

3<sup>rd</sup> August 2023

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: Submission of the Disclosure of Remote e-voting and electronic voting along with Scrutinizer's Report (Consolidated) in respect of 22<sup>nd</sup> AGM of the Company held on 2<sup>nd</sup> August 2023**

We are pleased to inform you that 22<sup>nd</sup> Annual General Meeting (AGM) of the Company was held on Wednesday 2<sup>nd</sup> August 2023 through video conferencing (VC)/ other audio video means (OAVM).

In this connection, we are submitting the declaration of Remote e-voting and electronic voting of the Resolutions put to vote and passed at the AGM alongwith Scrutinizer's Report (Consolidated). The said declaration of Voting Results has been executed, as authorised by the Chairman.

You are requested to take the above on record.

Thanking you,

For **Firstsource Solutions Limited**

**Pooja Nambiar**  
**Company Secretary**

**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.**

5<sup>th</sup> Floor, Paradigm 'B' Wing, Mindspace, Link Road, Malad (West), Mumbai - 400 064 India.  
Tel: +91 (22) 6666 0888 | Fax: +91 (22) 6666 08887 | Web: www.firstsource.com

(CIN: L64202MH2001PLC134147)

**Declaration of Consolidated Results of Remote e-voting prior and during the Annual  
General Meeting (“AGM”) in respect of 22<sup>nd</sup> AGM of Firstsource Solutions Limited held on  
Wednesday, 2<sup>nd</sup> August 2023**

In terms of Section 108 of the Companies Act 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and circulars issued by MCA and SEBI, Firstsource Solutions Limited (the “Company”) provided the facility to its members to vote on the resolutions proposed in the Notice dated 4<sup>th</sup> May 2023 of the 22<sup>nd</sup> Annual General Meeting (the “AGM”) through remote e-voting prior to the AGM and through e-voting system during the AGM using the platform provided by Central Depository Services (India) Limited (“CDSL”). The said remote e-voting facility was available from 9.00 a.m. on Thursday, 27<sup>th</sup> July 2023 up to 5.00 p.m. on Tuesday, 1<sup>st</sup> August 2023. Further, on 2<sup>nd</sup> August 2023, the day of the AGM, the facility of e-voting was also provided by the Company to its members present through Video Conferencing (VC)/ Other Audio Video Means (OAVM)/post AGM and who did not cast their votes through remote e-voting. M/s. MMJB & Associates LLP., Practising Company Secretaries were appointed as the Scrutinizer to scrutinize the votes cast through remote e-voting prior to the AGM and through e-voting system during the AGM.

Based on the Scrutinizer’s Report dated 3<sup>rd</sup> August 2023, I, the undersigned, hereby declare that all four (4) resolutions contained in the Notice of the AGM held on 2<sup>nd</sup> August 2023 have been duly passed with requisite majority as per details given herein below:

For **Firstsource Solutions Limited**

POOJA SURESH NAMBIAR  
Digitally signed by POOJA SURESH NAMBIAR  
Date: 2023.08.03 17:47:43 +05'30'

**Pooja Nambiar**  
**Company Secretary**

**Firstsource Solutions Ltd.**

5<sup>th</sup> Floor, Paradigm 'B' Wing, Mindspace, Link Road, Malad (West), Mumbai - 400 064 India.  
Tel: +91 (22) 6666 0888 | Fax: +91 (22) 6666 08887 | Web: www.firstsource.com

(CIN: L64202MH2001PLC134147)

# *MMJB & Associates LLP*

## Company Secretaries

Ecstasy, 803-804, 8<sup>th</sup> Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678100

### Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

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

**Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the 22<sup>nd</sup> AGM of the shareholders of the Company, held on Wednesday, August 02, 2023 at 10.00 a.m. through video conferencing ("VC") /other audio-visual means ("OAVM") in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

- A. I, Omkar Dindorkar, Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on May 4, 2023 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) **Electronic Voting at the AGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Wednesday, August 02, 2023 at 10.00 a.m.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 22<sup>nd</sup> AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the MCA Circular dated April 8, 2020, April 13, 2020, June 15, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022 and SEBI Circular dated May 12, 2020, September 28, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 and applicable provisions of the 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 along with explanatory statement on Friday, July 7, 2023, only through electronic mode, to those

members whose name(s) appeared on the Register of Members/ List of beneficiaries as on June 30, 2023 (“Cut-off-date”).

- C. The Company had appointed Central Depository Services (India) Limited (“CDSL”) for conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed by us and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by CDSL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Thursday, July 27, 2023 at 9.00 a.m. and ended on Tuesday, August 01, 2023 at 5.00 p.m. and the CDSL remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders through remote e-voting and by way of electronic voting at the AGM, I have issued Scrutinizer’s Report dated August 2, 2023.

