

December 20, 2024

**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
Non-Convertible Bond ISIN: INE591G08012

**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 Scrip code: COFORGE

Dear Sir/Madam,

Subject: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended ("SEBI Listing Regulations") – update on Acquisition of Cigniti Technologies Limited – Final Promoter Closing.

Pursuant to Regulation 30 and other applicable provisions of the SEBI Listing Regulations and in continuation to our announcement dated May 2, 2024 in relation to entering into share purchase agreements with the promoters and select public shareholders of Cigniti Technologies Limited (“**Cigniti**”) dated May 2, 2024 (“**SPAs**”) and announcement dated November 20, 2024 in relation to completion of the open offer pursuant to execution of the SPAs wherein we had informed that the Company has acquired an aggregate of 89,20,731 equity shares amounting to 32.68% of the total paid-up share capital of Cigniti, we would further like to inform that the Company has completed the final tranche closing on December 20, 2024, through an off-market transaction pursuant to which the Company has purchased additional 59,54,626 equity shares amounting to 21.62% of the expanded voting share capital of Cigniti. Accordingly, the Company has acquired an aggregate of 1,48,75,357 equity shares amounting to 54% of the expanded voting share capital of Cigniti.

Further the details required to be disclosed in terms of Regulation 30 of SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as **Annexure A**.

This is for the information of the Exchanges and the Members.

Thanking You,
Yours Faithfully,

For Coforge Limited

**Barkha Sharma
Company Secretary
ACS: 24060**

Encl: as above

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<u>Name</u> : Cigniti Technologies Limited <u>Other details</u> : The turnover of the Target Company for FY 2023-24 is INR 814.47 crores and profit after tax is INR 94.79 crores.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Coforge held 32.68% in the target entity before the final tranche closing. The transaction was done at arm’s length.
3.	Industry to which the entity being acquired belongs;	The entity being acquired belongs to the Information Technology/ Information Technology enabled services industry.
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The purchase was made pursuant to the Share Purchase Agreement entered into with the Target Company and promoters of the Target Company. Acquirer and the Target Company operate in similar fields of information technology. However, there is deemed to be limited overlap between Acquirer and the Target Company with complementary industry verticals and geographical spread of operations. Post this Transaction, Acquirer is expected to have an enhanced revenue distribution across industry verticals and geographies.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	N.A.
6.	Indicative time period for completion of the acquisition;	The acquisition has been completed on December 20, 2024 with the completion of the final tranche closing.
7.	Consideration- whether cash consideration or share swap or any other form and details of the same;	The purchase has been made by way of cash.
8.	Cost of acquisition and/or the price at which the shares are acquired;	INR 1,415.00 per share.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	1,48,75,357 equity shares amounting to 54% of the expanded paid-up share capital of Cigniti.

10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	The Target Company i.e. Cigniti Technologies Limited is a company whose equity shares are listed on BSE Limited and National Stock Exchange of India Limited and is primarily engaged in the business of Quality and Digital engineering services across USA, UK, Australia, Canada, Czech Republic, South Africa and Singapore with delivery centre in India. The target entity was incorporated on September 3, 1998 and has its registered office in Telangana. The Turnover of Target Company for FY 22, 23 and 24 is INR 469.46 crore, INR 709.99 crore and INR 814.47 crore, respectively.
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