

August 25, 2022

BSE Limited
Corporate Relation Dept.
P. J. Towers, Dalal Street
Mumbai - 400 001.

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051.

Scrip Code: 532859

Symbol: HGS

Dear Sirs,

Sub: Outcome of the Board Meeting - Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the Board of Directors of Hinduja Global Solutions Limited ('the Company') at its Meeting held today have approved the following:

1) Appointment of Directors

Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors at its meeting held today have considered and approved the appointment of:

- a) Mr. Pradeep Udhas (DIN: 02207112), as an Additional Director designated as an Independent Director for a period of 5 years with effect from August 25, 2022, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM); and
- b) Mr. Paul Abraham (DIN: 01627449), as an Additional Director designated as Non-Executive Non-Independent Director with effect from August 25, 2022, subject to the approval of the shareholders at the ensuing AGM.

In accordance with the Circular dated June 20, 2018 issued by the Stock Exchanges, we hereby state that Mr. Pradeep Udhas and Mr. Paul Abraham are not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

Brief details of Mr. Pradeep Udhas and Mr. Paul Abraham are provided in Annexure - A and Annexure - B respectively.

2) Appointment of Statutory Auditors

Deloitte Haskins & Sells LLP, Chartered Accountants, were appointed as the Statutory Auditors of the Company at the AGM held on September 28, 2017 to hold office for a term of 5 consecutive years i.e. from the conclusion of the 22nd AGM until the conclusion of the 27th AGM of the Company. Accordingly, the term of present Statutory Auditors of the Company, M/s Deloitte Haskins & Sells LLP, is upto the conclusion of ensuing 27th AGM.

In view of this and based on the recommendation of the Audit Committee of the Company, the Board of Directors at its meeting held today have approved the appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants (Firm Regn. No. 103523W/ W100048) as the Statutory Auditors of the Company to hold office for a term of 5 consecutive years starting from the conclusion of 27th AGM to be held in the calendar year 2022 up to conclusion of 32nd AGM to be held in the calendar year 2027, subject to approval of the shareholders at the ensuing AGM.

HINDUJA GLOBAL SOLUTIONS LIMITED

Regd. Office: Hinduja House, No. 171, Dr. Annie Besant Road, Worli, Mumbai - 400 018. India. Telephone: 91-022-2496 0707, Fax: 91-22-2497 4208, Website: www.teamhgs.com
Corporate Office: Gold Hill Square Software Park, No. 690, 1st Floor, Hosur Road, Bommanahalli, Bengaluru - 560 068. India. Telephone: 91-80-4643 1000 / 4643 1222

Corporate Identity Number:L92199MH1995PLC084610



Brief profile of the proposed Statutory Auditors as required under Regulation 30 is enclosed as Annexure-C.

3) Book closure for the purpose of 27th AGM and payment of Final Dividend

Approved and fixed the closure of the Register of Members and Share Transfer Books of the Company from September 27, 2022 to September 28, 2022 (both days inclusive) for the purposes of 27th AGM of the Company and for payment of final dividend of Rs. 25 per share, for the financial year 2021-22. The final dividend, if approved by the Shareholders at 27th AGM, will be paid (subject to deduction of tax at source) within 30 days of approval. Please note that the final dividend was recommended by the Board in the meeting held on May 29, 2022.

4) Date of 27th AGM

Approved convening of 27th AGM of the Company on September 28, 2022 for the financial year ended March 31, 2022 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

You are requested to kindly take the above on record.

Thanking you,

For **Hinduja Global Solutions Limited**

Narendra Singh
Company Secretary

Encl: As above

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HINDUJA GROUP

Details as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Director: Mr. Pradeep Udhas

Sr No	Particulars	Details
1	Reasons for change – appointment/death/ removal/ otherwise	Appointment
2	Date of appointment	August 25, 2022
3.	Term of appointment	Appointed as Additional Director, Designated as Independent Director for a period of 5 years effective August 25, 2022 subject to approval of Shareholders of the Company.
4	Brief Profile in case of Appointment	<p>Mr. Pradeep Udhas is an American Citizen and 64 years of age. He is a Resident of Mumbai, India. He has a MBA in Management Information Systems from Union College, New York.</p> <p>Mr. Pradeep Udhas was a Senior Partner at KPMG India, which he co-founded 27 years ago. He has held various senior positions including Global roles in KPMG, incubated many new services, building up to multimillion dollar businesses. He has also been a founder of e2e Technologies, a US based Solution Architecture firm and has set up Greater Pacific Capital, a PE firm's India operations. His extensive background in global business, management consulting, technology, private equity and quality systems makes him uniquely qualified to pursue innovative global strategies.</p>
4	Disclosure of Relationship with Directors (in case of appointment of Directors)	Mr. Pradeep Udhas is not related to any Directors or Key Managerial Personnel of the Company.

