

**January 23, 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 INE591G01017 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 Symbol – COFORGE

Dear Sir/Ma'am,

Subject: Outcome of Board Meeting – January 22, 2025, under Regulation 30 read with Circular No.

SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 & Chapter V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations")

# Approval of Un-audited Standalone and Consolidated financial results for the quarter and nine months ended December 31, 2024, Limited Review Report

Pursuant to the provisions contained in Regulation 33 of the SEBI Listing Regulations and all amendments thereto, we wish to inform you that the Board of Directors at their meeting held on January 22, 2025, have considered and approved the Un-audited Standalone and Consolidated financial results for the quarter and nine months ended December 31, 2024 & Limited Review Report. Please find enclosed the following documents in this regard:

- a) Un-audited Standalone and Consolidated Financial Results for the quarter & nine months ended December 31, 2024
- b) Unmodified Limited Review Report issued by S R Batliboi & Associates LLP, Statutory Auditors of the Company for the quarter & nine months ended December 31, 2024

Further, we would like to confirm that the Statutory Auditors have issued Limited Review Reports with unmodified opinion on the financial results of the Company for the quarter & nine months ended December 31, 2024, pursuant to Regulation 33(3)(d) of the SEBI Listing Regulations.

## **Interim Dividend & Record Date**

The Board has also declared third interim dividend of Rs. 19/- (Rupees Nineteen only) per Equity Share of the Company having face value of Rs. 10/- each fully paid-up, for the financial year 2024-25.

Further in terms of Regulation 42 of the SEBI Listing Regulations, as amended, the Board has fixed January 30, 2025 as the "Record Date" for the purpose of ascertaining the eligibility of shareholders for payment of third interim dividend.

The payment of interim dividend would be done within 30 days from the date of declaration of dividend.

### Acquisition

It is further informed that Coforge Inc., a wholly owned subsidiary of the Company has agreed to enter into a Stock Purchase Agreement with Xceltrait Inc. and its stockholders ("Stock Purchase Agreement") to acquire all of the outstanding shares of capital stock of Xceltrait Inc. for aggregate purchase consideration of approximately \$ 17.85 Mn ("Proposed Transaction") and completion of closing conditions and closing deliveries as per the Stock Purchase Agreement.

## Fund utilization certificate with respect to fund raised through qualified institutional placement

The Board also discussed the fund utilization certificate issued by CRISIL Ratings Limited (the "monitoring agency") with respect to utilization of funds raised through Qualified Institutional Placement.

The Board Meeting commenced at 06:00 PM IST and concluded at 11:18 PM IST on January 22, 2025.





This disclosure is made in terms of the SEBI Listing Regulations for the information of the Exchange and Members.

Thanking you.

Yours faithfully,

For Coforge Limited

Barkha Sharma Company Secretary ACS No. 24060

Encl: as above



Special Economic Zone, Plot No. TZ-2& 2A

**Coforge Limited** 

67, Institutional Area Sector 44, Gurugram - 122 003 Harvana, India

Tel: +91 124 681 6000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors Coforge Limited

- 1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Coforge Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

S. No.	Name of the Entity			
1.	Coforge Limited			
2.	Coforge SmartServe Limited			
3.	Coforge Services Ltd.			
4.	Coforge DPA Private Limited			
5.	Coforge SF Private Limited			
6.	Coforge Business Process Solutions Private Limited			
7.	Coforge Solutions Private Limited			
8.	Coforge Inc. USA			
9.	Coforge Pte Ltd.			
10.	Coforge U.K. Ltd.			



