

General information about company	
Scrip code	532541
NSE Symbol	COFORGE
MSEI Symbol	NOTLISTED
ISIN	INE591G01025
Name of the entity	COFORGE LIMITED
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	Yes
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No Not applicable for the period as No fine and penalty was imposed
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No Not applicable as no update on Ongoing Tax Litigation or Dispute from the last provided updates
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	n00115
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Om Prakash Bhatt	██████████	00548091	Non-Executive - Independent Director	Chairperson		07-03-1951
2	Mr	Sudhir Singh	██████████	07080613	Executive Director	Not Applicable	CEO	10-08-██████
3	Mr	Gautam Samanta	██████████	09157177	Executive Director	Not Applicable		██████
4	Ms	Mary Beth Boucher	██████████	09595668	Non-Executive - Independent Director	Not Applicable		██████
5	Mr	Anil Kumar Chanana	██████████	00466197	Non-Executive - Independent Director	Not Applicable		██████
6	Mr	Durgesh Kumar Singh	██████████	10485073	Non-Executive - Independent Director	Not Applicable		██████
7	Mr	John Robert Speight	██████████	09160041	Executive Director	Not Applicable		██████

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

### I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (with reference to proviso to regulation 17A(1) & reg. 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Yes	07-07-2024	01-05-2024	01-05-2024		20	3	3	3	1			
2	NA		29-01-2020	29-01-2025			2	0	3	1			
3	NA		02-05-2024	02-05-2024	10-10-2025		1	0	0	0	Others		
4	NA		07-05-2022	07-05-2024		44	1	1	1	0			
5	NA		20-01-2024	20-01-2024		23.12	4	4	4	4			
6	NA		12-02-2024	12-02-2024		22.18	2	2	3	0		Textual Information(1)	
7	NA		10-10-2025	10-10-2025			1	0	0	0			

Text Block	
Textual Information(1)	Mr. Durgesh Kumar Singh is USA national hence not having any PAN No.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00466197	Anil Kumar Chanana	Non-Executive - Independent Director	Chairperson	22-01-2024		
2	00548091	Om Prakash Bhatt	Non-Executive - Independent Director	Member	11-06-2024		
3	09595668	Mary Beth Boucher	Non-Executive - Independent Director	Member	07-05-2022		
4	10485073	Durgesh Kumar Singh	Non-Executive - Independent Director	Member	11-06-2024		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10485073	Durgesh Kumar Singh	Non-Executive - Independent Director	Chairperson	11-06-2024		
2	00548091	Om Prakash Bhatt	Non-Executive - Independent Director	Member	11-06-2024		
3	09595668	Mary Beth Boucher	Non-Executive - Independent Director	Member	07-05-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00548091	Om Prakash Bhatt	Non-Executive - Independent Director	Chairperson	11-06-2024		
2	10485073	Durgesh Kumar Singh	Non-Executive - Independent Director	Member	11-06-2024		
3	07080613	Sudhir Singh	Executive Director	Member	19-10-2023		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09595668	Mary Beth Boucher	Non-Executive - Independent Director	Chairperson	22-01-2024		
2	00466197	Anil Kumar Chanana	Non-Executive - Independent Director	Member	22-01-2024		
3	00548091	Om Prakash Bhatt	Non-Executive - Independent Director	Member	11-06-2024		
4	09157177	Gautam Samanta	Executive Director	Member	11-06-2024	10-10-2025	
5	09160041	John Robert Speight	Executive Director	Member	10-10-2025		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09595668	Mary Beth Boucher	Non-Executive - Independent Director	Chairperson	31-03-2024		
2	09157177	Gautam Samanta	Executive Director	Member	11-06-2024	10-10-2025	
3	07080613	Sudhir Singh	Executive Director	Member	19-10-2023		
4	09160041	John Robert Speight	Executive Director	Member	10-10-2025		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

## Annexure 1

### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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*
1	23-07-2025				Yes	6	6	4
2	22-09-2025		60		Yes	6	6	4
3		24-10-2025	31		Yes	6	6	4
4		06-11-2025	12		Yes	6	6	4
5		02-12-2025			Yes	6	6	4
6		06-12-2025			Yes	6	5	4
7		13-12-2025			Yes	6	6	4
8		18-12-2025			Yes	6	6	4
9		20-12-2025			Yes	6	6	4
10		24-12-2025			Yes	6	4	2
11		26-12-2025			Yes	6	5	3

### Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	23-07-2025				Yes	4	3	3	0
2	Audit Committee	24-10-2025	92			Yes	4	4	4	0
3	Audit Committee	26-12-2025	62			Yes	4	3	3	0
4	Nomination and remuneration committee	22-09-2025				Yes	3	3	3	0
5	Nomination and remuneration committee	24-10-2025				Yes	3	3	3	0
6	Risk Management Committee	22-07-2025				Yes	4	4	3	0

### Annexure 1

#### V. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Barkha Sharma
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event



Signatory Details	
Name of signatory	Barkha Sharma
Designation of person	Company Secretary and Compliance Officer
Place	NOIDA
Date	17-01-2026

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					Textual Information(1)
Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Encora US Holdco, Inc	26-12-2025	0	0	0
2	Encora Holdings Ltd. (Cayman)	26-12-2025	0	0	0

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below: Text Block**

Textual Information(1)	<p>The Company has approved execution of a share subscription and share purchase agreement (the SSPA) by the Company with Encora US Holdco, Inc. and Encora Holdings Ltd. (Cayman) (collectively, the Target Companies), Encora Holdco Ltd. (UK) and AI Altius Parent (Cayman) Limited (collectively, the Investors), in relation to acquisition of the Target Companies shares from the Investors (Proposed Acquisition), in a share swap arrangement with the Company, whereby 9,37,96,508 (Nine Crore Thirty Seven Lac Ninety Six Thousand Five Hundred and Eight Only) fully paid up equity shares of the Company having face value of INR 2 (Indian Rupees Two) each (Equity Shares) shall be created, issued, offered and allotted to the Investors at a price of INR 1,815.91/- (Indian Rupees One Thousand Eight Hundred Fifteen And Ninety One Paise only) per Equity Share (which includes a premium of INR 1813.91/- (Indian Rupees One Thousand Eight Hundred Thirteen And Ninety One Paise only) per Equity Share) (Issue Price), aggregating up to a consideration of INR 1,70,32,60,16,842/- (Indian Rupees Seventeen Thousand and Thirty Two Crore Sixty Lac Sixteen Thousand Eight Hundred and Forty Two only), in accordance with the SSPA</p>
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