

July 08, 2024

**The Manager,
Department of Corporate Services
BSE Limited**
Floor 25, P.J. Towers,
Dalal Street, Mumbai – 400 001
BSE Scrip code – 532541
Equity ISIN INE591G01017
Non-Convertible Bond ISIN INE591G08012

**The General Manager,
Department of Corporate Services
The National Stock Exchange of India Limited**
Exchange Plaza,
Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra, Mumbai – 400 051
NSE Symbol – COFORGE

Sub: Intimation of voting results of Postal Ballot concluded on July 07, 2024, as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

Dear Sir/Madam,

This is further to our intimation dated April 22, 2024, and May 02, 2024, wherein it was informed that the Board of Directors of **Coforge Limited** (the "**Company**") has approved the below matters:

1. To approve the appointment of Mr. Om Prakash Bhatt (DIN: 00548091) as an Independent Director of the Company and Chairperson of the Board
2. To approve the appointment of Mr. Gautam Samanta (DIN: 09157177) as an Executive Director of the Company

subject to approval of the shareholders by way of a postal ballot and such other approvals, permissions and sanctions as may be necessary from time to time.

The Company had also informed vide its letter dated June 07, 2024 that in compliance with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and the latest one being General Circular No. 9/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and other circulars issued by SEBI ("SEBI Circular"), and any other applicable law, rules and regulations, the Company sent Postal Ballot Notice in electronic form only on June 07, 2024, to all the members whose names appear in the Register of Members/Record of Depositories as on Friday, May 31, 2024, being the cut-off date for that purpose.

Now we wish to inform you that, in compliance with applicable Regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended and other applicable laws, the shareholders of the Company have approved the aforesaid matter by requisite majority through remote e-voting postal ballot process as set out in the postal ballot notice.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, details of the voting results of the Postal Ballot concluded on Sunday, July 07, 2024, are enclosed in the prescribed format along with the Scrutinizer Report on remote e-voting postal ballot as received by the Company.

Please note that the aforesaid results are also available on the website of the Company www.coforge.com and National Securities Depositories Limited at www.evoting.nsdl.com

We request you to kindly take the above information on your records.

Thanking you,

For Coforge Limited

Barkha Sharma
Company Secretary
ACS: 24060

Encl: as above

CC:

To,

Registered office Coforge Limited 8, Balaji Estate, Third Floor, Guru Ravi Das Marg, Kalkaji, New Delhi - 110019	The Vice President Central Depository Services (India) Limited. 25th Floor, Maratha Futurex NM Joshi Marg, Lower Parel (East), Mumbai – 400 013	Vice President National Securities Depository Limited Trade World – A Wing, Kamala Mills Compound Lower Parel, Mumbai - 400013
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Report of Scrutinizer

[Pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
COFORGE LIMITED
8, Balaji Estate, Third Floor,
Guru Ravi Das Marg, Kalkaji,
New Delhi – 110019

Subject: Scrutinizer's Report on Postal Ballot Results (remote e-voting) conducted as per the relevant provisions of the Companies Act, 2013

Dear Sir,

I, Nityanand Singh proprietor of M/s. Nityanand Singh & Co., Company Secretaries, having office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, has been appointed by the Board of Directors of COFORGE LIMITED (the "Company") as the Scrutinizer for the purpose of monitoring the remote e-voting process, scrutinizing the votes cast and ascertaining the results thereof and submit to the Chairman, as per the provision of Section 110 and 108 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act read with Rule 22 and 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, also read with MCA General Circular Nos. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, and subsequent circulars issued in this regard, the latest one being General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on resolutions as mentioned in the Notice of Postal Ballot dated **May 02, 2024** in a fair and transparent manner.

- (i) In compliance with the MCA circulars, the Postal Ballot Notice was sent on **Friday, June 07, 2024** only through electronic mode to those members whose names appeared in the Register of members/ list of Beneficiary Owner received from the depositories and members whose e-mail addresses are registered with the Company/Depositories as on **Friday, May 31, 2024** ("Cut-off date"), to approve the following resolutions.



S.No.	Type of Resolution	Resolution Description
1	Special Resolution	To approve the appointment of Mr. Om Prakash Bhatt (DIN: 00548091) as an Independent Director of the Company and Chairperson of the Board
2	Ordinary Resolution	To approve the appointment of Mr. Gautam Samanta (DIN: 09157177) as an Executive Director of the Company

