

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 NIIT Technologies Limited) (the "**Company**") has approved the appointed 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
(Erstwhile known as NIIT Technologies Limited)
Special Economic Zone, Plot No. TZ-2 & 2A, Sector - Tech Zone, Greater Noida (UP) - 201308, India.
Tel.: +91 120 4592 300, Fax: +91 120 4592 301 www.coforge.com
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
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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, having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029 as the Scrutinizer for the purpose of monitoring the e-voting process, scrutinizing the votes casted and ascertaining the results thereof and report to the Chairman, as per Section 108 and 110 of the Companies Act, 2013 and other applicable provisions of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, also read with 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 and 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 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 12th, 2022 in a fair and transparent manner.

Further, in accordance with the relaxation give vide above-referred Circulars the members have casted their votes electronically only

- (i) The Company Secretary had, in pursuance to Section 110 and other applicable provisions of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, vide Postal Ballot Notice dated May 12th, 2022 circulated to the members the following Resolutions in electronic form for their approval:



S.No.	Type of Resolution	Resolution Description
1	Special Resolution	To approve the appointment of Ms. Mary Beth Boucher (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 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 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:-

1. TO APPROVE THE APPOINTMENT OF MS. MARY BETH BOUCHER (DIN: 09595668) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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	1071	36717265	99.9976
2	Total number of votes cast against the Resolution	41	864	0.0024
Total		1112	36718129	100

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 has been duly 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 Disclosure Requirements) Regulation, 2015 are enclosed with this report as an Annexure II.

Thanking you,
Yours truly

For Nityanand Singh & Co.
(Company Secretaries)

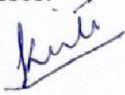
Nityanand Singh (Prop.)
C.P. No.: 2388
Membership No.: 2668
UDIN: F002668D000554791

Place: New Delhi
Date: 01st July, 2022

The e-votes cast through remote e-voting on resolution stated in the notice for postal ballot of **Coforge Limited (Erstwhile known as NIIT Technologies Limited) (CIN: L72100DL1992PLC048753)** which ended on Thursday, 30th June, 2022 at 5.00 P.M and were unblocked at 05.05 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



Annexure-II
Coforge Limited (Erstwhile known as NIIT Technologies 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	July 01, 2022
Total number of shareholders as on the Cut-Off date	1,57,277
No. of shareholders present in the meeting through video conferencing / other Audio Visual Means:	Not Applicable
Promoters and Promoter Group: Public:	

Resolution 1: TO APPROVE THE APPOINTMENT OF MS. MARY BETH BOUCHER (DIN: 09595668) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Resolution required :Special Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

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	2,44,21,260	94,21,260	38.5781	94,21,260	-	100.0000	-
	Postal Ballot							
	Total	2,44,21,260	94,21,260	38.5781	94,21,260	-	100.0000	-
Public- Institutional holders	Remote e-voting	2,92,06,001	2,72,54,048	93.3166	2,72,54,048	-	100.0000	-
	Postal Ballot							
	Total	2,92,06,001	2,72,54,048	93.3166	2,72,54,048	-	100.0000	-
Public- Others	Remote e-voting	72,94,101	42,821	0.5871	41,957	864	97.9823	2.0177
	Postal Ballot							
	Total	72,94,101	42,821	0.5871	41,957	864	97.9823	2.0177
Grand Total		6,09,21,362	3,67,18,129	60.2714	3,67,17,265	864	99.9976	0.0024

