

BOARD DIVERSITY POLICY

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1. PURPOSE

This policy aims to set out the approach to achieve diversity on the Board of Directors (“Board”) of Firstsource Solutions Limited (“the Company”).

2. VISION

The Company recognizes the importance and benefits of having a diverse Board in enhancing its operating results and quality of its performance.

3. SCOPE

This Policy applies to the Board. It does not apply to employees generally.

4. POLICY STATEMENT

To achieve a sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development. When determining the composition of the Board, Board diversity will be considered from several aspects, including but not limited to gender, age, cultural and educational background, ethnicity, diversity of thought, professional experience, knowledge & skills including – expertise in financial, global business, leadership, technology, mergers & Acquisition, Board service, strategy sales and marketing, environment social & governance (“ESG”), risk and cyber security and other domains. Board appointments will continue to be made on a merit basis and candidates will be considered against objective criteria, with due regard for the benefits of diversity on the Board.

The Nomination and Remuneration Committee is responsible for reviewing and assessing the composition of the Board and will make recommendations to the Board on the appointment of new directors and removal.

5. MEASURABLE OBJECTIVES

The Nomination Committee is responsible for ensuring that the Board has the right balance of skills, experience and knowledge and, in accordance with its terms of reference, shall:

- Regularly review Board composition, succession planning, talent development and broader aspects of diversity.
- Identify suitable candidates for appointment on merit keeping in mind:
 - the benefits of diversity in promoting the success of the Company for the benefit of its shareholders;
 - the skills, experience, background, independence and expertise of current members of the Board.

The Board shall have an optimum combination of executive, non-executive and independent directors in accordance with the requirements of the Articles of Association of the Company, the Companies Act, 2013 (“Act”) and the SEBI Listing Regulations. The necessary disclosures about the policy and other details should be made as per the requirements of the SEBI Listing Regulations and the Act. The policy shall be made available on the website of the company.

6. MONITORING AND REPORTING

The Committee will report annually, in the Corporate Governance Report, on the Board’s composition from diversity perspectives and monitoring of the implementation of this Policy.

7. REVIEW OF THIS POLICY

The Committee will review this Policy, from time to time as appropriate, to ensure the effectiveness of this Policy and recommend any revisions/amendments in the policy, that are or may be required, to the Board for its consideration and approval.

8. DISCLOSURE OF THIS POLICY

A summary of this Policy, the measurable objectives set for implementing this Policy, and the progress made towards achieving those objectives will be disclosed in the Corporate Governance Report annually.