

Hulst B.V.

Jupiter Building, 2nd Floor
Herikerbergweg 88
1101 CM, Amsterdam
The Netherlands

July 9, 2021

Coforge Limited
8, Balaji Estate,
First Floor,
Guru Ravi Das Marg,
Kalkaji,
New Delhi - 110019

BSE Limited
Listing Department
P.J. Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra,
Mumbai – 400 051

Dear Sir,

Sub: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please find attached the disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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Yours faithfully,

For and on behalf of **Hulst B.V.**

A handwritten signature in black ink, appearing to be 'GJ van Spall', written over a horizontal line.A handwritten signature in black ink, appearing to be 'GJ van Spall', written over a horizontal line.

Authorised signatory

Name: Vistra Management Services (Netherlands) B.V. and Gerard Jan van Spall

Designation: Director A and director B

<u>Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011</u>													
Name of the Target Company(TC)					Coforge Limited (formerly known as NIIT Technologies Limited)								
Names of the stock exchanges where the shares of the target company are listed					BSE Limited and the National Stock Exchange of India Limited								
Date of reporting					July 9, 2021								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					Hulst B.V.								
Details of encumbrance:													
Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital ^(a)	Number	% of total share capital ^(a)	Type of event (creation / release / invocation)	Date of creation / release / invocation of encumbrance	Type of encumbrance (pledge / non-pledge / lien / non-lien / disposal / others)	Reasons for encumbrance**	Number	% of share capital ^(a)	Name of entity in whose favour shares are encumbered***	Number	% of total share capital ^(a)
Hulst B.V.	3,37,71,260	55.74 %	Nil	Nil	Creation	June 30, 2021 <i>(Please</i>	Pledge over the shares of	Financing availed by Hulst B.V.	3,37,71,260	55.74 %	DB International Trust	3,37,71,260	55.74 %

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	Equity Shares				<i>Please refer to the note below.</i>	<i>refer to the note below)</i>	Hulst B.V., the promoter of the Target Company, which holds 3,37,71,260 equity shares of the Target Company as on date. <i>(Please refer to the note below)</i>	<i>(Please refer to the note below)</i>	Equity Shares	(Singapore) Limited acting as (i) the pledgee and (ii) the security agent, for Deutsche Bank AG, Singapore Branch, ING Bank N.V., Singapore Branch, Nomura Singapore Ltd, Crédit Agricole Corporate and Investment Bank, Hong Kong Branch, Siemens Bank GmbH Singapore Branch, Standard Chartered Bank (Singapore) Limited	Equity Shares	
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											(Registrati on No. 201224747 C) and Sumitomo Mitsui Banking Corporatio n Singapore Branch..		
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(a) The percentage of total share capital / voting share capital is based on the total number of outstanding shares and voting rights of the Target Company as on March 31, 2021

Hulst B.V., an entity incorporated in the Netherlands, holds, as on the date of this filing, 3,37,71,260 equity shares carrying voting rights of Coforge Limited (formerly known as NIIT Technologies Limited) (the “**Target Company**”), comprising 55.74% of the equity share capital of the Target Company approximately. Hulst B.V. is classified as a promoter of the Target Company. The entire equity share capital of Hulst B.V. is subject to a pledge as described below.

Hulst B.V. has availed financing from Deutsche Bank AG, Singapore Branch, ING Bank N.V., Singapore Branch, Nomura Singapore Ltd, Crédit Agricole Corporate and Investment Bank, Hong Kong Branch, Siemens Bank GmbH Singapore Branch, Standard Chartered Bank (Singapore) Limited and Sumitomo Mitsui Banking Corporation Singapore Branch (collectively, the “**Lenders**”) pursuant to a facility agreement dated June 11, 2021 (the “**Facility Agreement**”). In relation to such financing arrangement, a pledge of shares (as indicated below) has been created in favour of DB International Trust (Singapore) Limited acting as the pledgee and security agent, for the Lenders under the Facility Agreement.


S. No.	Pledgor	Company whose Shares are Pledged
1.	Kruisberg B.V. (incorporated in the Netherlands)	Hulst B.V. (incorporated in the Netherlands)

It should be noted that there is no creation of pledge over the shares of the Target Company held by Hulst B.V., however, given that the entire share capital of Hulst B.V. is subject to the aforementioned pledge, this disclosure is being made.

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For and on behalf of Hulst B.V.



(Signature of the authorized signatory)

Name: Vistra Management Services (Netherlands) B.V.

T. Bogaards

G. van Spall

Proxyholder B

Proxyholder A


G. van Spall

Designation: Director A

Director B

Place: Amsterdam, the Netherlands

Date: 09-07-2021

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.