

December 08, 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: INE591G01025

**The General Manager,
Department of Corporate Services
National Stock Exchange of India Limited**
Exchange Plaza,
Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra, Mumbai – 400 051
NSE Symbol - COFORGE

Dear Sir/Madam,

Sub: Voting results and report of Scrutinizer on the National Company Law Tribunal, Chandigarh Bench (“NCLT”), convened meeting of the Equity Shareholders of Coforge Limited (the “Company”) held on December 06, 2025.

Ref: Disclosure under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”).

With reference to our earlier disclosures dated December 27, 2024, July 18, 2025, August 07, 2025, October 18, 2025, November 04, 2025 and November 06, 2025 regarding the proposed Scheme of Amalgamation of Cigniti Technologies Limited (“Transferor Company”) with and into Coforge Limited (“Transferee Company” or the “Company”) and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (“Scheme”).

We are pleased to inform that the meeting of the Equity Shareholders of the Company was held on December 06, 2025 at 10:30 A.M. (IST) through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”), pursuant to the directions of Hon’ble NCLT (“Meeting”), vide its order dated October 17, 2025 (“Order”).

In terms of the provisions of the Companies Act, 2013 and rules made thereunder and provisions of the SEBI Listing Regulations, the Company had provided remote e-voting and e-voting facility at the Meeting (“E-Voting”). The Hon’ble NCLT had appointed Mr. Yashraj Singh (Advocate) as the Scrutinizer to scrutinize the E-Voting process.

The report of Scrutinizer dated December 06, 2025 and the details of the Voting results in terms of the provisions of Regulation 44 of the SEBI Listing Regulations are enclosed.

You are requested to kindly take the above information on your records.

Thanking you,

Yours faithfully,
For **Coforge Limited**

Barkha Sharma
Company Secretary & Compliance Officer
Encl.: As above

SCRUTINIZER'S REPORT

Pursuant to Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Management Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with amendments made thereto and order passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench.

To,

Mr. L. N. Gupta (IAS) (R) and former Member NCLT

Chairperson appointed by the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT"), for the meeting of the equity shareholders of Coforge Limited pursuant to order dated October 17, 2025, in Company Application (CAA) No. 45/CHD/HRY/2025 (hereinafter referred to as the "Order").

Sub: Consolidated Scrutinizer's report on the remote e-voting and e-voting during the meeting of the equity shareholders of Coforge Limited held on Saturday, December 06, 2025, at 10:30 A.M. (IST) through Video Conferencing/ Other Audio Visual Means ("VC"/ "OAVM") pursuant to Hon'ble NCLT Order.

Dear Sir,

I, **Yashraj Singh**, Advocate, have been appointed by the Hon'ble NCLT vide its Order dated October 17, 2025 as Scrutinizer for the purpose of scrutinizing the remote e-voting process (prior to the meeting) and e-voting during the meeting of the equity shareholders of Coforge Limited (the "Company" or "Transferee Company"), held on Saturday, December 06, 2025, at 10:30 A.M. (IST) through VC/OAVM ("Meeting"), in connection with the scheme of amalgamation between Cigniti Technologies Limited ("Transferor Company") and the Company and their respective shareholders and creditors ("Scheme"), under Sections 230 to 232 and other applicable provisions of the Act, for the notice convening the said Meeting, submit my report as under:

1. That as directed by the Hon'ble NCLT, the meeting commenced at 10:30 A.M., and due to the want of requisite quorum, the meeting was adjourned for 30 minutes and thereafter, the meeting resumed at 11:00 A.M and the requisite quorum was met. The meeting was then called to order. The requisite quorum was present at 10:38 A.M. as confirmed by National Securities Depository Limited ("NSDL").
2. As per directions issued by the Hon'ble NCLT in the aforesaid Order and in compliance with Section 108 of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Management Rules made thereunder, and also read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest one being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, (collectively referred to as the "MCA Circulars"), as per Regulation 44 of the SEBI Listing Regulations and the directions issued by Hon'ble NCLT vide its Order the Meeting was convened through VC/OAVM, without the physical presence of the equity shareholders, at Plot No. TZ- 2 & 2A, Sector Tech Zone Yamuna Expressway, Greater Noida, Uttar Pradesh – 201308, India, which is the deemed venue for the Meeting.
3. The notice dated November 01, 2025 along with the explanatory statement under Section 230(3) read with Section 102 and other applicable provisions of the Act and Rule 6 of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 along with copy of the Scheme and the documents (annexures as stated in the index of the notice) were sent through electronic mode to those equity shareholders of the Company whose names appear in the register of members as on Friday, October 31, 2025 and whose e-mail addresses are registered with the Company/ depository(ies) as on the said date. For those equity shareholders whose e-mail addresses was not registered with the Company, physical letter containing a weblink, path to access notice on the Company's website and QR code was sent through speed post /courier, through which the notice, explanatory statement under Section 230(3) read with Section 102 and other applicable provisions of the Act and all annexures can be accessed.
4. The notice of the Meeting vide its Order dated October 17, 2025, together with all annexures were also made available on the Company's website www.coforge.com, on the website of the stock exchanges, i.e., BSE Limited ("BSE") at www.bseindia.com, National Stock Exchange of India Limited ("NSE") at www.nseindia.com ("collectively referred to as the "Stock Exchanges") and on the website of NSDL at www.evoting.nsdl.com, being the agency appointed by the Company to provide e-voting and other facilities for the Meeting.

4.5

5. As directed by the Hon'ble NCLT, the Company has on November 06, 2025, published a notice by way of advertisement intimating, the convening and holding of the meetings of equity shareholders, secured creditors and unsecured creditors of the Company, in Business Standard (English), National edition and in Hindi daily i.e., Jansatta (Hindi) in all editions within the state of Haryana. The same was also submitted with Stock Exchanges on November 06, 2025 and made available on the website of the Company www.coforge.com.
6. The equity shareholders holding shares in physical or demat form as on Saturday, November 29, 2025 were entitled to vote on the resolution stated in the notice of the Meeting.
7. The remote e-voting commenced on Wednesday, December 03, 2025 at 09:00 A.M. (IST) and was closed for voting on Friday, December 05, 2025 at 05:00 P.M. (IST). The remote e-voting module was disabled by NSDL for voting thereafter.
8. The Company had also provided e-voting facility to the equity shareholders present at the Meeting and who did not cast their vote through remote e-voting for 15 minutes from the conclusion of the Meeting from 11:33 A.M. to 11:48 A.M.
9. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules framed there under and the SEBI Listing Regulations as applicable relating to voting through remote e-voting, and e-voting during the Meeting on the resolution contained in the notice of the Meeting.
10. My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and to prepare a Consolidated Scrutinizer's report on the votes cast "in favour" or "against" the resolution and "invalid" votes cast by the equity shareholders.
11. After the closure of the e-voting facility, the votes casted was unblocked on the e-voting platform of NSDL in the presence of two witnesses viz. Mr. Mohan Chandra Joshi and Mr. Parveen Sharma, who are not in employment of the Company. Signatures of the witnesses are appended below:

Name of Witness	Signature
Mr. Mohan Chandra Joshi	
Mr. Parveen Sharma	

The copy of the report generated from NSDL e-voting system is annexed herewith and marked as **Annexure - 1**.

12. I have scrutinized and reviewed the remote e-voting and e-voting during the Meeting based on the data downloaded from the NSDL e-voting system and the same was also reconciled with the records maintained by the Registrar and Transfer Agents ("RTA") of the Company.
13. Copy of the attendance of the equity shareholders of Company extracted from the website of NSDL is enclosed as per **Annexure - 2**.
14. The resolution placed before the equity shareholders and consolidated result of the remote e-voting and e-voting during the Meeting seeking approval of the equity shareholders of the Company on the resolution, is given below:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable circulars and notifications issued by the Ministry of Corporate Affairs ("MCA"), the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Section 2(1B) of the Income-tax Act, 1961, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India Master Circular No.