## S.R. BATLIBOI & ASSOCIATES LLP

**Chartered Accountants** 

S. No.	Name of the Entity					
11.						
12.	Coforge FZ LLC					
13.	Coforge Airline Technologies GmbH					
14.	Coforge DPA UK Ltd.					
15.	Coforge DPA Australia Pty Ltd.					
16.	Coforge DPA NA Inc.					
17.	Coforge DPA Ireland Limited					
18.	Coforge BPM Inc.					
19.	Coforge Healthcare Digital Automation LLC					
20.	Coforge Technologies (Australia) Pty Ltd.					
21.	Coforge Limited					
22.	Coforge BV					
23.	Coforge Advantage Go					
24.	Coforge S.A.					
25.	Coforge SPOLKA Z OGRANICZONA ODPOWIEDZIALNOSCIA					
26.	Coforge SDN. BHD					
27. Coforge S.R.L.						
28.	Coforge A.B.					
29. Coforge SpA						
30.						
31.						
32.	Coforge BPS America Inc.					
33.						
34. Coforge Japan G K						
35. COFORGE, S.A. de C.V.						
36. Coforge Limited – Company One Person						
37. PT. Coforge Indonesia Services						
38. Cigniti Technologies Limited						
39. Cigniti Technologies Inc						
40. Cigniti Technologies UK Ltd						
41. Cigniti Technologies (Canada) Inc						
42. Cigniti Technologies (Australia) Pty Ltd						
43. Aparaa Digital Private Limited						
44. Cigniti Technologies (CZ) Limited						
45.	Cigniti Technologies (SG) Pte. Ltd					
46.	Gallop Solutions Private Limited					
47.	Cigniti Technologies CR Limitada					
48.	RoundSqr Pty Ltd.					

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

## S.R. BATLIBOI & ASSOCIATES LLP

**Chartered Accountants** 

6. The accompanying Statement includes the unaudited interim financial information, in respect of seven subsidiaries, whose unaudited interim financial results include total revenues of Rs. 2,982 million and Rs. 8,554 million, total net profit/(loss) after tax of Rs. (60) million and Rs. 143 million, total comprehensive income/(loss) of Rs. (61) million and Rs. 156 million, for the quarter ended December 31, 2024 and the period ended on that date respectively, as considered in the Statement which have been reviewed by their respective independent auditors.

The independent auditor's reports on interim financial information of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

7. The accompanying Statement includes unaudited interim financial information in respect of sixteen subsidiaries, whose interim financial information reflect total revenues of Rs. 321 million and Rs. 882 million, total net profit after tax of Rs. 19 million and Rs. 49 million, total comprehensive income of Rs. 19 million and Rs. 49 million, for the quarter ended December 31, 2024 and the period ended on that date respectively.

The unaudited interim financial information financial information of the these subsidiaries have not been reviewed by any auditor and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of these subsidiaries, is based solely on such unaudited interim financial information. According to the information and explanations given to us by the Management, these interim financial information are not material to the Group.

Our conclusion on the Statement in respect of matters stated in para 6, and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Management.

For S.R. Batliboi & Associates LLP

**Chartered Accountants** 

ICAI Firm registration number: 101049W/E300004

per Vineet Kedia

Partner

Membership No.: 212230

UDIN: 25212230BMKORU3799

Place: Gurugram

Date: January 22, 2025

# Coforge Limited Regd Office :8, Balaji Estate, Third Floor, Guru Ravidas Marg, Kalkaji, New Delhi-110019. Ph : 91 (11) 41029297 Website : https://www.coforge.com Email : investora@coforge.com. CIN L72100DL1992PLC048753 Statement of Unaudited Financial Results for the quarter and period ended December 31, 2024

