

30th October 2023

To:

**National Stock Exchange of India Limited
(Stock Code: FSL)**

Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai - 400 051.

BSE Limited (Scrip Code: 532809)

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Madam/ Sir,

Sub: Intimation of Postal Ballot Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the following documents in respect of special resolutions passed with requisite majority by the Members of the Company through postal ballot:

1. Voting results in the format prescribed by Securities and Exchange Board of India;
2. The Scrutinizer's Report dated 30th October 2023 issued by MMJB & Associates LLP, Practicing Company Secretaries, Mumbai.

The copy of the said Results is also available on the Company's website at <https://www.firstsource.com/>.

You are requested to take the above on record.

Thanking you,

For **Firstsource Solutions Limited**

POOJA SURESH
NAMBIAR

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SURESH NAMBIAR
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**Pooja Nambiar
Company Secretary**

Encl.: A/a

Firstsource Solutions Ltd.

5th Floor, Paradigm 'B' Wing, Mindspace, Link Road, Malad (West), Mumbai - 400 064 India.
Tel: +91 (22) 6666 0888 | Fax: +91 (22) 6666 08887 | Web: www.firstsource.com

(CIN: L64202MH2001PLC134147)

Date of the AGM/EGM 27-Oct-23
Total number of shareholders on record date 294596
No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: NA
Public: NA
No. of Shareholders attended the meeting through Video Conferencing
Promoters and Promoter Group:
Public

Deatails of Agenda

Item No.1. Appointment of Mr. Ritesh Mohan Idnani DIN 06403188 as the Managing Director and CEO of the Company

Resolution required: (~~Ordinary~~/ Special) special resolution
 Whether promoter/ promoter group are interested in the age Yes

Promoter/Public	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	373,976,673	373,976,673	100.0000	373,976,673	-	100.0000	-
Public -Institutional holders	E-Voting	185,909,575	160,937,755	86.5678	128,619,241	32,318,514.00	79.9186	20.0814
Public-Others	E-Voting	137,104,578	14,533,614	10.6004	14,525,561	8,053	99.9446	0.0554
Total		696,990,826	549,448,042	78.8315	517,121,475	32,326,567	94.1165	5.8835

Item No.2. Re-Appointment of Mr. Sunil Mitra DIN 00113473 as an Independent Director of the Company

Resolution required: (~~Ordinary~~/ Special) special resolution
 Whether promoter/ promoter group are interested in the age Yes

Promoter/Public	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	373,976,673	373,976,673	100.0000	373,976,673	-	100.0000	-
Public -Institutional holders	E-Voting	185,909,575	160,937,755	86.5678	158,886,704	2,051,051	98.7256	1.2744
Public-Others	E-Voting	137,104,578	14,533,608	10.6004	14,526,281	7,327	99.9496	0.0504
Total		696,990,826	549,448,036	78.8315	547,389,658	2,058,378	99.6254	0.3746

Item No.3. Appointment of Mr. T. C. Suseel Kumar DIN 06453310 as an Independent Director of the Company

Resolution required: (~~Ordinary~~/ Special) special resolution
 Whether promoter/ promoter group are interested in the age Yes

Promoter/Public	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	373,976,673	373,976,673	100.0000	373,976,673	-	100.0000	-
Public -Institutional holders	E-Voting	185,909,575	160,937,755	86.5678	160,050,083	887,672	99.4484	0.5516
Public-Others	E-Voting	137,104,578	14,532,607	10.5997	14,525,805	6,802	99.9532	0.0468
Total		696,990,826	549,447,035	78.8313	548,552,561	894,474	99.8372	0.1628

Item No.4. Appointment of Ms. Rekha Sethi DIN 06809515 as an Independent Director of the Company

Resolution required: (Ordinary/ Special) special resolution
Whether promoter/ promoter group are interested in the age Yes

Promoter/Public	Mode of Voting	No. of shares held	No of votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	373,976,673	373,976,673	100.0000	373,976,673	-	100.0000	-
Public -Institutional holders	E-Voting	185,909,575	160,839,146	86.5147	121,078,083	39,761,063	75.2790	24.7210
Public-Others	E-Voting	137,104,578	14,532,421	10.5995	14,517,630	14,791	99.8982	0.1018
Total		696,990,826	549,348,240	78.8171	509,572,386	39,775,854	92.7594	7.2406

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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MMJB & Associates LLP

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678100

Report of Scrutinizer for Voting through E-voting on Postal Ballot
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of
the Companies (Management and Administration) Rules 2014]

To,
Ms. Pooja Suresh Nambiar,
Company Secretary
Firstsource Solutions Limited
5th Floor, Paradigm 'B' wing,
MindSPACE, Link Road, Malad (West),
Mumbai - 400064, Maharashtra, India

Dear Sir,

Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of
the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management &
Administration) Rules, 2014

