

19th April, 2017

To:

National Stock Exchange of India Limited (Scrip Code: FSL)

Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051

Bombay Stock Exchange Limited (Scrip Code: 532809)

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Madam/ Sir,

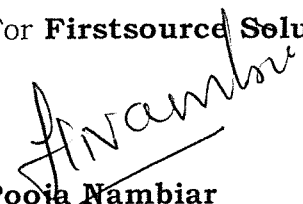
**Sub: Certificate under Regulation 40(9) of the SEBI (Listing
Obligations and Disclosure Requirements) Regulations, 2015 for the
half year ended March 31, 2017**

As required under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a certificate obtained from Practising Company Secretary, Ms. Amrita D. C. Nautiyal for the half year ended March 31, 2017.

You are requested to kindly take the above on record.

Thanking you,

For **Firstsource Solutions Limited**


Pooja Nambiar
Company Secretary & Compliance Officer

Amrita D.C. Nautiyal

Practising Company Secretary

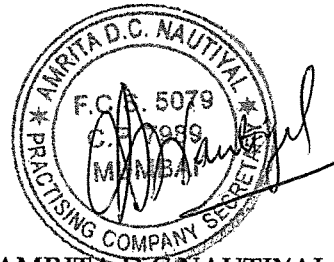
1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

TO WHOMSOEVER IT MAY CONCERN

**COMPLIANCE CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES
AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENT) REGULATIONS, 2015**

I have examined the necessary Share Transfer Deeds, Memorandum of Transfers, Register, files and other documents relating to Firstsource Solutions Limited ("the Company"), a Company registered under the Companies Act, 1956 bearing registration number L64202MH2001PLC134147 and having its Registered Office at 5th Floor, Paradigm 'B' Wing, Mindspace, Link Road, Malad (West), Mumbai 400 064 maintained by Company's Registrar and Share Transfer Agents i.e. 3i Infotech Limited, Tower #5, 3rd to 6th Floors, International Infotech park, Vashi, Navi Mumbai - 400 703 pertaining to transfer of equity shares of the company for the period from 1st October, 2017 to 31st March, 2017 for the purpose of issuing a certificate under Regulation 40(9) of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

On the basis of my examination and on the information/explanation provided by the Company/ Register and Transfer Agent, I hereby certify that the company has not received any share(s) for transfer, sub division, consolidation, renewal, exchange, endorsement of call/allotment monies on the share certificate or for issuance of duplicate and/or split certificates during the period from 1st October, 2017 to 31st March, 2017. Hence no certificate was required to be delivered within fifteen days from date of lodgement thereof.



AMRITA D.C. NAUTIYAL
FCS: 5079
C.P. No.: 7989

Place: Mumbai

Date: 14th April, 2017.

CERTIFIED TRUE COPY
For FIRSTSOURCE SOLUTIONS LTD.

Jwambhar
POOJA NAMBIAR
COMPANY SECRETARY & COMPLIANCE OFFICER