- (ii) The members holding shares in physical or demat form as on the Cut-off date i.e., **Friday, May 31, 2024** were entitled to vote on the resolutions stated in Notice of the Postal Ballot.
- (iii) The Members not having email ID registered with the Depository or the Company were given special facility to get their email ID registered to receive the Notice electronically and participate in remote e-voting process.
- (iv) The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting the remote e-voting by the shareholders of the Company.
- (v) The remote e-voting period commenced on **Saturday, June 08, 2024 at 09:00 A.M. (IST)** and ended on **Sunday, July 07, 2024 at 05:00 P.M. (IST)**.
- (vi) The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules made thereunder and the MCA circulars relating to remote e-voting on the resolution contained in the Postal Ballot Notice.
- (vii) My responsibility as a scrutinizer for the remote e-voting is restricted to making a scrutinizer's report of the votes cast in favour or against the resolutions.
- (viii) I had monitored the process of remote e-voting through Scrutinizer's secured link provided by NSDL on the designated website.
- (ix) The remote e-voting system was un-block at around 05:15 P.M (IST) on Sunday, July 07, 2024 in the presence of two witnesses Mr. Ram Niwas R/o 16 A, Gali. No. 2 B-Block Qutub Vihar, New Delhi 110071 and Mr. Sunil Kumar R/o 6-A E-Block, Qutub Vihar, New Delhi-110071 who are not in the employment of the Company. They have signed below in confirmation of the same.



.....
(Mr. Ram Niwas)



.....
(Mr. Sunil Kumar)



- (x) The particulars of votes cast through remote e-voting have been entered in Register maintained separately for this purpose in electronic mode.

Based on the scrutiny, the summary of the results of remote e-voting is as under:-

1. **To approve the appointment of Mr. Om Prakash Bhatt (DIN: 00548091) as an Independent Director of the Company and Chairperson of the Board**

A. Summary of votes cast through remote e-voting in favour and against the **Special Resolution** is as under:

S. No.	Particulars	No. of members who cast valid votes	Number of valid votes cast by them	% of votes cast to total valid votes cast
1	Total number of votes cast in favour of the Resolution	1,331	5,43,39,380	98.3302
2	Total number of votes cast against the Resolution	73	9,22,773	1.6698
	Total	1,404	5,52,62,153	100

Invalid votes - NA

2. **To approve the appointment of Mr. Gautam Samanta (DIN: 09157177) as an Executive Director of the Company**

A. Summary of votes cast through remote e-voting in favour and against the **Ordinary Resolution** is as under:

S. No.	Particulars	No. of members who cast valid votes	Number of valid votes cast by them	% of votes cast to total valid votes cast
1	Total number of votes cast in favour of the Resolution	1,141	4,23,02,187	76.8919
2	Total number of votes cast against the Resolution	257	1,27,12,973	23.1081
	Total	1,398	5,50,15,160	100

Invalid votes - NA

I have, on the reckoning of voting rights of the shareholders on the basis of paid-up value of the shares registered in their names, found that the above resolutions have been duly passed with requisite majority. You may accordingly declare the results of postal ballot conducted through remote e-voting.



The voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are enclosed with this report as an **Annexure-I**.

Thanking you,
Yours truly

**For Nityanand Singh & Co.
(Company Secretaries)**



**Nityanand Singh (Prop.)
C.P. No.: 2388
Membership No.: 2668
UDIN: F002668F000686626**

Counter signed by

Place: New Delhi
Date: 07.07.2024

Coforge Limited
Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

Date of declaration of the results of Postal Ballot	07.07.2024
Total number of shareholders as on the Cut-Off date	1,70,505
No. of shareholders present in the meeting through video conferencing / other Audio Visual Means: Promoters and Promoter Group: Public:	Not Applicable

Resolution 1: To approve the appointment of Mr. Om Prakash Bhatt (DIN: 00548091) as an Independent Director of the Company and Chairperson of the Board								
Resolution required : Special Resolution								
Whether Promoter/ Promoter Group interested in the agenda/ resolution : Not Applicable								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Institutional holders	Remote e-voting	5,90,19,701	5,48,86,216	92.9964	5,39,65,135	9,21,081	98.3218	1.6782
	Postal Ballot	-	-	-	-	-	-	-
	Total	5,90,19,701	5,48,86,216	92.9964	5,39,65,135	9,21,081	98.3218	1.6782
Public- Others	Remote e-voting	76,70,856	3,75,937	4.9008	3,74,245	1,692	99.5499	0.4501
	Postal Ballot	-	-	-	-	-	-	-
	Total	76,70,856	3,75,937	4.9008	3,74,245	1,692	99.5499	0.4501
Grand Total		6,66,90,557	5,52,62,153	82.8635	5,43,39,380	9,22,773	98.3302	1.6698



Resolution 2: To approve the appointment of Mr. Gautam Samanta (DIN: 09157177) as an Executive Director of the Company

Resolution required : Ordinary Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution : Not Applicable

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Institutional holders	Remote e-voting	5,90,19,701	5,46,39,255	92.5780	4,19,27,947	1,27,11,308	76.7359	23.2641
	Postal Ballot	-	-	-	-	-	-	-
	Total	5,90,19,701	5,46,39,255	92.5780	4,19,27,947	1,27,11,308	76.7359	23.2641
Public- Others	Remote e-voting	76,70,856	3,75,905	4.9004	3,74,240	1,665	99.5571	0.4429
	Postal Ballot	-	-	-	-	-	-	-
	Total	76,70,856	3,75,905	4.9004	3,74,240	1,665	99.5571	0.4429
Grand Total		6,66,90,557	5,50,15,160	82.4932	4,23,02,187	1,27,12,973	76.8919	23.1081

