

To

**The Board of Directors
L&T Technology Services Limited**

L&T House,
Ballard Estate,
Mumbai - 400 001

I, **Arjun Gupta**, certify that I am not disqualified from being appointed as an Independent Director of the Company. I further certify that -

- (1) I am or was not a promoter of the company or its holding, subsidiary or associate company;
- (2) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;
- (3) I have or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- (4) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- (5) I, neither myself nor any of my relatives—
 - (i) hold/s or have held the position of a key managerial personnel or is or have been an employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;
 - (ii) Is or have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of—
 - (a) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - (b) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent. or more of the gross turnover of such firm;
 - (iii) hold two per cent. or more of the total voting power of the company; or
 - (iv) Is a Chief Executive or Director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent. or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or/and

(6) I am not a material supplier, service provider or customer or a lessor or lessee of the company



Arjun Gupta
(DIN: 07320919)

Place: San Francisco, USA
Date: April 8, 2017

**The Board of Directors
L&T Technology Services Limited**

L&T House,
Ballard Estate,
Mumbai - 400 001

I, **Narayanan Kumar**, certify that I am not disqualified from being appointed as an Independent Director of the Company. I further certify that -

(1) I am or was not a promoter of the company or its holding, subsidiary or associate company;

(2) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;

(3) I have or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;

(4) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

(5) I, neither myself nor any of my relatives—

(i) hold/s or have held the position of a key managerial personnel or is or have been an employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;

(ii) Is or have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of—


(a) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

(b) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent. or more of the gross turnover of such firm;

(iii) hold two per cent. or more of the total voting power of the company; or

(iv) Is a Chief Executive or Director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent. or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or/and

(6) I am not a material supplier, service provider or customer or a lessor or lessee of the company



Narayanan Kumar
(DIN: 00007848)

Place:
Date :

TO
THE BOARD OF DIRECTORS
L&T TECHNOLOGY SERVICES LIMITED
L&T HOUSE,
N.M. MARG,
BALLARD ESTATE,
MUMBAI – 400 001

SUB: COMPLIANCE WITH SECTION 149(6) OF THE COMPANIES ACT, 2013.

I, Ms. Renuka Ramnath, hereby certify that -

1. I comply with all the criteria for independent director envisaged in Section 149(6) of the Companies Act, 2013.

I hereby certify that, -

a. (i) I am or was not a promoter of the company or its holding, subsidiary or associate company;

(ii) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;

b. I have or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;

c. None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two percent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

d. I, neither myself nor any of my relatives-

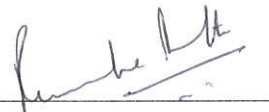
(i) hold/s or have held the position of a key managerial personnel or is or have been an employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;

(ii) Am or have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of-

(a) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

- (b) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
- (iii) Holds together with his relatives two percent or more of the total voting power of the company; or
- (iv) Chief Executive or Director, by whatever name called, of any nonprofit organization that receives twenty-five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; or/and
- e. I possess appropriate skills, experience and knowledge in one or more fields of finance/law/management/sales/marketing/administration/research/corporate governance/technical operations or other disciplines related to the company's business

I have read and understood the Code of Conduct for Independent Directors a set out in Schedule IV of the Companies Act, 2013 and hereby affirm that I agree to abide with the same and comply with all the requirements mentioned there under as required under subsection (8) of Section 149 of the Companies Act, 2013.



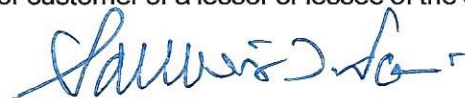
Renuka Ramnath
(DIN: 00147182)

To

The Board of Directors
L&T Technology Services Limited
L&T House,
Ballard Estate,
Mumbai - 400 001

I, **Samir Thakorbbhai Desai**, certify that I am not disqualified from being appointed as an Independent Director of the Company. I further certify that -

- (1) I am or was not a promoter of the company or its holding, subsidiary or associate company;
- (2) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;
- (3) I have or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- (4) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- (5) I, neither myself nor any of my relatives—
 - (i) hold/s or have held the position of a key managerial personnel or is or have been an employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;
 - (ii) Is or have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of—
 - (a) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - (b) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent. or more of the gross turnover of such firm;
 - (iii) hold two per cent. or more of the total voting power of the company; or
 - (iv) Is a Chief Executive or Director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent. or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or/and
- (6) I am not a material supplier, service provider or customer or a lessor or lessee of the company



Samir Thakorbbhai Desai
(DIN: 01182256)

Place:
Date:

To

The Board of Directors
L&T Technology Services Limited
L&T House,
Ballard Estate,
Mumbai - 400 001

I, **Sudip Banerjee**, certify that I am not disqualified from being appointed as an Independent Director of the Company. I further certify that -

- (1) I am or was not a promoter of the company or its holding, subsidiary or associate company;
- (2) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;
- (3) I have or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- (4) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- (5) I, neither myself nor any of my relatives—
 - (i) hold/s or have held the position of a key managerial personnel or is or have been an employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;
 - (ii) Is or have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of—
 - (a) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - (b) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent. or more of the gross turnover of such firm;
 - (iii) hold two per cent. or more of the total voting power of the company; or
 - (iv) Is a Chief Executive or Director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent. or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or/and
- (6) I am not a material supplier, service provider or customer or a lessor or lessee of the company



Sudip Banerjee
(DIN: 05215757)