

April 12, 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]

**Subject: Details of voting results of the Extra-Ordinary General Meeting of the Company as per Regulation 44(3) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, as amended**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulation”), please find details of the Voting Results of the Extra-Ordinary General Meeting of the Company held on Friday, April 12, 2024 at 09:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Mode (OAVM) in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA) and Circulars issued by Securities and Exchange Board of India (“SEBI”), and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting prior and during the EGM. The above are also being uploaded on the Company’s website [www.coforge.com](http://www.coforge.com) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

S. No.	Particulars of Business	Nature of Business
1.	To raise capital by way of a qualified institutions placement or any permitted means to eligible investors through an issuance of equity shares and/or other eligible securities	Special

We wish to inform you that, in compliance with applicable Regulations of SEBI Listing Regulations and other applicable laws, the shareholders of the Company have approved the Special Resolution for the aforesaid matter by requisite majority.

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

Yours faithfully

For **Coforge Limited**

**Barkha Sharma**  
**Company Secretary**  
**ACS No. 24060**

**Encl.: as above**

**Report of Scrutinizer**

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2021, as amended from time to time and as per MCA General Circular No. 14/2020 dated 08.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 22/2020 dated 15.06.2020, General Circular No. 33/2020 dated 28.09.2020, General Circular No. 39/2020 dated 31.12.2020, General Circular No. 10/2021 dated 23.06.2021, General Circular No. 20/2021 dated 08.12.2021, General Circular No. 3/2022 dated 05.05.2022, General Circular No. 11/2022 dated 28.12.2022, General Circular No. 09/2023 dated 25.09.2023 and other relevant circulars issued by the Ministry of Corporate Affairs and pursuant to SEBI circular no. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12.05.2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13.05.2022 and other relevant circulars issued by the Securities and Exchange Board of India]

To,  
The Chairman  
**Coforge Limited**  
8, Balaji Estate, Third Floor,  
Guru Ravi Das Marg, Kalkaji,  
New Delhi – 110019

**Subject: Consolidated Scrutinizer Report on the votes cast through remote e-voting and e-voting during the Extra-ordinary General Meeting**

Dear Sir,

I, Nityanand Singh, Proprietor of M/s. Nityanand Singh & Co., Practicing Company Secretaries, having office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, has been appointed as Scrutinizer by the Board of Directors in pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, to conduct the remote e-voting and e-voting process in respect of the resolution contained in the notice of Extra-Ordinary General Meeting ("EGM") of Coforge Limited (The 'Company') held on Friday, April 12, 2024 at 09:00 A.M. through VC / OAVM.

In compliance with the MCA circulars and SEBI circulars, the notice dated March 16, 2024, as confirmed by the Company was sent to the shareholders in respect of the resolution passed at the EGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.



The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting and e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced at 09:00 A.M. (IST) on Tuesday, April 09, 2024 and ended at 05:00 P.M. (IST) on Thursday, April 11, 2024. Thereafter, the remote e-voting module was disabled by NSDL for voting.

The Company had also provided e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date Friday, April 5, 2024 were entitled to vote on the resolution as contained in the Notice of the EGM.

I have scrutinized and reviewed the remote e-voting prior and e-voting during the EGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and e-voting during the EGM on the resolution contained in the notice of the EGM.

My responsibility as a scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

After the Conclusion of the Extra-Ordinary General Meeting and closure of e-voting at the Extra-Ordinary General Meeting, the votes cast by the members present through VC/OAVM through e-voting system and through remote e-voting facility were downloaded on April 12, 2024 at around 10:11 A.M. in the presence of two witnesses Mr. Ramniwas, R/o 16A B Block Phase-1 Qutub Vihar Goyla Dairy New Delhi-110071 and Ms. Kanika Sharma R/o RZ-01, Puran Nagar, New Delhi - 110045 who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.



(Mr. Ram Niwas)



(Ms. Kanika Sharma)

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting in respect of the said resolution.

### 1) **Special Business**

**To raise capital by way of a qualified institutions placement or any permitted means to eligible investors through an issuance of equity shares and/or other eligible securities.**



Summary of votes cast through remote e-voting and 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 total number of valid votes cast
1	Total number of votes cast in favour of the Resolution	717	4,67,30,855	89.8848
2	Total number of votes cast against the Resolution	55	52,58,881	10.1152
<b>Total</b>		<b>772</b>	<b>5,19,89,736</b>	<b>100</b>

**Invalid Votes - NIL**

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: F002668F000098687**

**Counter signed by**

**Place: New Delhi**  
**Date: 12.04.2024**

**Annexure-I  
Coforge Limited**

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

<b>Date of EGM</b>	12.04.2024
<b>Total number of shareholders as on the Cut-Off date</b>	1,32,675
<b>No. of shareholders present in the meeting through video conferencing / other Audio Visual Means:</b>	
Promoters and Promoter Group:	0
Public:	59

**Resolution 1: TO RAISE CAPITAL BY WAY OF A QUALIFIED INSTITUTIONS PLACEMENT OR ANY PERMITTED MEANS TO ELIGIBLE INVESTORS THROUGH AN ISSUANCE OF EQUITY SHARES AND/OR OTHER ELIGIBLE SECURITIES**

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
<b>Promoter and Promoter Group</b>	E-voting*		2	$3=(2/1)*100$	4	5	$6=(4/2)*100$	$7=(5/2)*100$
	Poll	0						
	Postal Ballot							
	<b>Total</b>		0					
<b>Public- Institutional holders</b>	E-voting*	5,51,33,067	5,11,03,991	92.6921	4,58,47,037	52,56,954	89.7132	10.2868
	Poll							
	Postal Ballot							
	<b>Total</b>	5,51,33,067	5,11,03,991	92.6921	4,58,47,037	52,56,954	89.7132	10.2868
<b>Public- Others</b>	E-voting*		8,85,745	13.2439	8,83,818	1,927	99.7824	0.2176
	Poll	66,87,925						
	Postal Ballot							
	<b>Total</b>	66,87,925	8,85,745	13.2439	8,83,818	1,927	99.7824	0.2176
<b>Grand Total</b>		6,18,20,992	5,19,89,736	84.0972	4,67,30,855	52,58,881	99.7824	10.1152

\* E-voting includes remote e-voting

