

3<sup>rd</sup> August 2019

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: Disclosure of Voting Results of the 18<sup>th</sup> Annual General Meeting of the Company held on 2<sup>nd</sup> August 2019, as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith the details of Voting Results of the 18<sup>th</sup> Annual General Meeting of the Company held on Friday, 2<sup>nd</sup> August 2019 at Rangsharda Auditorium, Krishna Chandra Marg, Near Lilavati Hospital, Nityanand Nagar, ONGC Colony, Bandra West, Mumbai 400 050.

You are requested to take the above on record.

Thanking you,

For **Firstsource Solutions Limited**

  
**Pooja Nambiar**  
**Company Secretary & Compliance Officer**

**Encl.: A/a**

**CC:**

<b>National Securities Depository Limited</b> Trade World, A Wing, Kamala Mills Compound, Lower Parel Mumbai – 400013.	<b>Central Depository Services (India) Ltd.</b> Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013.
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**FIRSTSOURCE SOLUTIONS LTD.,**

Paradigm B, 5th Floor, Mindspace, New Link Road, Malad (W), Mumbai - 400 064. India.  
Tel: +91 22 6666 0888 | Fax: +91 22 6666 0887 | Web: www.firstsource.com

(CIN: L64202MH2001PLC134147)

Date of the AGM/EGM 02-Aug-19  
Total number of shareholders on record date 167830  
No. of shareholders present in the meeting either in person or through proxy:  
Promoters and Promoter Group: 1  
Public: 52  
No. of Shareholders attended the meeting through Video Conferencing  
Promoters and Promoter Group: NA  
Public: NA

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*Anam*  
**POOJA NAMBIAR**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

Details of Agenda

Item No.1 - Adoption of the Audited Standalone and Consolidated financial statements for the financial year ended March 31, 2019

Resolution required: (Ordinary/ Special) Ordinary  
Whether promoter/ promoter group are interested in the agenda/resolution? No

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)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	-	37,39,76,673	100.00	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	100.00	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	9,01,21,829	64.07	9,01,21,829	-	100.00	-
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	12,37,62,300	87.98	12,37,62,300	-	100.00	-
Public-Others	E-Voting	-	48,557	0.03	48,554	3	99.99	0.01
	Poll	-	32,431	0.02	32,431	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total		17,83,66,998	80,988	0.05	80,985	3	100.00	0.00
Total		69,30,09,591	49,78,19,961	71.83	49,78,19,958	3	100.00	0.00

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

Item No.2 - To declare a final dividend for the FY2018-19

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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) $\frac{[(2)/(1)]*100}{100}$	(4)	(5)	(6) $\frac{[(4)/(2)]*100}{100}$	(7) $\frac{[(5)/(2)]*100}{100}$
Promoter and Promoter Group	E-Voting	-	37,39,76,673	100.00	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	100.00	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	9,05,93,798	64.40	9,05,93,798	-	100.00	-
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	12,42,34,269	88.32	12,42,34,269	-	100.00	-
Public-Others	E-Voting	-	48,557	0.03	48,463	94	99.81	0.19
	Poll	-	32,431	0.02	32,431	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total	Total	17,83,66,998	80,988	0.05	80,894	94	99.88	0.12
Total		69,30,09,591	49,82,91,930	71.90	49,82,91,836	94	100.00	0.00

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

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POOJANAMBIAR  
COMPANY SECRETARY & COMPLIANCE OFFICER

Item No.3 - Re-appointment of Mr. Shashwat Goenka (DIN 03486121) as a Director of the Company, who retires by rotation

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

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)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	-	37,39,76,673	-	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	-	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	8,05,93,798	57.29	7,98,05,385	7,88,413	99.02	0.98
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	11,42,34,269	81.21	11,34,45,856	7,88,413	99.31	0.69
Public-Others	E-Voting	-	48,557	0.03	46,134	2,423	95.01	4.99
	Poll	-	32,431	0.02	32,431	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	17,83,66,998	80,988	0.05	78,565	2,423	97.01	2.99
Total		69,30,09,591	48,82,91,930	70.46	48,75,01,094	7,90,836	99.84	0.16

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

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COMPANY SECRETARY & COMPLIANCE OFFICER