Y.S

SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, subject to: (a) the provisions of the Memorandum and Articles of Association of Coforge Limited (“Company”); (b) the approval of Hon’ble National Company Law Tribunal, Chandigarh Bench (“Tribunal”); (c) such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary; and (d) such conditions and modifications as may be deemed appropriate by the parties to the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (“Board”) which term shall be deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this resolution, the arrangement embodied in the Scheme of Amalgamation between Cigniti Technologies Limited and Coforge Limited and their respective shareholders and creditors (“Scheme”), be and is hereby approved.

RESOLVED FURTHER THAT the any of the Director or Company Secretary or Chief Financial Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Tribunal or its appellate authority(ies) while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter whatsoever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder, creditor, Securities Exchange Board of India, the Tribunal, and/or any other authority, which are in the Board’s view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things, as the Board may deem fit and proper.

RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company, to give effect to this resolution, if required, as it may in its absolute discretion deem fit, necessary, or desirable, without any further approval from the Equity Shareholders of the Company.”

I now submit my consolidated report on the result of the remote e-voting and e-voting during the Meeting in respect of the resolution as below:

Votes cast by all equity shareholders

i. Voted in favour of the resolution:

Voting Facility	Number of equity shareholders	% of total number of valid votes cast	Numbers of votes cast by them (Number of shares)	Numbers of votes cast by them (in value INR)	% of total votes cast (in value) (Rounded off)
Remote e-voting	989	98.51	26,33,47,084	52,66,94,168	100
E-voting at the time of Meeting	12	1.20	75	150	0
Total	1,001	99.70	26,33,47,159	52,66,94,318	100

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ii. Voted against the resolution:

Voting Facility	Number of equity shareholders	% of total number of valid votes cast	Numbers of votes cast by them (Number of shares)	Numbers of votes cast by them (in value INR)	% of total votes cast (in value) (Rounded off)
Remote e-voting	03	0.30	20	40	0
E-voting at the time of Meeting	0	0.00	0	0	0
Total	03	0.30	20	40	0

iii. Invalid Votes: NIL

Based on the foregoing, the resolution as stated in the notice of Meeting is declared as passed with requisite majority, i.e. more than three fourth majority of the equity shareholders, voting through remote e-voting and e-voting at the Meeting, have voted in favour of the proposed resolution.

15. All the registers, relevant records and other incidental papers related to remote e-voting prior to and during the Meeting were handed over to the Company Secretary of the Company for safe keeping.
16. This report has been prepared by the undersigned Scrutinizer in terms of the directions of the Hon'ble NCLT. The same is being dispatched to only for the assistance of the Hon'ble Chairperson in terms of the directions issued by the Hon'ble NCLT. This report is not to be used for any other purposes or to, *inter alia*, be distributed by the Company or any person, to any other parties except as may be required under applicable law.

Thanking You.
Yours faithfully,

Yashraj Singh
Advocate
(Scrutinizer appointed by Hon'ble NCLT)

Date: December 06, 2025
Place: Greater Noida

Details of Voting results as per Regulation 44 of SEBI Listing Regulation of Court Convened meeting of the Equity Shareholders of Coforge Limited

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Scrutinizer Details	
Name of the Scrutinizer	Yashraj Singh
Firms Name	Yashraj Singh
Qualification	Advocate
Membership Number	
Date of Board Meeting in which appointed	17-10-2025
Date of Issuance of Report to the company	06-12-2025

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Voting results	
Record date	31-10-2025
Total number of shareholders on record date	221691
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	58
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and if thought fit, approving, with or without modification, the proposed scheme of amalgamation between Transferor Company and Coforge Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme")				
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	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	298854829	263319533	88.1095	263319533	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	298854829	263319533	88.1095	263319533	0	100.0000	0.0000
Public- Non Institutions	E-Voting	35939720	27646	0.0769	27626	20	99.9277	0.0723
	Poll							
	Postal Ballot (if applicable)							
	Total	35939720	27646	0.0769	27626	20	99.9277	0.0723
Total		334794549	263347179	78.6593	263347159	20	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	