		Consolida	ted Financial Result				Rs. in Mn
	Particulars	Quarter ended December 31, 2024	Preceding Quarter ended September 30, 2024	Corresponding Quarter ended December 31,2023	ended December 31.2024	Year to date figures for the previous period ended December 31,2023	Previous year ended March 31,2024
_	(4)	( Unaudited )	( Unaudited )	( Unaudited )	{ Unaudited }	(Unaudited)	( Audited )
_	(1)	(2)	(3)	(4)	(5)	(6)	(7)
ı	Income	33,182	30,623	23,233	87.813	68,205	91.790
i	Revenue from operations Other income	596	563	150	1.413	399	498
101	Total	33,778	31,186	23,383	89,226	68,604	92.288
	Expenditure	30,770	31,100	20,000	03,220	00,004	32,200
14	Purchases of stock- in- trade	21	33	9	76	85	94
	Employee benefits expense	19.877	19.107	13,458	53,204	41,401	55,069
	Finance costs	325	304	346	954	886	1.256
	Depreciation and amortization expense	1,268	1.243	811	3,326	2.340	3,186
	Other expenses	8,854	7.364	5,815	23.051	16,299	22,350
	Total	30,345	28,051	20,439	80,611	61,011	81,955
V	Profit before exceptional items and tax (III-IV)	3,433	3,135	2,944	8,615	7,593	10,333
	Exceptional items (Refer note 6)	-		-		-	(116)
VII	Profit before tax (V-VI)	3,433	3,135	2,944	8,615	7,593	10,449
VIII	Tax expense						
	- Current tax	1,038	1,012	429	2,863	1,859	2,493
	- Deferred tax	(164)	(213)	87	(536)	(330)	(400)
	Total tax expense	874	799	516	2,327	1,629	2,093
IX.	Profit for the period / year from operations	2,659	2,336	2,428	6,288	6,064	8,356
	(VII-VIII)				1000 1000 1000		-
	Profit attributable to owners of Coforge Limited	2,155	2,022	2,380	5,509	5,843	8,080
	Profit attributable to non-controlling interests	404	314	48	779	221	276
X	Other Comprehensive Income! (loss)						
	A. Items that will be reclassified to profit or loss		15.50	10.401	(0.0)	400	200
	Deferred gains / (loss) on cash flow hedges	253	(513)	(216)	(218)	122	279
	Exchange Differences on Translation of Foreign	(287)	476	341	131	269	125
	Operations Income tax relating to items that will be reclassified to profit or loss	(62)	132	54	59	(29)	(68)
	B. Items that will not be reclassified to profit or loss						
	Remeasurement of post - employment benefit	42	53	6	102	7	147
	obligations (expenses) / income	42	33	U	102	'	147
	Income tax relating to items that will not be	(12)	(7)	(1)	(20)	(5)	(37)
	reclassified to profit or loss						
	Total	(66)	141	184	64	364	446
ΧI	Total comprehensive income for the period						
	(Comprising Profit and other comprehensive	2,493	2,477	2,612	6,342	6,428	8,802
	Income for the period)						
	Attributable to :						
	Owners of Coforge Limited	2,064	2,122	2,561	5,503	6,203	8,516
	Non-Controlling interests	429	355	51	839	225	286
(II)	Paid up Equity Share Capital	669	667	618	669	618	618
	(Face Value of Rs 10 each, fully paid)	~~	,	010		""	7.2.2.2
	Other equity						35,648
KIII	Earnings Per Share of Rs. 10/- each)	74,000 0000					
	Basic	32 26	30.32	38.63	83.83	95.33	131.56
	Diluted	31 94	30.14	38.06	83.21	93.45	129.59





Selected explanatory notes to the Consolidated Financial Results for the Quarter and Nine Months ended December 31, 2024

- 1 The above results were reviewed and recommended by the Audit Committee at the meeting held on January 22, 2025 and approved by the Board of Directors at their meeting held on the same date.
- 2 The financial results have been prepared in accordance with applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and Amended Rules, 2016.
- 3 During the quarter ended December 31, 2024, pursuant to Employees Stock Option Plan 2005, 165,607 options were exercised and 16,530 options were lapsed from various Grants and 1,842,919 options were outstanding as on December 31, 2024 issued on various dates
- 4 Other expenses includes professional charges and other production expenses (incl. third party license cost).

Segment information at Consolidated lev

Segment information at Consolidated level						NS. III WIII
	Quarter ended December 31, 2024	Preceding Quarter ended September 30, 2024	Corresponding Quarter ended December 31,2023	Year to date figures for the current period ended December 31,2024	Year to date figures for the previous period ended December 31,2023	Previous year ended March 31,2024
	( Unaudited )	( Unaudited )	( Unaudited )	( Unaudited )	( Unaudited )	( Audited )
Revenue from Operations						
Americas	18,574	16,874	10,819	47,427	33,094	44,350
Europe, Middle East and Africa	11,333	10,345	9,300	30,964	26,713	36,160
Asia Pacific	2,085	2 335	1,608	6,252	4,783	6,360
India	1,190	1,069	1,506	3,170	3,615	4,920
Total	33,182	30,623	23,233	87,813	68,205	91,790
Adjusted earning before interest, Tax, Depreciation	and Amortization	(EBITDA)				
Americas	3,048	2 828	2,101	7,790	5,752	7,969
Europe, Middle East and Africa	2 022	1,670	1,998	4,966	5,126	7,053
Asia Pacific	94	166	120	282	375	481
India	(136)	(113)	(207)	(325)	(616)	(828
Total	5,028	4,561	4,012	12,713	10,637	14,675
Depreciation and Amortization	1,268	1 243	811	3,326	2,340	3,186
Other Income (net)	(327)	(173)	(257)	(772)	(704)	(1,156
Profit Before Tax (before exceptional items)	3,433	3,135	2,944	8,615	7,593	10,333
Exceptional items		+				(116
Profit Before Tax	3,433	3,135	2,944	8,615	7,693	10,449
Provision for tax	874	799	516	2,327	1,529	2,093
Profit after tax	2,659	2,336	2,428	6,288	6,064	8,356

