

November 22, 2021

To,

**The Manager,
Department of Corporate Services
BSE Limited**
Floor 25, P.J. Towers,
Dalal Street, Mumbai – 400 001
BSE Scrip code – [532541]

**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: Submission of Disclosure on Related Party Transactions

Pursuant to Regulation 23(9) of SEBI (Listing Obligation and disclosure Requirements) Regulations, 2015, please find the attached the disclosure of Related Party Transactions on consolidated basis for the Quarter and half year ended September 30, 2021, in the format specified in the accounting standards.

This is for your information and records.

Thanking you,

Yours faithfully,

For Coforge Limited
(Erstwhile NIIT Technologies Limited)



Barkha Sharma
Company Secretary



Encl: as above

26 Related parties where control exists*Interest in Subsidiaries*

The Company's subsidiaries at 30 September 2021 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the company and the proportion of ownership interests held equals the voting rights held by the Company. The country of incorporation or registration is also their principal place of business.

Sr. No.	Name	Place of business/ country of incorporation	Ownership interest held by the Company		Ownership interest held by the Non controlling interest		Principal Activities
			30 September 2021	31 March 2021	30 September 2021	31 March 2021	
Direct subsidiaries							
1	Coforge SmartServe Limited (erstwhile NIIT SmartServe Limited)	India	100	100	-	-	Software development
2	Coforge Services Limited (erstwhile NIIT Technologies Services Limited)	India	100	100	-	-	Software development
3	Coforge U.K. Limited (erstwhile NIIT Technologies Limited)	United Kingdom	100	100	-	-	Software development
4	Coforge Pte Limited (erstwhile NIIT Technologies Pacific Pte Limited)	Singapore	100	100	-	-	Software development
5	Coforge DPA Private Limited (erstwhile NIIT Incessant Private Limited)	India	100	100	-	-	Software development
6	Coforge GmbH(erstwhile NIIT Technologies GmbH)	Germany	100	100	-	-	Software development
7	Coforge Inc. (erstwhile NIIT Technologies Inc)	USA	100	100	-	-	Software development
8	Coforge Airline Technologies GmbH (erstwhile NIIT Airline Technologies GmbH)	Germany	100	100	-	-	Software development
9	Coforge FZ LLC(erstwhile NIIT Technologies FZ LLC)	Dubai	100	100	-	-	Software development
10	NIIT Technologies Philippines Inc (under liquidation)	Philippines	100	100	-	-	Software development
11	Whishworks IT Consulting Private Limited, India	India	83.90	81.40	16.10	18.60	Software development
12	SLK Global Solutions Private Limited w.e.f. April 28, 2021	India	60	-	40	-	Information Technology/ Information Technology Enabled Services ("IT / ITES")
Stepdown subsidiaries							
13	Coforge BV (erstwhile NIIT Technologies BV) (Wholly owned by Coforge U.K. Ltd.)	Netherlands	100	100	-	-	Software development
14	Coforge Limited (erstwhile NIIT Technologies Ltd) (Coforge Pte Ltd., Singapore)	Thailand	100	100	-	-	Software development
15	Coforge Technologies (Australia) Pty Limited (erstwhile NIIT Technologies Pty Ltd) (Wholly owned by Coforge Pte Ltd., Singapore)	Australia	100	100	-	-	Software development
16	Coforge Advantage Go (erstwhile NIIT Insurance Technologies Limited) (Wholly owned by Coforge U.K. Ltd., UK)	United Kingdom	100	100	-	-	Software development
17	Coforge S.A. (erstwhile NIIT Technologies S.A.) (Wholly owned by Coforge U.K. Ltd.)	Spain	100	100	-	-	Software development
18	Coforge BPM Inc. (erstwhile RuleTek LLC) (80% owned Coforge DPA Private Limited, India and 20% by Coforge DPA NA Inc. USA)	USA	100	100	-	-	Software development
19	Coforge DPA UK Ltd. (erstwhile Incessant Technologies. (UK) Limited) (Wholly owned by Coforge DPA Private Ltd.)	United Kingdom	100	100	-	-	Software development
20	Coforge DPA Ireland Limited (erstwhile Incessant Technologies (Ireland) Ltd., (Ireland) (Wholly owned by Coforge DPA Private Ltd.)	Ireland	100	100	-	-	Software development
21	Coforge DPA Australia Pty Ltd. (erstwhile Incessant Technologies (Australia) Pty Ltd.) (Wholly owned by Coforge DPA Private Ltd.)	Australia	100	100	-	-	Software development
22	Coforge DPA NA Inc. USA (erstwhile Incessant Technologies NA Inc.) (Wholly owned by Coforge DPA Private Ltd.)	USA	100	100	-	-	Software development
23	Whishworks Limited, UK (Wholly owned by Whishworks IT Consulting Private Limited, India)	United Kingdom	83.90	81.40	16.10	18.60	Software development
24	Coforge SPÓŁKA Z OGRANICZONA ODPOWIEDZIALNOSCIA (erstwhile NIIT Technologies Spółka Z Ograniczona Odpowiedzialnoscia) (Wholly owned by Coforge U.K. Ltd., UK,	Poland	100	-	-	-	Software development
25	Coforge S.R.L., Romania (erstwhile NIIT Technologies S.R.L.) (Wholly owned by Coforge U.K. Limited, w.e.f. August 25, 2020)	Romania	100	-	-	-	Software development
26	Coforge A.B. Sweden (erstwhile NIIT Technologies A.B.) (wholly owned by Coforge U.K. Limited, w.e.f. September 07, 2020)	Sweden	100	-	-	-	Software development
27	Coforge SDN. BHD. Malaysia (Erstwhile NIIT Technologies SDN. BHD), (Wholly owned by Coforge Pte Ltd., Singapore, w.e.f. June 25, 2020)	Malaysia	100	-	-	-	Software development