<b>Date of AGM</b>	August 2, 2023
<b>Total number of shareholders on record date (i.e. as on July 26, 2023)</b>	3,09,104
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	NA
Public	NA
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoter and Promoter group	1
Public	61

**Resolution Item No. 1 – Ordinary Resolution:**

To consider and adopt:

- (a) the audited financial statements of the Company for the financial year ended March 31, 2023 along with the reports of the Board of Directors and the Auditors thereon; and
- (b) the audited consolidated financial statement of the Company and its subsidiaries for the financial year ended March 31, 2023 along with the report of the Auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares [3]=[2]/(1 )]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2 <th>% of Votes against on votes polled [7]=[5]/(2) ]*100</br></th>	% of Votes against on votes polled [7]=[5]/(2) 
			[1]	[2]	[3]=[2]/(1 )]*100	[4]	[5]	[6]=[4]/(2 <td>[7]=[5]/(2) ]*100</td>	[7]=[5]/(2) ]*100
1	Promoter and Promoter Group	Remote E-Voting	37,39,76,673	37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	17,61,45,651	15,28,84,452	86.79	15,28,84,452	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		15,28,84,452	86.79	15,28,84,452	0	100.00	0.00
3	Public- Others	Remote E-Voting	14,68,68,502	1,53,52,998	10.45	1,53,49,286	3,712	99.98	0.02
		E-Voting at AGM		4,079	0.00	4,079	0	100.00	0.00
		Total		1,53,57,077	10.46	1,53,53,365	3,712	99.98	0.02
<b>Total</b>			<b>69,69,90,826</b>	<b>54,22,18,202</b>	<b>77.79</b>	<b>54,22,14,490</b>	<b>3,712</b>	<b>100.00</b>	<b>0.00</b>

**Resolution Item No. 2 - Ordinary Resolution:**

To confirm the payment of Interim Dividend @ 35% (i.e. ₹ 3.50 per share) on Equity Shares already paid for the financial year ending March 31, 2023.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng shares [3]= [(2)/(1 )]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]= [(4)/(2 )]*100	% of Votes against on votes polled [7]= [(5)/(2 ) ]*100
			[1]	[2]	[3]= [(2)/(1 )]*100	[4]	[5]	[6]= [(4)/(2 )]*100	[7]= [(5)/(2 ) ]*100
1	Promoter and Promoter Group	Remote E-Voting	37,39,76,673	37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	17,61,45,651	15,34,16,524	87.10	15,34,16,524	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		15,34,16,524	87.10	15,34,16,524	0	100.00	0.00
3	Public- Others	Remote E-Voting	14,68,68,502	1,53,53,045	10.45	1,53,49,935	3,110	99.98	0.02
		E- Voting at AGM		4,079	0.00	4,079	0	100.00	0.00
		Total		1,53,57,124	10.46	1,53,54,014	3,110	99.98	0.02
<b>Total</b>			<b>69,69,90,826</b>	<b>54,27,50,321</b>	<b>77.87</b>	<b>54,27,47,211</b>	<b>3,110</b>	<b>100.00</b>	<b>0.00</b>

**Resolution Item No. 3 - Ordinary Resolution:**

To appoint a Director in place of Mr. Pradip Kumar Khaitan (DIN 00004821), who retires by rotation and being eligible, offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstan ding 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]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
1	Promoter and Promoter Group	Remote E-Voting	37,39,76,673	37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	17,61,45,651	15,34,16,524	87.10	14,99,55,982	34,60,542	97.74	2.26
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		15,34,16,524	87.10	14,99,55,982	34,60,542	97.74	2.26
3	Public- Others	Remote E-Voting	14,68,68,502	1,53,53,045	10.45	1,52,98,867	54,178	99.65	0.35
		E- Voting at AGM		4,079	0.00	4,079	0	100.00	0
		Total		1,53,57,124	10.46	1,53,02,946	54,178	99.65	0.35
<b>Total</b>			<b>69,69,90,826</b>	<b>54,27,50,321</b>	<b>77.87</b>	<b>53,92,35,601</b>	<b>35,14,720</b>	<b>99.35</b>	<b>0.65</b>

**Resolution Item No. 4 - Special Resolution:**

Appointment of Mr. Pradip Kumar Khaitan (DIN 00004821), as a Director of the Company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
1	Promoter and Promoter Group	Remote E-Voting	37,39,76,673	37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		37,39,76,673	100.00	37,39,76,673	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	17,61,45,651	15,34,16,524	87.10	15,26,23,628	7,92,896	99.48	0.52
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		15,34,16,524	87.10	15,26,23,628	7,92,896	99.48	0.52
3	Public- Others	Remote E-Voting	14,68,68,502	1,53,53,045	10.45	1,52,96,806	56,239	99.63	0.37
		E- Voting at AGM		4,079	0.00	4,079	0	100.00	0.00
		Total		1,53,57,124	10.46	1,53,00,885	56,239	99.63	0.37
<b>Total</b>			<b>69,69,90,826</b>	<b>54,27,50,321</b>	<b>77.87</b>	<b>54,19,01,186</b>	<b>8,49,135</b>	<b>99.84</b>	<b>0.16</b>



F. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the AGM.

