

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Coforge Limited**
2. Quarter ending - **30-Sep-2021**

i. Composition Of Board Of Director

| Name of the Director | D I N | Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominnee) | Initial Date of Appointment | Date of Appointment | T e n u r e | Date of Birth | Whether special resolution passed ? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company |
|--------------------------|----------|---|-----------------------------|---------------------|-------------|---------------|-------------------------------------|------------------------------------|---|--|---|--|---|
| Basab Pradhan | 00892181 | ID,C & NED | 29-Jun-2019 | 29-Jun-2021 | 36 | 18-Jun-1965 | Yes | 30-Jul-2021 | 1 | 1 | 2 | 0 | AC,SC,RC,NRC |
| Ashwani Puri | 00160662 | ID | 07-Jul-2014 | 01-Apr-2019 | 60 | 16-Nov-1956 | NA | | 2 | 2 | 3 | 3 | AC |
| Holly Jane Morris | 06968557 | ID | 03-Aug-2015 | 01-Apr-2017 | 60 | 09-Oct-1952 | NA | | 1 | 1 | 1 | 0 | AC,NRC |
| Hari GopalaKrishnan | 03289463 | NED | 17-May-2019 | 17-May-2019 | 0 | 22-Mar-1977 | NA | | 1 | 0 | 0 | 0 | RMC, NRC |
| Kenneth Tuck Kuen Cheong | 08449253 | NED | 17-May-2019 | 17-May-2019 | 0 | 20-May-1968 | NA | | 1 | 0 | 0 | 0 | |
| Kirti Ram Hariharan | 01785506 | NED | 17-May-2019 | 17-May-2019 | 0 | 15-Apr-1978 | NA | | 1 | 0 | 1 | 1 | SC |
| Patrick John Cordes | 02599675 | NED | 17-May-2019 | 17-May-2019 | 0 | 28-Feb-1975 | NA | | 1 | 0 | 1 | 0 | SC |
| Sudhir Singh | 07080613 | ED | 29-Jan-2020 | 29-Jan-2020 | 0 | 10-Aug-1971 | NA | | 1 | 0 | 0 | 0 | RMC |

| Company Remarks | |
|---|-----|
| Whether Permanent chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

ii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|------------|------------------------|------------------|----------------|
| 1 | Ashwani Puri | ID | Chairperson | 19-Jul-2012 | |
| 2 | Holly Jane Morris | ID | Member | 30-Sep-2019 | |
| 3 | Basab Pradhan | ID,C & NED | Member | 29-Jun-2019 | |

| Company Remarks | |
|---|-----|
| Whether Permanent chairperson appointed | Yes |

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.coforgetech.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

b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|------------|------------------------|------------------|----------------|
| 1 | Kirti Ram Hariharan | NED | Chairperson | 29-Jun-2019 | |
| 2 | Patrick John Cordes | NED | Member | 29-Jun-2019 | |
| 3 | Basab Pradhan | ID,C & NED | Member | 01-Aug-2019 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|------------|------------------------|------------------|----------------|
| 1 | Sudhir Singh | ED | Member | 29-Jun-2019 | |
| 2 | Basab Pradhan | ID,C & NED | Chairperson | 29-Jun-2019 | |
| 3 | Hari GopalaKrishnan | NED | Member | 29-Jun-2019 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|------------|------------------------|------------------|----------------|
| 1 | Holly Jane Morris | ID | Chairperson | 01-Apr-2019 | |
| 2 | Basab Pradhan | ID,C & NED | Member | 29-Jun-2019 | |
| 3 | Hari GopalaKrishnan | NED | Member | 29-Jun-2019 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

iii. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 12-Apr-2021 | 06-Jul-2021 | Yes | 8 | 3 |
| 17-Apr-2021 | 28-Jul-2021 | Yes | 8 | 3 |
| 06-May-2021 | | Yes | 8 | 3 |

| | |
|---|---|
| Company Remarks | Board passed the Circular Resolution on the following date during the quarter September 2, 2021 - Approval of the IFRS financial statements and taking on record of the audit report in relation thereto September 2, 2021 -To reconstitute the audit committee of the Board of Directors |
| Maximum gap between any two consecutive (in number of days) | 60 |

iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-----------------------|--|---|--|-----------------------------|---|
| Audit Committee | 12-Apr-2021 | 27-Jul-2021 | Yes | 4 | 3 |

| | | | | | |
|-------------------------------------|-------------|-------------|-----|---|---|
| Audit Committee | 17-Apr-2021 | | Yes | 3 | 2 |
| Audit Committee | 05-May-2021 | | Yes | 4 | 3 |
| Nomination & Remuneration Committee | 03-May-2021 | | Yes | 3 | 2 |
| Stakeholders Relationship Committee | 03-May-2021 | 27-Jul-2021 | Yes | 3 | 1 |
| Risk Management Committee | 03-May-2021 | | Yes | 3 | 1 |

| | |
|--|---|
| Company Remarks | Audit Committee passed the circular Resolution on following dates: July 01, 2021 for availing other services from statutory auditors September 02, 2021 - to consider approve and recommend the approval of the IFRS financial statements and recommending the audit report in relation thereto |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 82 |

v. **Related Party Transactions**

| <i>Subject</i> | <i>Compliance status (Yes/No/NA)</i> | <i>Remark</i> |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

| | |
|--|--|
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | |
|--|--|

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Barkha Sharma**
Designation : **Company Secretary**

ANNEXURE III

Affirmations

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> | <i>Company Remark</i> |
|--|--------------------------|--------------------------|-----------------------|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance | 46(2) | Yes | |

| | | | |
|--|--------------------------------------|-----|--|
| report, business responsibility report displayed on website | | | |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |

ANNEXURE IV

| symbol | Company Name | Quarter Ended |
|--------|--------------|---------------|
|--------|--------------|---------------|

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

| Aggregate amount advanced during six months | | | | Balance outstanding at the end of six months | | | |
|--|--|---|--|--|--|---|--|
| <i>Promoter or any other entity controlled by them</i> | <i>Promoter Group or any other entity controlled by them</i> | <i>Directors (including relatives) or any other entity controlled by them</i> | <i>KMPs or any other entity controlled by them</i> | <i>Promoter or any other entity controlled by them</i> | <i>Promoter Group or any other entity controlled by them</i> | <i>Directors (including relatives) or any other entity controlled by them</i> | <i>KMPs or any other entity controlled by them</i> |
| 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months (taking into account any invocation) |
|---|---------------------------------------|--|---|
| <i>Promoter or any other entity controlled by them</i> | NA | 0 | 0 |
| <i>Promoter Group or any other entity controlled by them</i> | NA | 0 | 0 |
| <i>Directors (including relatives) or any other entity controlled by them</i> | NA | 0 | 0 |
| <i>KMPs or any other entity controlled by them</i> | NA | 0 | 0 |

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type of Security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
|---|--------------------------------------|--|--|
| <i>Promoter or any other entity controlled by them</i> | NA | 0 | 0 |
| <i>Promoter Group or any other entity controlled by them</i> | NA | 0 | 0 |
| <i>Directors (including relatives) or any other entity controlled by them</i> | NA | 0 | 0 |
| <i>KMPs or any other entity controlled by them</i> | NA | 0 | 0 |

(D) If the Listed Entity would like to provide any other information the same may be indicated here - NA

| Affirmations |
|---|
| <i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i> |