSYS TECHNOLOGIES LIMITED.

In Witness Whereof said X Michele M. Spero
has caused these presents to be executed in its corporate name by its
President, thereunto duly authorized, and its corporate
seal to be hereunto affixed, this 30th day of November, 1998.

X Michele M. Spero
By President
(Signature and title of officer)

X
(CORPORATE SEAL)

Attest:
X Michele M. Spero
Secretary

*Omit these words if consenting corporation is organized in Rhode Island.

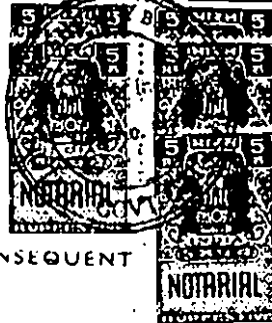
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TOTAL P.02

RECEIVED
SECRETARY OF STATE

Company No. 13115



FRESH CERTIFICATE OF INCORPORATION CONSEQUENT
ON CHANGE OF NAME

कम्पनी के रजिस्टार के कार्यालय में.....

[कम्पनी अधिनियम 1956 (1956 का 1) के अन्तर्गत]

In the Office of the Registrar of Companies, Karnataka, Bangalore.
(Under the Companies Act, 1956 (1 of 1956))

IN THE MATTER OF INFOSYS TECHNOLOGIES PRIVATE LIMITED

वे एतद्वारा प्रमाणित करता है कि.....
द्वारा किया गया था कम्पनी अधिनियम 1956 की धारा 21/22 (1) (क)/22 (1) (क) के निर्देशों के अनुसार आवश्यक संशोधन किया गया
पूरी है और इसको भारत के राष्ट्रीय प्रसार की निहित अनुमति कम्पनी का नाम विनाश द्वारा प्रसार कर दी गई है।
I hereby certify that Infosys Technologies Pvt. Limited, which was originally incorporated on
Second day of July 1981 under the Companies Act,
and under the name Infosys Consultants Private Limited having duly Passed the necessary
resolution in terms of section 21/22 (1) (k) of Companies Act, 1956.
अंतीम निदेश के तारीख 19..... के पत्र से.....
जाने पर उक्त कम्पनी का नाम इस दिनांक.....
प्रमाण-पत्र उक्त अधिनियम की धारा 23(1) के अनुसार से जारी किया जाता है।

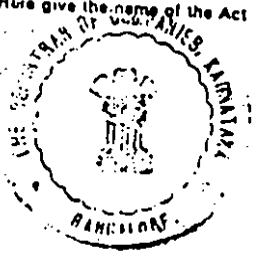
.....
the name of the said company is this day changed to INFOSYS
TECHNOLOGIES Limited and this certificate is issued pursuant to section 23(1) of the said Act.

Given under my hand at Bangalore this Second day of June 1992.
(One thousand nine hundred Ninety-two)



(R. MANTRA MURTHY)
Asstt. Registrar of Companies
Karnataka, Bangalore

यहाँ पर कम्पनी को प्रमाणित किया कि कम्पनी से पूर्व था।
Here given the name of the Company as existing prior to the change.
यहाँ पर अधिनियम (अधिनियम) का नाम निम्नलिखित कम्पनी का मूल रजिस्ट्रेशन और निम्नलिखित किया गया
Here give the name of the Act (s) under which the Company was originally registered and in



True Copy
S. K. SHETTY B.A., LL.M.
ADVOCATE
NOTARY GOVT. OF INDIA
8, "Prakash" Beshant Street,
Santacruz (W), Mumbai - 400 054.

S. K. SHETTY B.A., LL.M.
ADVOCATE
NOTARY GOVT. OF INDIA
8, "Prakash" Beshant Street,
Santacruz (W), Mumbai - 400 054.

16/09/92

SECOND CERTIFICATE

CERTIFICATE OF INCORPORATION

New Company No: 13115 of 1992.
Old Company No: 24733 of 1981.

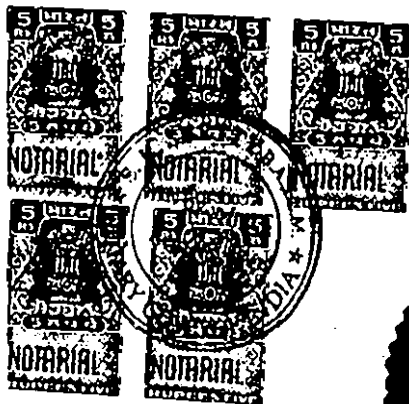
I hereby certify that M/S. INFOSYS CONSULTANTS PRIVATE LIMITED.
XXX XXX XXX

was originally incorporated under the Companies Act, 1956 (No. 1
of 1956) on SECOND day of JULY One thousand nine hundred and
EIGHTY ONE, with Registrar of Companies, Maharashtra, Bombay,
and that the company is limited.

Given under my hand at BANGALORE this EIGHTH
day of JANUARY, one thousand nine hundred and ninety SEVEN.



(Arvind Shukla)
Asst. Registrar of Companies
KARNATAKA, BANGALORE.



*Attested by me
as Certified True copy of my*



S. K. Shetty
16/09/98
S. K. SHETTY B.A.L.L.M.
ADVOCATE
NOTARY GOVT. OF INDIA
8, "Prakash" D. Street,
Santacruz (W), Mumbai - 400 054.