

January 19, 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
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]

Sub: Transfer of shares held by Company in its subsidiary as part of group restructuring / consolidation plan

Ref: Intimation pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements), Regulations, 2015 (the 'LODR Regulations')

Dear Sir/Madam,

This is in continuation to our intimation dated July 20, 2023 related to entity simplification strategy and to achieve operational efficiency by merging the wholly owned subsidiaries of the Company in India and December, 22, 2023. In this context we further wish to inform you that the Coforge Limited has entered into Share Purchase Agreement ('SPA') dated 18 January, 2024 with its wholly owned subsidiary, Coforge DPA Private Limited ('Acquirer') for the transfer of 83.2% equity shares of Coforge SF India Private Ltd (Wholly owned Subsidiary of the Company) to the Acquirer and remaining 16.8% of equity shares of Coforge SF India Private Ltd (Wholly owned Subsidiary of the Company) shall be transfer by Coforge SmartServe Limited(Step Down Subsidiary of the Company) to Coforge DPA Private Limited ('Acquirer') Pursuant to the execution of SPA and transfer of shares, Coforge SF India Private Ltd would continue to be within the same group.

The details as required under Regulation 30 of the LODR Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as '**Annexure – I**'.

You are requested to take the above intimation on record and acknowledge the receipt.

Thanking You

Yours Faithfully,
For Coforge Limited

Barkha Sharma
Company Secretary

Annexure - I

Details required under the SEBI (Listing Obligations and Disclosure requirements), Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Coforge SF Private Limited
a)	the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	<p>During the financial year 2022-23:</p> <p>(i) Turnover (excl. other income) contributed by Coforge SF Private Limited was Rs. 151.35 crore, constituting 1.89 % of the total consolidated turnover (excl. other incomes) of Rs. 8,014.60 crore of the Company</p> <p>(ii) Net worth of Coforge SF Private Limited was Rs. 41.17 crore, constituting 1.45% of the total consolidated net worth of Rs. 2,838.30 crore of the Company</p>
b)	date on which the agreement for sale has been entered into;	18 January, 2024
c)	the expected date of completion of sale/disposal;	On or before January 25,2024
d)	consideration received from such sale/disposal;	Rs 43.93 crores by way of issuance of shares of the Acquirer
e)	brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof;	The buyer i.e., Coforge DPA Private Limited is a wholly owned subsidiary company of the Seller, i.e., Coforge Limited.
f)	whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Yes, the transaction is within group companies. The consideration for the same has been determined basis an independent valuation report and will be carried out at arm’s length
g)	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance	Not Applicable

	with regulation 37A of LODR Regulations.	
h)	additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable