

General information about company	
Scrip code	532809
NSE Symbol	FSL
MSEI Symbol	NOTLISTED
ISIN	INE684F01012
Name of the entity	Firstsource Solutions Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	
1	Mr	Sanjiv Goenka	00074796	Non-Executive - Non Independent Director	Chairperson related to Promoter		29-01-1961	
2	Mr	Ritesh Idnani	06403188	Executive Director	Not Applicable	CEO-MD	19-11-1972	
3	Mr	Shashwat Goenka	03486121	Non-Executive - Non Independent Director	Not Applicable		12-04-1990	
4	Mr	Pradip Kumar Khaitan	00004821	Non-Executive - Non Independent Director	Not Applicable		25-03-1941	
5	Mr	Subrata Talukdar	01794978	Non-Executive - Non Independent Director	Not Applicable		28-07-1958	
6	Mr	Sunil Mitra	00113473	Non-Executive - Independent Director	Not Applicable		24-06-1951	
7	Mr	Pratip Chaudhuri	00915201	Non-Executive - Independent Director	Not Applicable		12-09-1953	

8	Mr	Anjani K. Agrawal		08579812	Non-Executive - Independent Director	Not Applicable		18-07-1958
9	Ms	Vanita Uppal		07286115	Non-Executive - Independent Director	Not Applicable		07-01-1963

10	Mr	Utsav Parekh		00027642	Non-Executive - Independent Director	Not Applicable		28-08-1956
11	Ms	Rekha Sethi		06809515	Non-Executive - Independent Director	Not Applicable		04-11-1963
12	Mr	T C Suseel Kumar		06453310	Non-Executive - Independent Director	Not Applicable		01-02-1961

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		03-12-2012	06-08-2013		136	5	0	5	3			
2	NA		01-09-2023	27-10-2023		7	1	0	1	0			
3	NA		05-12-2012	06-08-2013		136	5	0	3	1			
4	Yes	02-08-2023	14-11-2014	03-08-2015		112	4	2	3	2			
5	NA		05-12-2012	06-08-2013		136	1	0	3	1			
6	NA		01-04-2019	02-08-2019		60	3	3	5	3			
7	NA		01-04-2019	02-08-2019	31-03-2024	60	4	3	5	0	Tenure Completion		

8	NA		11-05-2021	29-07-2021		35	4	4	7	2			
9	NA		05-05-2022	03-08-2022		23	1	1	0	0			

10	NA		02-11-2022	15-12-2022		17	7	5	9	4			
11	NA		01-09-2023	27-10-2023		7	5	5	3	0			
12	NA		01-09-2023	27-10-2023		7	3	3	1	0			

]Text Block	
Textual Information(1)	The five (5) years term of Mr Pratip Chaudhuri as an Independent Director completed from the closing of business hours on March 31, 2024 by efflux of time.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00113473	Sunil Mitra	Non-Executive - Independent Director	Member	01-04-2019		
2	01794978	Subrata Talukdar	Non-Executive - Non Independent Director	Member	05-12-2012		
3	08579812	Anjani K. Agrawal	Non-Executive - Independent Director	Member	30-07-2021		
4	00027642	Utsav Parekh	Non-Executive - Independent Director	Chairperson	09-02-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08579812	Anjani K. Agrawal	Non-Executive - Independent Director	Chairperson	30-07-2021		
2	01794978	Subrata Talukdar	Non-Executive - Non Independent Director	Member	05-12-2012		
3	00915201	Pratip Chaudhuri	Non-Executive - Independent Director	Member	01-04-2019	31-03-2024	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08579812	Anjani K. Agrawal	Non-Executive - Independent Director	Member	30-07-2021		
2	01794978	Subrata Talukdar	Non-Executive - Non Independent Director	Chairperson	05-12-2012		
3	06403188	Ritesh Idnani	Executive Director	Member	01-09-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03486121	Shashwat Goenka	Non-Executive - Non Independent Director	Chairperson	04-02-2019		
2	06403188	Ritesh Idnani	Executive Director	Member	01-09-2023		
3	07286115	Vanita Uppal	Non-Executive - Independent Director	Member	09-02-2023		
4	99999999	Dinesh Jain	President & CFO	Member	04-02-2019		Textual Information(1)
5	99999999	Arun Tyagi	EVP - Operational Excellence COE	Member	04-02-2019	19-01-2024	Textual Information(2)