Notes to segment information (a) The Chief Operating Decision Maker i.e., the Chief Executive Officer (CEO), primarily uses a measure of revenue and adjusted Earnings before Interest, Tax, Depreciation and Amortization (Adjusted EBITDA) to assess the performance of the operating segments. Earnings before Interest, Tax, Depreciation and Amortization is adjusted with other income and foreign exchange differences to arrive at Adjusted EBITDA. Assets and liabilities used in the group's business are not identified to any of the reportable segments, as these are used interchangeably between segments. Accordingly, the CEO does not review assets and liabilities at reportable segments level.

- (b) As per Ind AS 108 on 'Operating Segments', the Company has disclosed the segment information only as part of the consolidated financial results.
- 6 In previous year, exceptional items represents amounts recorded on Companies re-assessment of certain provisions.
- 7 On May 2, 2024, the Company entered into a share purchase agreement with the promoters and select public shareholders of Cigniti Technologies Limited ("Cigniti") to acquire up to 54% of the expanded share capital of Cigniti subject to completion of certain closing conditions and identified conditions precedent. Upon execution of Share Purchase Agreements, the Company initiated a mandatory open offer to the public shareholders of Cigniti in terms of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.

On July 5, 2024, the Group acquired 27.73% of expanded equity shares in Cigniti, with additional 4.65% acquired pursuant to completion of the open offer on November 20, 2024. Further, on December 20, 2024, the Company through an off-market transaction purchased additional equity shares in Cigniti amounting to 21.62% of expanded share capital, resulting into acquisition of 54% of the expanded share capital of Cigniti.

The Board of Directors, based on the recommendation of the Audit Committee and the Independent Directors, at its meeting held on December 27, 2024, considered and approved the Scheme of Amalgamation of Cigniti with and into the Company and their respective shareholders and creditors. Pursuant to the proposed Scheme, One equity share of the Company of INR 10/- each fully paid up shall be issued to the shareholders of Cigniti for every 5 equity shares of INR 10/- each fully paid up held by them. The Scheme is subject to the receipt of necessary statutory and regulatory approvals

8 The Board of Directors at its meeting held on January 22, 2025 has declared an interim dividend of Rs. 19 per equity share.

9 Previous year / period figures have been reclassified to conform to current year / period's classification. Further, as explained in note 7 above, the results for the current quarter ended December 31, 2024 and year to date current period ended December 31, 2024 are not comparable with the corresponding quarter ended

December 31, 2023 and year to date previous period ended December 31, 2023.

By order of the Board

Place: Princeton, New Jersey Date: January 22, 2025

Sudhir Singh

CEO & Executive Director

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Sawall God. Coforce Limited

Saurabh Goel

# S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

67, Institutional Area Sector 44, Gurugram - 122 003 Haryana, India

Tel: +91 124 681 6000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors

### Coforge Limited

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of Coforge Limited (the "Company") for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Vineet Kedia

Partner

Membership No.: 212230 UDIN: 25212230BMKORV5214

Place: Gurugram Date: January 22, 2025 Ourugran To

# Coforge Limited Regd Office :8, Balaji Estate, Third Floor, Guru Ravidas Marg, Kalkaji, New Delhi-110019. Ph : 91 (11) 41029297 Website : https://www.coforge.com Email : investors@coforge.com. CIN L72100DL1992PLC048753 Statement of Unaudited Financial Results for the quarter and period ended December 31, 2024