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Details as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Name of the Director: Mr. Paul Abraham

Sr No	Particulars	Details
1	Reasons for change – appointment/death/ removal /otherwise	Appointment
2	Date of Appointment	August 25, 2022
3.	Term of appointment	Appointed as Additional Director, Designated as Non-Executive Non-Independent Director, liable to retire by rotation, subject to approval of Shareholders of the Company.
4	Brief Profile in case of appointment	<p>Mr. Paul Abraham is President of the Hinduja Foundation which is the Philanthropic arm of the Hinduja Group that directs and coordinates the CSR spends of the 14 group companies in India in key areas like Water Stewardship, Health and Education, Environment and Sports. He also sits on the Boards of the not for profit Hinduja Hospital in Mumbai and PD Hinduja Hospital, Bangalore and is an Advisor to the Hinduja College.</p> <p>A banker with over 38 years of experience, Mr. Paul was COO at IndusInd Bank. Prior to that he has had senior management stints across multiple functions with multinational Banks ABN AMRO and ANZ Grindlays and worked in multiple geographies like India, Dubai and Singapore.</p> <p>Mr. Paul is an art patron and collector of historical artefacts, art and living traditions from the Indian subcontinent. In 2015, he founded India's first ever digital Museum Sarmaya to foster a love for art and history among the young and the curious and create access for all. He is also a Member of the Governing Board of the Dakshinachitra Museum in Chennai.</p> <p>An avid wildlife and lifelong supporter of environmental causes, Mr. Paul is on the Board of the Sanctuary Nature Foundation, a pioneer in the space of conservation and wildlife protection. In 2022, Paul was nominated to serve as Vice President of the Bombay Natural History Society, one of India's premier institutions.</p>

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		<p>Mr. Paul Abraham is also an Advisor to the Indian Sanitation Council hosted by FICCI and is a Member of FICCI's Water mission.</p> <p>In his personal capacity, Paul is an investor and mentor in the early stage venture capital space primarily in Fintech and FMCG. With his former colleagues, he is a Co-Founder of SANCTITAS, an Investment Advisory firm.</p> <p>Mr. Paul has a Post Graduate Degree in Business Management from IIM Ahmedabad and a Bachelor's Degree in Economics (Hons) from St. Stephen's College, Delhi.</p>
4	Disclosure of Relationship with Directors (in case of appointment of Directors)	Mr. Paul Abraham is not related to any Directors or Key Managerial Personnel of the Company.

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Sr No	Particulars	Details
1	Reasons for change – appointment/death/removal/otherwise	Appointment# #The term of present Statutory Auditors of the Company is upto the conclusion of ensuing 27 th AGM.
2	Date and term of appointment	M/s. Haribhakti & Co. LLP will hold office as Statutory Auditors of the Company for a term of 5 consecutive years commencing from the conclusion of 27 th AGM up to conclusion of 32 nd AGM, subject to approval of the shareholders at the ensuing AGM.
3	Brief Profile in case of Appointment	Haribhakti & Co. LLP, Chartered Accountants, founded in the year 1954 by Mr. V. B. Haribhakti, has been in operation for 68 years now. It has 450+ members including Partners, Directors, Associate Directors, Managers, Associates, Article Trainees, etc. It offers a whole range of assurance, accounting, advisory and consulting services, nationally and internationally, through separate service divisions viz., Audit & Assurance, Risk & Advisory, Corporate Finance Advisory, Tax & Regulatory and Global Knowledge Services. It is nationally integrated firm having own branch network in major cities namely Mumbai, Delhi, Bengaluru, Kolkata, Chennai and Ahmedabad. It serves wide variety of clientele in the various sectors namely IT & ITES, Manufacturing, Infrastructure & Real Estate, Engineering & Construction, Power & Energy, Oil & Gas, Pharmaceutical, PSBs, PSUs, NGOs, Trusts, etc.

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