

The General Manager
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.
Script Code: 532541

Manager – Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: COFORGE

Dear Sir / Madam,

Sub: Application under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) for the proposed Scheme of Amalgamation of Cigniti Technologies Limited with and into Coforge Limited and their respective shareholders and creditors in terms of provisions of the Companies Act, 2013 (“Scheme”)

Compliance report as per Securities and Exchange Board of India’s (“SEBI”) Master Circular dated June 20, 2023 bearing reference number SEBI/HO/CFD/ POD-(2/P/CIR/2023/93 (including any amendments thereto) (“SEBI Master Circular”)

It is hereby certified that the draft Scheme involving Cigniti Technologies Limited (“**Transferor Company**”) and Coforge Limited (“**Transferee Company**”) does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of LODR Regulations and SEBI Master Circular, including the following:

| S. No. | Reference | Particulars | Remarks |
|---|--|---|--|
| 1 | Regulations 17 to 27 of LODR Regulations | Corporate governance requirements | Complied |
| 2 | Regulation 11 of LODR Regulations | Compliance with securities laws | Complied |
| Requirements of SEBI Master Circular | | | |
| (a) | Para (I)(A)(2) | Submission of documents to Stock Exchanges | Complied |
| (b) | Para (I)(A)(3) | Conditions for schemes of arrangement involving unlisted entities | Both Cigniti Technologies Limited and Coforge Limited are listed entities and no unlisted entities are involved in the Scheme. Hence, the requirement mentioned in Para (I)(A)(3) is not applicable. |
| (c) | Para (I)(A)(4)(a) | Submission of Valuation Report | Complied. Copy of the valuation report is enclosed as part of this application. |

| S. No. | Reference | Particulars | Remarks |
|--------|-----------------|---|---|
| (d) | Para (I)(A)(5) | Auditors certificate regarding compliance with Accounting Standards | Complied. Copy of the certificate issued by the statutory auditors of the Transferee Company confirming that accounting treatment mentioned in the Scheme is in compliance with Section 133 of the Companies Act 2013 and accounting standards framed thereunder is enclosed as part of this application. |
| (e) | Para (I)(A)(10) | Provision of approval of public shareholders through e-voting | <p>The Company will comply with provisions of e-voting as per the Companies Act, 2013 and the LODR Regulations as amended from time to time.</p> <p>The requirements stated in Para (I)(A)(10)(b) are not applicable to the Transferee Company. Accordingly, undertaking certified by statutory auditors for non-applicability of Para (I)(A)10(b) has been submitted to Stock Exchange(s).</p> |

Yours faithfully
For Coforge Limited



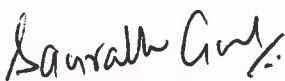
Barkha Sharma
Company Secretary



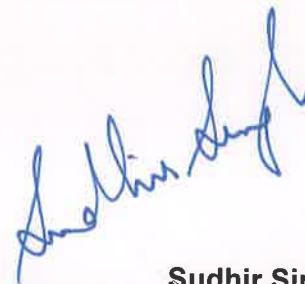

Sudhir Singh
CEO & Executive Director

Certified that the transactions/ accounting treatment provided in the draft Scheme of Amalgamation involving Cigniti Technologies Limited and Coforge Limited are in compliance with all the Accounting Standards applicable to a listed entity.

For Coforge Limited



Saurabh Goel
Chief Financial Officer

Sudhir Singh
CEO & Executive Director

Date: **January 09, 2025**
Place: **Noida**