

April 18, 2025

**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

**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 April 17, 2025, 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 March 05, 2025, wherein it was informed that the Board of Directors of **Coforge Limited** (the "**Company**") has approved the below matters:

1. To consider and approve the sub-division/ split of equity shares and consequent alteration of the Capital Clause of the Memorandum of Association 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 March 18, 2025 that in compliance 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. 09/2024 dated 19.09.2024, issued by the Ministry of Corporate Affairs ("MCA") and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued by SEBI, and any other applicable law, rules and regulations, the Company sent Postal Ballot Notice in electronic form only on March 18, 2025, to all the members whose names appear in the Register of Members/Record of Depositories as on Friday, March 14, 2025, 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 Thursday, April 17, 2025, 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](http://www.coforge.com) and National Securities Depositories Limited at [www.evoting.nsdl.com](http://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 & Compliance Officer

Encl: as above

CC:

To,

<b>Registered office Coforge Limited</b> Plot No. 13, Udyog Vihar, Phase-IV, Sector-18, Palam Road, Gurugram - 122015, Haryana, India	<b>The Vice President Central Depository Services (India) Limited.</b> 25th Floor, Maratha Futurex NM Joshi Marg, Lower Parel (East), Mumbai – 400 013	<b>Vice President National Securities Depository Limited</b> 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**  
Plot No. 13, Udyog Vihar,  
Phase-IV, Sector-18, Gurugram,  
Haryana, India, 122015

**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. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on resolution as mentioned in the Notice of Postal Ballot dated **March 04, 2025** in a fair and transparent manner.

- (i) In compliance with the MCA circulars, the Postal Ballot Notice was sent on **Tuesday, March 18, 2025** 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, March 14, 2025** ("Cut-off date"), to approve the following resolution.

S.No.	Type of Resolution	Resolution Description
1	Ordinary Resolution	To consider and approve the sub-division/ split of equity shares and consequent alteration of the capital clause of the Memorandum of Association of the Company.



- (ii) The members holding shares in physical or demat form as on the Cut-off date i.e., **Friday, March 14, 2025** were entitled to vote on the resolution 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 **Wednesday, March 19, 2025 at 09:00 A.M. (IST)** and ended on **Thursday, April 17, 2025 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 resolution.
- (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 05:33 P.M (IST) on Thursday, April 17, 2025 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 consider and approve the sub-division/ split of equity shares and consequent alteration of the capital clause of the Memorandum of Association 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	1,248	5,43,84,235	99.9995
2	Total number of votes cast against the Resolution	19	264	0.0005
	<b>Total</b>	<b>1,267</b>	<b>5,43,84,499</b>	<b>100</b>

**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 resolution has 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: F002668G000144007**

**Counter signed by**

Place: New Delhi  
Date: 18-04-2025

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

Date of declaration of the results of Postal Ballot	April 18, 2025
Total number of shareholders as on the Cut-Off date	1,49,092
No. of shareholders present in the meeting through video conferencing / other Audio Visual Means:	Not Applicable
Promoters and Promoter Group: Public:	

<b>Resolution 1: TO CONSIDER AND APPROVE THE SUB-DIVISION/ SPLIT OF EQUITY SHARES AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY</b>								
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	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-
Public- Institutional holders	Remote e-voting	6,02,47,147	5,43,64,867	90.2364	5,43,64,867	-	100.0000	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6,02,47,147</b>	<b>5,43,64,867</b>	<b>90</b>	<b>5,43,64,867</b>	-	<b>100.0000</b>	-
Public- Others	Remote e-voting	66,25,952	19,632	0.2963	19,368	264	98.6553	1.3447
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>66,25,952</b>	<b>19,632</b>	<b>0.2963</b>	<b>19,368</b>	<b>264</b>	<b>98.6553</b>	<b>1.3447</b>
<b>Grand Total</b>		<b>6,68,73,099</b>	<b>5,43,84,499</b>	<b>81.3249</b>	<b>5,43,84,235</b>	<b>264</b>	<b>99.9995</b>	<b>0.0005</b>