Item No.4 - Appointment of Mr. Pratip Chaudhuri (DIN 00915201) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	-	37,39,76,673	-	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	-	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	9,05,93,798	64.40	7,98,14,071	1,07,79,727	88.10	11.90
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	12,42,34,269	88.32	11,34,54,542	1,07,79,727	91.32	8.68
Public-Others	E-Voting	-	48,557	0.03	45,709	2,848	94.13	5.87
	Poll	-	32,431	0.02	32,431	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total	17,83,66,998	80,988	0.05	78,140	2,848	96.48	3.52	
Total		69,30,09,591	49,82,91,930	71.90	48,75,09,355	1,07,82,575	97.84	2.16

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

Item No.5 - Appointment of Mr. Sunil Mitra (DIN 00113473) as an Independent Director of the Company

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COMPANY SECRETARY & COMPLIANCE OFFICER

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	-	37,39,76,673	-	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	-	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	9,05,93,798	64.40	8,32,14,239	73,79,559	91.85	8.15
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	12,42,34,269	88.32	11,68,54,710	73,79,559	94.06	5.94
Public-Others	E-Voting	-	48,557	0.03	46,209	2,348	95.16	4.84
	Poll	-	32,431	0.02	32,431	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	17,83,66,998	80,988	0.05	78,640	2,348	97.10	2.90
Total		69,30,09,591	49,82,91,930	71.90	49,09,10,023	73,81,907	98.52	1.48

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

Item No.6 - Appointment of Mr. Charles Richard Vernon Stagg (DIN 07176980) as an Independent Director of the Company

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COMPANY SECRETARY & COMPLIANCE OFFICER

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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)	$\frac{(3)}{((2)/(1))*100}$	(4)	(5)	$\frac{(6)}{((4)/(2))*100}$	$\frac{(7)}{((5)/(2))*100}$
Promoter and Promoter Group	E-Voting	-	37,39,76,673	-	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	-	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	9,05,93,798	64.40	9,05,93,798	-	100.00	-
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	12,42,34,269	88.32	12,42,34,269	-	100.00	-
Public-Others	E-Voting	-	48,557	0.03	46,184	2,373	95.11	4.89
	Poll	-	32,431	0.02	32,431	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	17,83,66,998	80,988	0.05	78,615	2,373	97.07	2.93
Total		69,30,09,591	49,82,91,930	71.90	49,82,89,557	2,373	100.00	0.00

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

Item No.7 - Appointment/continuation of Mr. Pradip Kumar Khaitan (DIN 00004821) as Director of the Company

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COMPANY SECRETARY & COMPLIANCE OFFICER

Resolution required: (Ordinary/ Special)

Special

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	-	37,39,76,673	-	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	-	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	8,05,93,798	57.29	4,14,69,492	3,91,24,306.00	51.45	48.55
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	11,42,34,269	81.21	7,51,09,963	3,91,24,306	65.75	34.25
Public-Others	E-Voting	-	48,557	0.03	46,218	2,339	95.18	4.82
	Poll	-	32,431	0.02	32,431	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total		17,83,66,998	80,988	0.05	78,649	2,339	97.11	2.89
Total		69,30,09,591	48,82,91,930	70.46	44,91,65,285	3,91,26,645	91.99	8.01

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

Item No.8 - Approval of Firstsource Employees Stock Option Scheme 2019 (ESOP 2019)

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COMPANY SECRETARY & COMPLIANCE OFFICER



Resolution required: (Ordinary/ Special)

Special

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Promoter/Public	Mode of Voting	No. of shares held (1)	No of votes Polled (2)	% of Votes Polled on outstandin g shares (3) (((2)/(1))*1 00	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) ((4)/(2))*100	% of Votes against on votes polled (7) (((5)/(2))*1 00
Promoter and Promoter Group	E-Voting	-	37,39,76,673	-	37,39,76,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	37,39,76,673	37,39,76,673	-	37,39,76,673	-	100.00	-
Public -Institutional holders	E-Voting	-	8,95,94,198	63.69	4,87,38,891	4,08,55,307	54.40	45.60
	Poll	-	3,36,40,471	23.92	3,36,40,471	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,06,65,920	12,32,34,669	87.61	8,23,79,362	4,08,55,307	66.85	33.15
Public-Others	E-Voting	-	48,557	0.03	45,497	3,060	93.70	6.30
	Poll	-	32,431	0.02	32,431	-	100.00	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	17,83,66,998	80,988	0.05	77,928	3,060	96.22	3.78
Total		69,30,09,591	49,72,92,330	71.76	45,64,33,963	4,08,58,367	91.78	8.22

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

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COMPANY SECRETARY & COMPLIANCE OFFICER