

Quarterly Compliance Report on Corporate Governance
Clause 49 of Listing Agreement

Name of the Company: **Firstsource Solutions Limited**
Quarter Ending on : 31st December, 2007

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
1	2	3	4
I. Board of Directors	49 (I)		
(A) Composition of Board	49 (IA)	Yes	Nil
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Nil
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Nil
(D) Code of Conduct	49 (ID)	Yes	Nil
II. Audit Committee	49 (II)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	Nil
(B) Meeting of Audit Committee	49 (IIB)	Yes	Nil
(C) Powers of Audit Committee	49 (IIC)	Yes	Nil
(D) Role of Audit Committee	49 (IID)	Yes	Nil
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Nil
III. Subsidiary Companies	49 (III)	Yes	Nil
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	Nil
(B) Board Disclosures	49 (IVC)	Yes	Nil
(C) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	Nil
(D) Remuneration of Directors	49 (IVE)	Yes	Nil
(E) Management	49 (IVF)	Yes	Nil
(F) Shareholders	49 (IVG)	Yes	Nil
V. CEO/CFO Certification	49 (V)	Yes	Nil
VI. Report on Corporate Governance	49 (VI)	Yes	Nil
VII. Compliance	49 (VII)	Yes	Nil

For **Firstsource Solutions Limited**

Sd/-
Sanjay Gupta
Company Secretary and Compliance Office