- A. Pursuant to the resolution passed by the Board of Directors of **Firstsource Solutions Limited** (hereinafter referred as "**the Company**") on September 01, 2023, I, Omkar Dindorkar (Certificate of Practice No. 24580), Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as a Scrutinizers to receive, scrutinize and process the postal ballot process and the votes casted in respect of the resolution set out in the Postal Ballot Notice dated September 01, 2023 (hereinafter referred as "**Notice**").
- B. Member's approvals were sought for approving the following Special Businesses i.e.,
- i. Appointment of Mr. Ritesh Mohan Idnani (DIN: 06403188) as a Managing Director & CEO of the Company;
 - ii. Re-appointment of Mr. Sunil Mitra (DIN: 00113473) as an Independent Director of the Company;
 - iii. Appointment of Mr. T. C. Suseel Kumar (DIN: 06453310) as an Independent Director of the Company; and
 - iv. Appointment of Ms. Rekha Sethi (DIN: 06809515) as an Independent Director of the Company.
- C. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/Registrar and Share

Transfer Agent of the Company for communication purposes in compliance with MCA Circulars dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 8th December 2021 and 5th May 2022, 28th December 2022 and 25th September 2023 and SEBI Circular dated 12th May, 2020, 28th September 2020, 15th January, 2021 and 13th May, 2022 and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement via electronic mode on September 26, 2023 to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, 22nd September, 2023 ("cut-off-date").

- D. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL").
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The voting period commenced on Thursday, 28th September, 2023 at 9.00 A.M. (IST) and ended on Friday, 27th October, 2023 at 5.00 P.M. (IST) for voting through e-voting.
- G. The e-voting were blocked at 5:00 P.M. (IST) on Friday, 27th October, 2023 and the e-voting summary statement was downloaded from e-voting website of NSDL.
- H. The Members holding shares as on the "cut off" date i.e. Friday, 22nd September, 2023, were entitled to vote on the proposed resolutions.
- I. The register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

Result of the Postal Ballot through e-voting is as under:

Resolution Item No. 1: Special Resolution

Appointment of Mr. Ritesh Mohan Idnani (DIN: 06403188) as the Managing Director & CEO (“MD & CEO”) of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]]*100	[4]	[5]	[6]=[4]/[2]]*100	[7]=[5]/[2]]*100
Promoter and Promoter Group	E – Voting through Postal Ballot	37,39,76,673	37,39,76,673	100.0000	37,39,76,673	0	100.0000	0.0000
Public Institutions		18,59,09,575	16,09,37,755	86.5678	12,86,19,241	3,23,18,514	79.9186	20.0814
Public Non-Institutions		13,71,04,578	1,45,33,614	10.6004	1,45,25,561	8,053	99.9446	0.0554
Total		69,69,90,826	54,94,48,042	78.8315	51,71,21,475	3,23,26,567	94.1165	5.8835

Resolution Item No. 2: Special Resolution

Re-Appointment of Mr. Sunil Mitra (DIN: 00113473) as an Independent Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]]*100	[4]	[5]	[6]=[4]/[2]]*100	[7]=[5]/[2]]*100
Promoter and Promoter Group	E - Voting through Postal Ballot	37,39,76,673	37,39,76,673	100.0000	37,39,76,673	0	100.0000	0.0000
Public Institutions		18,59,09,575	16,09,37,755	86.5678	15,88,86,704	20,51,051	98.7256	1.2744
Public Non-Institutions		13,71,04,578	1,45,33,608	10.6004	1,45,26,281	7,327	99.9496	0.0504
Total		69,69,90,826	54,94,48,036	78.8315	54,73,89,658	20,58,378	99.6254	0.3746

Resolution Item No. 3: Special Resolution

Appointment of Mr. T. C. Suseel Kumar (DIN: 06453310) as an Independent Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]]* 100	[4]	[5]	[6]=[4]/[2]]*100	[7]=[5]/[2]]*100
Promoter and Promoter Group	E – Voting through Postal Ballot	37,39,76,673	37,39,76,673	100.0000	37,39,76,673	0	100.0000	0.0000
Public Institutions		18,59,09,575	16,09,37,755	86.5678	16,00,50,083	8,87,672	99.4484	0.5516
Public Non-Institutions		13,71,04,578	1,45,32,607	10.5997	1,45,25,805	6,802	99.9532	0.0468
Total		69,69,90,826	54,94,47,035	78.8313	54,85,52,561	8,94,474	99.8372	0.1628

Resolution Item No. 4: Special Resolution

Appointment of Ms. Rekha Sethi (DIN: 06809515) as an Independent Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favor	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={([2]/[1])}*100	[4]	[5]	[6]={([4]/[2])}*100	[7]={([5]/[2])}*100
Promoter and Promoter Group	E – Voting through Postal Ballot	37,39,76,673	37,39,76,673	100.0000	37,39,76,673	0	100.0000	0.0000
Public Institutions		18,59,09,575	16,08,39,146	86.5147	12,10,78,083	3,97,61,063	75.2790	24.7210
Public Non-Institutions		13,71,04,578	1,45,32,421	10.5995	1,45,17,630	14,791	99.8982	0.1018
Total		69,69,90,826	54,93,48,240	78.8171	50,95,72,386	3,97,75,854	92.7594	7.2406

All the aforesaid resolutions were passed by requisite majority. The vote cast does not include abstained votes.

**For MMJB & Associates LLP
Company Secretaries**

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Omkar Dindorkar
Designated Partner
ACS: 43029
CP: 24580
PR: 2826/2022
UDIN: A043029E001523081
Date: 30/10/2023
Place: Mumbai

For Firstsource Solutions Limited

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Pooja Suresh Nambiar
Company Secretary
Date: 30/10/2023
Place: Mumbai