

July 01, 2022

The Manager,
Department of Corporate Services
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai – 400 001
BSE Scrip code – [532541]
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 Scrip code – [COFORGE]

Dear Sir/Madam,

Sub: Intimation of voting results of Postal Ballot concluded on June 30, 2022 as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

This is further to our intimation dated May 07, 2022 wherein it was informed that the Board of Directors of **Coforge Limited** (Erstwhile NIIIT Technologies Limited) (the "**Company**") has approved the appointment of Ms. Mary Beth Boucher (DIN: 09595668) as an Additional Director and Independent Director on the Board of the Company to hold office for a term of 2 (two) years from May 07, 2022 to May 06, 2024, 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 May 30, 2022 that in compliance with the provisions of General Circular No 14/2020 dated April 08, 2020 and General Circular No 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020 and Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") issued by Ministry of Corporate Affairs and due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation, the Company sent Postal Ballot Notice in electronic form only on May 30, 2022 to all the members whose names appear in the Register of Members/Record of Depositories as on Tuesday, May 24, 2022, 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 Special Resolutions for 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

Coforge Limited

Special Economic Zone, Plot No. TZ-2 & 2A, Sector - Tech Zone, Greater Noida (UP) - 201308, India.

Registered Office : 8, Balaji Estate, Third Floor, Guru Ravi Das Marg, Kalkaji, New Delhi - 110 019, India.

Tel.: +91 11 41029 297, Fax: +91 11 2641 4900

CIN: L72100DL1992PLC048753



Thursday, June 30, 2022 are enclosed in the prescribed format alongwith 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

Kindly take this on record and acknowledge receipt.

Thanking you,

For Coforge Limited
(Erstwhile NIIT Technologies 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 |
|---|---|--|



Report of Scrutinizer

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

To,

The Chairman / Authorized Person

COFORGE LIMITED

(Erstwhile known as NIIT Technologies 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,

The Board of Directors of COFORGE LIMITED (Erstwhile known as NIIT Technologies Limited) (the Company) appointed us, M/s. Nityanand Singh & Co. Company Secretaries

| S.No. | Type of Resolution | Resolution Description |
|-------|--------------------|---|
| 1 | Special Resolution | To approve the appointment of Ms. Mary Beth Roucher (Din: 09595668) as an Independent Director of the Company |

In the above matter, we hereby submit our Report as under:

- i. The Company initiated the service of postal ballot notice along with required documents, through emails on Monday, May 30, 2022 to its Members, whose names appeared in the Register of Members of the Company or the list of beneficial owners, as received from the Registrar and Share Transfer Agent of the Company ('RTA') /National Securities Depository Limited ('NSDL')/Central Depository Services (India) Limited ('CDSL') as on Tuesday, May 24, 2022 ("Cut-off date").
- ii. The members holding shares as on the Cut-off date i.e. Tuesday, May 24, 2022 were entitled to vote on the resolutions stated in Notice of the Postal Ballot and the notices through email were served to 1,50,758 Members as on May 30, 2022.
- iii. The Members not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent of 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 members of the Company were required to vote through 'remote e-voting' facility provided on the designated website 'www.evoting.nsdl.com' of NSDL.
- v. The remote e-voting period commenced on Wednesday, June 01, 2022 at 09:00 AM (IST) and ended on Thursday, June 30, 2022 at 05:00 PM (IST).
- vi. I had monitored the process of remote e-voting through Scrutinizer's secured link provided by NSDL on the designated website.
- vii. The remote e-voting system was un-block at 05:05 P.M (IST) on Thursday, June 30, 2022 in the presence of two witnesses, who are not in the employment of the Company. Their confirmation in writing is attached as Annexure-I.
- viii. 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:-



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

VOUCHER
PANY

Special

% of votes
cast to total
valid votes
cast

99.99707
0.00293
100

up value of
has been duly
g by postai

Disclosure

**1. TO APPROVE THE APPOINTMENT OF MS. MARY BETH P
(DIN: 09595668) AS AN INDEPENDENT DIRECTOR OF THE COM**

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

| S. No. | Particulars | No. of members who cast valid votes | Number of valid votes cast by them |
|--------|--|-------------------------------------|------------------------------------|
| 1 | Total number of votes cast in favour of the Resolution | 1077 | 30217283 |
| 2 | Total number of votes cast against the Resolution | 41 | 86 |
| | Total | 1112 | 36718129 |

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 Special Resolutions have been passed with requisite majority. You may accordingly declare the results of voting by postal ballot through remote e-voting.

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

Thanking you,
Yours truly

For, Nityanand Singh & Co.
(Company Secretaries)

Nishu



Nityanand Singh (Prop.)
C.P. No.: 2388

Membership No.: 2668
UDIN: F002668D000554791

Place: New Delhi
Date: 01st July, 2022

Annexure-I

The e-votes cast through remote e-voting on resolution stated in the notice for postal ballot of Coforge Limited (Previously known as NIIT Technologies Limited) (CIN: L72100DL1992PLC048753) which ended on Thursday, 30th June, 2022 at 5:00 P.M. and were announced at 05 P.M. in our presence.

We are not in the employment of the Company.

Witnesses:



Name Kirti Tanwer

Address: D-52, Dilip Vihar, New Delhi-110041



Name:- Vrinda Pathak

Address:- RZ 34 Old Palam Road, Kakrola, Dwarka, New Delhi-110078

Date: 01st July, 2022

Place: New Delhi



| | |
|----------|-----------------------------------|
| | Of Votes ainst on es polled |
| 5/2)*100 | |
| - | |
| - | |
| - | |
| - | |
| - | |
| - | |
| 2.0177 | |
| - | |
| 2.0177 | |
| 0.0024 | |