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03486121	Shashwat Goenka	Non-Executive - Non Independent Director	Chairperson	02-05-2014		
2	06403188	Ritesh Idnani	Executive Director	Member	01-09-2023		
3	01794978	Subrata Talukdar	Non-Executive - Non Independent Director	Member	02-05-2014		
4	08579812	Anjani K. Agrawal	Non-Executive - Independent Director	Member	30-07-2021		

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory				Number of Directors present* (All directors including Independent Director)				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	No. of Independent Directors attending the meeting*	
1	08-11-2023				Yes	12	12	7
2		07-02-2024	90		Yes	12	12	7

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)				
1	Audit Committee	08-11-2023				Yes	4	4	3	0
2	Audit Committee	07-02-2024	90			Yes	4	4	3	0
3	Nomination and remuneration committee	08-11-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	06-02-2024	89			Yes	3	3	2	0
5	Risk Management Committee	18-01-2024				Yes	3	3	1	2

6	Corporate Social Responsibility Committee	07-02-2024				Yes	4	4	1	0
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Annexure 1**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Pooja Nambiar
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.firstsource.com/about
2	Terms and conditions of appointment of independent directors	Yes		https://www.firstsource.com/investor-relations/
3	Composition of various committees of board of directors	Yes		https://www.firstsource.com/investor-relations/?sdf=commit-ir#corporate-profile
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Code-of-conduct-for-Executive-Directors-Senior-management-IN.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/WHISTLE-BLOWER-POLICY-6.2.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Remuneration-Policy-for-Non-Executive-Directors-IN.pdf
7	Policy on dealing with related party transactions	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Related-Party-Transaction-Policy-IN.pdf
8	Policy for determining ‘material’ subsidiaries	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Material-Subsidiary-Policy-IN.pdf

9	Details of familiarization programmes imparted to independent directors	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Policy-on-Familiarisation-of-Independent-Directors-IN.pdf
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10	Email address for grievance redressal and other relevant details	Yes		https://www.firstsource.com/investor-relations/#grevience-redressal-ir
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.firstsource.com/investor-relations/#investor-contact-ir
12	Financial results	Yes		https://www.firstsource.com/investor-relations/?sdf=quarterly-financial-results-ir#corporate-profile
13	Shareholding pattern	Yes		https://www.firstsource.com/investor-relations/?sdf=investor-shareholdings-ir#corporate-profile
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.firstsource.com/investor-relations/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.firstsource.com/investor-relations/?sdf=analyst-coverage-ir#corporate-profile
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.firstsource.com/investor-relations/#report-notice-ir
18	Credit rating or revision in credit rating obtained	Yes		https://www.firstsource.com/investor-relations/?sdf=credit-rating-ir#corporate-governance-ir
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.firstsource.com/investor-relations/#financial-info-ir
20	Secretarial Compliance Report	Yes		https://www.firstsource.com/wp-content/uploads/2023/05/Annual-Secretarial-Compliance-Report.pdf

21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Policy-for-Determination-of-Materiality-of-Events-or-Information-IN.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of	Yes		https://www.firstsource.com/investor-relations/

	determining materiality as required under regulation 30(5)			
23	Disclosures under regulation 30(8)	Yes		https://www.firstsource.com/investor-relations/#exchange-filing-ir
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.firstsource.com/wp-content/uploads/2024/02/Dividend-Distribution-Policy-IN.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.firstsource.com/investor-relations/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.firstsource.com/investor-relations/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.firstsource.com/investor-relations/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Pooja Nambiar
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	Pooja Nambiar
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

hText Block	
Textual Information(1)	During the period under review the Company has not entered into the given transactions

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Pooja Nambiar
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	17-04-2024