Sr. No.	Name	Place of business/ country of incorporation	Ownership interest held by the Company		Ownership interest held by the Non controlling interest		Principal Activities
			30 September 2021	31 March 2021	30 September 2021	31 March 2021	
28	Coforge SpA, Chile (Wholly owned by Coforge U.K. Ltd., UK)	Chile	100	-	-	-	Software development
29	SLK Global Philippines Inc, Philippines (wholly owned subsidiary of SLK Global Solutions Private Limited w.e.f. April 28, 2021)	Philippines	60	-	40	-	Information Technology/ Information Technology Enabled Services ("IT / ITES")
30	SLK Global Solutions America Inc., USA (wholly owned subsidiary of SLK Global Solutions Private Limited w.e.f. April 28, 2021)	USA	60	-	40	-	Information Technology/ Information Technology Enabled Services ("IT / ITES")
31	SLK Global North Carolina LLC, USA (wholly owned subsidiary of SLK Global Solutions Private Limited w.e.f. April 28, 2021)	USA	60	-	40	-	Information Technology/ Information Technology Enabled Services ("IT / ITES")

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Related party transactions

Coforge Limited's principal related parties consist of holding Company Hulst B.V., Netherlands, its own subsidiaries and key managerial personnel. The Group's material related party transactions and outstanding balances are with related parties with whom the Group routinely enter into transactions in the ordinary course of business.

Transactions and balances with its own subsidiaries are eliminated on consolidation.

Ultimate Holding Company

Baring Private Equity Asia GP VII, LP, Cayman

Holding Company

Hulst B.V., Netherlands

Interest in Subsidiaries

Refer note 26

A List of related parties with whom the Group has transacted:

a) **Key Managerial personnel**

Sudhir Singh, Chief Executive Officer

Ajay Kalra, Chief Financial Officer

Lalit Kumar Sharma, Company Secretary & Legal Counsel

Non Executive Director

Patrick John Cordes

Kenneth Tuck Kuen Cheong

Hari Gopalakrishnan

Ashwani Puri

Basab Pradhan

Holly J. Morris

Kirti Ram Hariharan

(All amounts in Rs Mn unless otherwise stated)

b) **Parties in which the key managerial personnel or the relatives of the key managerial personnel are interested**
Titan Company Limited

c) **List of other related parties**

Particulars	Country	Nature of relationship
Coforge Limited Employees Provident Fund Trust (erstwhile NIIT Technologies Limited Employees Provident Fund Trust)	India	Post-employment benefit plan
Coforge Limited Employees Group Gratuity Scheme (erstwhile NIIT Technologies Limited Employees Group Gratuity Scheme)	India	Post-employment benefit plan
Coforge Limited Employees Superannuation Scheme (erstwhile NIIT Technologies Superannuation Scheme)	India	Post-employment benefit plan

B Details of transaction with related parties carried out on an arms length basis:

Nature of Transactions	Holding Company	Parties in whom the Group is an associate and their subsidiaries	Key Managerial Personnel	Parties in which Key Managerial Personnel of the Group are interested	Total
Rendering of Services	-	-	-	12	12
	-	-	-	15	15
Dividend Paid	875	-	-	-	875
	-482	-	-	-	-482

Figures in parenthesis represent Previous period's unaudited figures

C. Key management personnel compensation

Particulars	Period ended 30 September 2021 Audited	Period ended 30 September 2020 Unaudited
Short term employee benefits**	120	63
Commission & sitting fees	13	12
Post employment benefits*	1	2
Remuneration paid	134	77
Share based payment transactions	86	116
Total of compensation	220	193

*As gratuity and compensated absences are computed for all the employees in aggregate, the amounts relating to the key managerial personnel can not be individually identified.

** This doesnot includes the amount of bonus accruals.

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

D. **Outstanding balances with related parties:**

Particulars	Receivables as at 30 September 2021	Payables as at 30 September 2021	Receivables as at 31 March 2021	Payables as at 31 March 2021
Parties in which the key managerial personnel or the relatives of the key managerial personnel are interested	10	-	2	-

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.