Rs. In Mn

		Standalo	ne Financial Results				KS. III MIII
	Particulars	Quarter ended December 31, 2024	Preceding Quarter ended September 30, 2024	Corresponding Quarter ended December 31,2023	Year to date figures for the current period ended December 31,2024	Year to date figures for the previous period ended December 31,2023	Previous year ended March 31,2024
		( Unaudited )	( Unaudited )	( Unaudited )	( Unaudited )	( Unaudited )	( Audited )
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
===	Income Revenue from operations Other income Total	14,327 1,094 15,421	13,258 1,986 <b>16,244</b>	12,646 3,079 15,726	39,680 3,976 <b>43,656</b>	36,241 5,414 <b>41,655</b>	48,489 7,598 <b>56,087</b>
IV	Expenditure  Purchases of stock- in- trade  Employee benefits expense  Finance costs  Depreciation and amortization expense  Other expenses  Total	10,347 126 406 3,113 13,992	9,678 54 379 2,505 12,616	7,997 188 325 2,923 11,433	28,324 352 1,098 8,675 38,449	1 24,798 508 939 7,932 34,178	1 32,790 723 1,283 10,602 45,399
V	Profit before tax (III-IV)	1,429	2,628	4,292	5,207	7,477	10,688
VIII VIII	Tax expense - Current tax - Deferred tax Total tax expense Profit for the period / year from operations (V-VI) Other Comprehensive income / (Loss) A. Items that will be reclassified to profit or loss Deferred gains on cash flow hedges Income tax relating to items that will be reclassified to profit or loss B. Items that will not be reclassified to profit or loss Remeasurement of post - employment benefit obligations (expenses) / income Income tax relating to items that will not be	442 (72) 370 1,059 243 (60) 6	394 (61) 333 2,295 (460) 119 (19)	60 132 192 4,100 (186) 46	1,288 (247) 1,041 4,166 (178) 49 (9)	639 (139) 500 6,977	955 (185) 770 9,918 235 (57) 111 (23)
	reclassified to profit or loss Total	188	(355)	(137)	(135)	79	266
ΙX	Total comprehensive income for the period (Comprising Profit and other comprehensive income for the period)	1,247	1,940	3,963	4,031	7,066	10,184
х	Paid up Equity Share Capital (Face Value of Rs 10 each, fully paid) Other equity	669	667	618	669	618	618 32,504
ΧI	Earnings Per Share of Rs. 10/- each) Basic Diluted	15.85 15.70	34.41 34.20	66.55 65.56	63.39 62 93	113.83 111.58	161.49 159.07





Selected explanatory notes to the Statement of Standatone Financial Results for the Quarter and Nine months ended December 31, 2024

- 1 The above results were reviewed and recommended by the Audit Committee at the meeting held on January 22, 2025 and approved by the Board of Directors at their meeting held on the same date
- 2 The financial results have been prepared in accordance with applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and Amended Rules, 2016.
- 3 During the quarter ended December 31, 2024, pursuant to Employees Stock Option Pfan 2005, 165,607 options were exercised and 16,530 options were lapsed from various Grants and 1,842,919 options were outstanding as on December 31, 2024 issued on
- 4 Other expenses includes professional charges and other production expenses (incl. third party license cost).
- 5 On May 2, 2024, the Company entered into a share purchase agreement with the promoters and select public shareholders of Cigniti Technologies Limited ("Cigniti") to acquire up to 54% of the expanded share capital of Cigniti subject to completion of certain closing conditions and identified conditions precedent. Upon execution of Share Purchase Agreements, the Company initiated a mandatory open offer to the public shareholders of Cigniti in terms of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.

On July 5, 2024, the Group acquired 27.73% of expanded equity shares in Cigniti, with additional 4.65% acquired pursuant to completion of the open offer on November 20, 2024. Further, on December 20, 2024, the Company through an off-market transaction purchased additional equity shares in Cigniti amounting to 21 62% of expanded share capital, resulting into acquisition of 54% of the expanded share capital of Cigniti,

The Board of Directors, based on the recommendation of the Audit Committee and the Independent Directors, at its meeting held on December 27, 2024, considered and approved the Scheme of Amalgamation of Cigniti with and into the Company and their respective shareholders and creditors. Pursuant to the proposed Scheme. One equity share of the Company of INR 107- each fully paid up shall be issued to the shareholders of Cigniti for every 5 equity shares of INR 10/- each fully paid up held by them. The Scheme is subject to the receipt of necessary statutory and regulatory approvals.

6 The Board of Directors at its meeting held on January 22, 2025 has declared an interim dividend of Rs. 19 per equity share.

7 Previous year / period figures have been reclassified to conform to current year / period's classification.

Sudhir Singl CEO & Executive Director Saurabh Goel

Chief Financial Officer

Date: January 22, 2025

Place: Princeton, New Jersey



