

Combination Registration No. C-2012/03/44

Order under Section 43A of the Competition Act, 2002

1. On 15th March, 2012, the Competition Commission of India ("Commission") received a notice under sub-section (2) of Section 6 of the Competition Act, 2002 ("Act") of the proposed combination of Infosys Limited ("**Infosys**") and Infosys Consulting India Limited ("**Infosys Consulting**"), a wholly-owned subsidiary of Infosys. The belated notice regarding the proposed combination between Infosys and Infosys Consulting was filed pursuant to the scheme of amalgamation under the provisions of Sections 391 to 394 of the Companies Act, 1956 approved by the board of directors of Infosys and Infosys Consulting through separate resolutions, dated 7th October, 2011 and 12th October, 2011, respectively. Infosys and Infosys Consulting hereinafter are jointly called as "**parties to the combination**".
2. The parties to the combination, along with the notice, also filed an application dated 15th March, 2012 requesting the Commission for condoning the delay in filing the notice as the said notice was filed with the Commission beyond the time limit mentioned in sub-section (2) of Section 6 of the Act. The belated notice was admitted on 22nd March, 2012. The Commission in its meeting held on 29th March, 2012 also decided to initiate separate proceedings under Section 43A of the Act as the notice was not filed in accordance with the provisions contained under sub-section (2) of Section 6 of the Act. As per the directions of the Commission, a show cause notice dated 18th April, 2012 under Section 43A of the Act and Regulation 48 of the Competition Commission of India (General) Regulations, 2009 was issued to the parties to the combination.
3. On 30th April, 2012, the Commission received the reply of the parties^{to} the combination to the show cause notice. The Commission in its ordinary meeting held on 17th May, 2012, considered the reply of the parties to the combination to the said show cause notice.
4. Considering the facts and circumstances of the case coupled with the fact that this is the first year of implementation of enforcement provisions relating to combinations in the Act, the Commission is of the opinion that no penalty is required to be imposed on the parties to the combination in terms of Section 43A of the Act.
5. The Secretary is directed to communicate to the parties to the combination accordingly.



Certified True Copy

[Handwritten Signature]
ANIL K. VASHISHT
Office Manager
Competition Commission of India
New Delhi
23/5/12