

16th December 2022

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 resolution passed with requisite majority by the Members of the Company through postal ballot for Appointment of Mr. Utsav Parekh (DIN: 00027642) as an Independent Director of the Company:

1. Voting results in the format prescribed by Securities and Exchange Board of India;
2. The Scrutinizer's Report dated 16th December 2022 issued by M/s. MMJB & Associates LLP, Practicing Company Secretary, Mumbai.

You are requested to take the above on record.

Thanking you,

For **Firstsource Solutions Limited**

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 0887 | Web: www.firstsource.com

(CIN: L64202MH2001PLC134147)

Name of the Company	Firstsource Solutions Limited										
Date of the Postal ballot	December 15, 2022 (Voting start date: November 16, 2022 9:00 hours to December 15, 2022 17:00 hours)										
Total number of shareholders on cut-off date i.e, November 11, 2022	345123										
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable										
Promoters and Promoter Group:											
Public:											
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable										
Promoters and Promoter Group:											
Public:											
Resolution No.	1										
Resolution required: (Ordinary/ Special)	Special - Appointment of MR. Utsav Parekh (DIN: 00027642) as an Independent Director of the Company.										
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	Invalid	Votes Abstained	
		(1)	(2)	(3) $\frac{[(2)/(1)]*100}{0}$	(4)	(5)	(6) $\frac{[(4)/(2)]*100}{0}$	(7) $\frac{[(5)/(2)]*100}{0}$			
Promoter and Promoter Group	E-Voting	37,39,76,673	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	15,24,67,056	12,53,51,418	82.22	3,32,40,597	92110821.00	26.52	73.48	-	-	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	-
	Total		15,24,67,056	12,53,51,418	82.22	3,32,40,597	9,21,10,821	26.52	73.48	-	-
Public-Others	E-Voting	17,05,47,097	9,16,684	0.54	8,84,327	32,357	96.47	3.53	-	-	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	-
Total		17,05,47,097	9,16,684	0.54	8,84,327	32,357	96.47	3.53	-	-	
Total		69,69,90,826	50,02,44,775	71.77	40,81,01,597	9,21,43,178	81.58	18.42	-	-	

MMJB & Associates LLP

Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

Report of Scrutinizer for E- Voting on Postal Ballot

To,
Ms. Pooja Nambiar
(Authorised Representative)
Firstsource Solutions Limited
5th Floor, Paradigm 'B' wing,
Mindspace, Link Road, Malad (West),
Mumbai - 400064.

Dear Sir,

Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and Section 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 Ltd (hereinafter referred as "the Company") on November 02, 2022. I, Omkar Dindorkar, Designated Partner of M/s MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as a Scrutinizer for vote casted through electronic means for the postal ballot process and the votes cast in respect of the Resolution set out in the Postal Ballot Notice dated November 02, 2022("Notice").
- B. Member's approval was sought for Special business i.e Appointment of Mr. Utsav Parekh (DIN 00027642) as a Director (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 Postal Ballot Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose email addresses are registered with the Depository Participant(s) for communication purposes in compliance with MCA General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020 and the General Circular No. 10/2021 dated June 23, 2021 and No. 20/2021 dated December 8, 2021 and General Circular No.3/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs (Collectively referred to as "MCA Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) ("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 of Postal Ballot along with explanatory statement on November 15, 2022 whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, November 11, 2022 ("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 Postal Ballot by remote e-voting process (“Remote E-voting”) system in terms of the said MCA Circulars.
- F.** The voting period commenced on 9.00 a.m. (IST) on Wednesday, November 16, 2022 and ended at 5.00 p.m. (IST) on Thursday, December 15, 2022 (IST) for voting through electronic mode.
- G.** The e-voting were blocked at 5:00 p.m. (IST) on Thursday, December 15, 2022 and the e-voting summary statement was downloaded from e-voting website of CDSL.
- H.** 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 are as under:

Resolution Item No. 1: Special Resolution

Appointment of Mr. Utsav Parekh (DIN: 00027642) 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	100.00	37,39,76,673	0	100.00	0.00
Public Institutions		15,24,67,056	12,53,51,418	82.22	3,32,40,597	9,21,10,821	26.52	73.48
Public Non-Institutions		17,05,47,097	9,16,684	0.54	8,84,327	32,357	96.47	3.53
Total		69,69,90,826	50,02,44,775	71.77	40,81,01,597	9,21,43,178	81.58	18.42

The aforesaid resolution was passed with requisite majority.

**For MMJB & Associates LLP,
Company Secretaries**

OMKAR Digitally signed by OMKAR MADHAV DINDORKAR Date: 2022.12.16 13:06:19 +05'30'
MADHAV
DINDORKAR

**Omkar Dindorkar
Designated Partner**

ACS No.: A43029

CP No.: 24580

PR: 2826/2022

UDIN: A043029D002730881

Date: 16-12-2022

Place: Mumbai

For Firstsource Solutions Limited

POOJA SURESH Digitally signed by POOJA SURESH NAMBIAR Date: 2022.12.16 13:15:07 +05'30'
NAMBIAR

**Ms. Pooja Nambiar
Company Secretary
Authorized Representative**

Date: 16-12-2022

Place: Mumbai