**It is to be noted that:**

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and held by Firstsource Employee Benefit Trust are frozen.
2. The vote cast does not include invalid votes & abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,  
Yours faithfully,

**For MMJB & Associates LLP  
Company Secretaries**

OMKAR  
MADHAV  
DINDORKAR  
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OMKAR MADHAV  
DINDORKAR  
Date: 2023.08.03 13:10:48  
+05'30'

**Omkar Dindorkar  
Designated Partner**

ACS: 43029  
CP: 24580  
PR: 2826/2022  
UDIN: A043029E000730936  
Place: Mumbai  
Date: August 3, 2023

**For Firstsource Solutions Limited**

POOJA  
SURESH  
NAMBIAR  
Digitally signed  
by POOJA  
SURESH  
NAMBIAR  
Date: 2023.08.03  
17:45:05 +05'30'

**Ms. Pooja Nambiar  
Company Secretary  
Authorised Representative**  
Place: Mumbai  
Date: August 3, 2023

Date of the AGM/EGM 02-Aug-22

Total number of shareholders on record date 309104

No. of shareholders present in the meeting either in person or through proxy: 62

Promoters and Promoter Group: NA

Public: NA

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Public

**Details of Agenda**

1) To consider and adopt: a) the audited financial statements of the Company for the financial year ended March 31, 2023 along with the reports of the Board of Directors and the Auditors thereon; and b) the audited consolidated financial statement of the Company and its subsidiaries for the financial year ended March 31, 2023 along with the report of the Auditors thereon.

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	373,976,673	373,976,673	100.00	373,976,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	373,976,673	373,976,673	100.00	373,976,673	-	100.00	-
Public -Institutional holders	E-Voting	176,145,651	152,884,452	86.79	152,884,452	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	176,145,651	152,884,452	86.79	152,884,452	-	100.00	-
Public-Others	E-Voting	146,868,502	15,352,998	10.45	15,349,286	3,712	99.98	0.02
	Poll	-	4,079	0.00	4,079	-	100.00	-
	Total	146,868,502	15,357,077	10.46	15,353,365	3,712	99.98	0.02
<b>Total</b>		<b>696,990,826</b>	<b>542,218,202</b>	<b>77.79</b>	<b>542,214,490</b>	<b>3,712</b>	<b>100.00</b>	<b>0.00</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	



	(1)	(2)	(3)	(4)	(5)	(6)	(7)
			$\frac{[(2)-(1)]*100}{00}$			$\frac{[(4)-(2)]*100}{00}$	$\frac{[(5)-(2)]*100}{00}$
Promoter and Promoter Group	E-Voting	373,976,673	100.00	373,976,673	-	100.00	-
	Poll	-	-	-	-	-	-
	Total	<b>373,976,673</b>	<b>100.00</b>	<b>373,976,673</b>	-	<b>100.00</b>	-
Public -Institutional holders	E-Voting	176,145,651	87.10	149,955,982	3,460,542	97.74	2.26
	Poll	-	-	-	-	-	-
	Total	<b>176,145,651</b>	<b>87.10</b>	<b>149,955,982</b>	<b>3,460,542</b>	<b>97.74</b>	<b>2.26</b>
Public-Others	E-Voting	146,868,502	10.45	15,298,867	54,178	99.65	0.35
	Poll	4,079	0.00	4,079	-	100.00	-
	Total	<b>146,868,502</b>	<b>10.45</b>	<b>15,302,946</b>	<b>54,178</b>	<b>99.65</b>	<b>0.35</b>
<b>Total</b>	<b>696,990,826</b>	<b>542,750,321</b>	<b>77.87</b>	<b>539,235,601</b>	<b>3,514,720</b>	<b>99.35</b>	<b>0.65</b>

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

**4) APPOINTMENT OF MR PRADIP KUMAR KHAITAN (DIN 00004821), AS A DIRECTOR OF THE COMPANY: To consider and if thought fit, to pass the following resolution, with or without modification(s), as a Special Resolution**

Resolution required: (Ordinary/ Special) Special  
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	373,976,673	373,976,673	100.00	373,976,673	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	<b>373,976,673</b>	<b>373,976,673</b>	<b>100.00</b>	<b>373,976,673</b>	-	<b>100.00</b>	-
Public -Institutional holders	E-Voting	176,145,651	153,416,524	87.10	152,623,628	792,896	99.48	0.52
	Poll	-	-	-	-	-	-	-
	Total	<b>176,145,651</b>	<b>153,416,524</b>	<b>87.10</b>	<b>152,623,628</b>	<b>792,896</b>	<b>99.48</b>	<b>0.52</b>
Public-Others	E-Voting	146,868,502	15,353,045	10.45	15,296,806	56,239	99.63	0.37
	Poll	4,079	4,079	0.00	4,079	-	100.00	-
	Total	<b>146,868,502</b>	<b>15,357,124</b>	<b>10.45</b>	<b>15,300,885</b>	<b>56,239</b>	<b>99.63</b>	<b>0.37</b>
<b>Total</b>		<b>696,990,826</b>	<b>542,750,321</b>	<b>77.87</b>	<b>541,901,186</b>	<b>849,135</b>	<b>99.84</b>	<b>0.16</b>

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

**POOJA SURESH**  
**NAMBIAR**

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POOJA SURESH NAMBIAR

Date: 2023.08.03 17:45:51

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