

COFORGE LIMITED
CORPORATE GOVERNANCE REPORT
ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Coforge Limited**
2. Quarter ending - **30-Jun-2023**

i. Composition Of Board Of Director

Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive / Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Term	Whether the director is disqualified?	End Date of disqualification	Current status	Whether special resolution passed? [Refer Reg-17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Basab Pradhan	00892181	ID,C & NED		29-Jun-2019	29-Jun-2021	48	No		Active	NA		1	1	2	0	AC,SC,RC,NRC
Sudhir Singh	07080613	ED	CEO	29-Jan-2020	29-Jan-2020		No		Active	NA		1	0	0	0	RMC
Hari Gopalkrishnan	03289463	NED		17-May-2019	17-May-2019		No		Active	NA		1	0	0	0	RMC, NRC
Patrick John Cordes	02599675	NED		17-May-2019	17-May-2019		No		Active	NA		1	0	1	0	SC
Kenneth Tuck Kuen Cheong	08449253	NED		17-May-2019	17-May-2019		No		Active	NA		1	0	0	0	
Kirti Ram Hariharan	01785506	NED		17-May-2019	17-May-2019		No		Active	NA		1	0	1	1	SC

Ashwan i Kumar Puri	001 606 62	ID		07- Jul- 2014	01- Apr- 201 9	1 0 8	No		Ac tiv e	N A		2	2	3	3	AC
Mary Beth Bouche r	095 956 68	ID		07- May- 2022	07- May - 202 2	1 4	No		Ac tiv e	N A		1	1	1	0	AC,N RC

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Ashwani Kumar Puri	ID	Chairperson	19-Jul-2012	
2	Basab Pradhan	ID,C & NED	Member	29-Jun-2019	
3	Mary Beth Boucher	ID	Member	07-May-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Kirti Ram Hariharan	NED	Chairperson	29-Jun-2019	
2	Basab Pradhan	ID,C & NED	Member	01-Aug-2019	
3	Patrick John Cordes	NED	Member	29-Jun-2019	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Basab Pradhan	ID,C & NED	Chairperson	29-Jun-2019	
2	Hari Gopalakrishnan	NED	Member	29-Jun-2019	
3	Sudhir Singh	ED	Member	29-Jun-2019	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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1	Mary Beth Boucher	ID	Chairperson	07-May-2022	
2	Basab Pradhan	ID,C & NED	Member	29-Jun-2019	
3	Hari Gopalakrishnan	NED	Member	29-Jun-2019	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
20-Jan-2023	Yes	8	8	3
02-Mar-2023	Yes	8	7	3
04-Apr-2023	Yes	8	8	3
27-Apr-2023	Yes	8	8	3
01-Jun-2023	Yes	8	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	34

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	19-Jan-2023	Yes	3	3	3	0
Audit Committee	26-Apr-2023	Yes	3	3	3	0
Nomination & Remuneration Committee	09-Mar-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	26-Apr-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	01-Jun-2023	Yes	3	3	2	0
Stakeholders Relationship Committee	19-Jan-2023	Yes	3	3	1	0
Risk Management Committee	19-Jan-2023	Yes	3	3	1	0
Risk Management Committee	26-Apr-2023	Yes	3	3	1	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	96

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Barkha Sharma**
Designation : **Company Secretary**