



**RP - Sanjiv Goenka  
Group**

Growing Legacies



5<sup>th</sup> September 2018

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

**BSE Limited (Scrip Code: 532809)**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Dear Madam/ Sir,

We enclose a copy of the minutes of the 17<sup>th</sup> Annual General Meeting of the Company held on 6<sup>th</sup> August 2018.

We request you to take the above on record.

Thanking you,

For **Firstsource Solutions Limited**

  
**Pooja Nambiar**  
**Company Secretary & Compliance Officer**

**Encl.:** A/a

**Minutes of the 17<sup>th</sup> Annual General Meeting of Firstsource Solutions Limited held on Monday, 6<sup>th</sup> August, 2018 at 3.30 p.m. (concluded at 4.15 p.m.) at Ravindra Natya Mandir, Sayani Road, Prabhadevi, Mumbai - 400 025**

**Present:**

1. Mr. Shashwat Goenka, Chairman of the Meeting
2. Mr. Rajesh Subramaniam, Managing Director and CEO, Member
3. Mr. Charles Miller Smith, Director, Member of Audit Committee, Member of Nomination and Remuneration Committee
4. Ms. Grace Koshie, Director, Member of Audit Committee
5. Mr. Pradip Roy, Director, Member of Nomination and Remuneration Committee
6. Mr. Subrata Talukdar, Director, Chairman of Stakeholders Relationship Committee
7. Mr. Y. H. Malegam, Director, Chairman of Audit Committee, Chairman of Nomination and Remuneration Committee, Member
8. Ms. Pooja Nambiar, Company Secretary and Compliance Officer
9. Mr. Dinesh Jain, President and CFO

Mr. Sanjiv Pilgaonkar, Partner, Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors of the Company and Mr. Himanshu Kamdar, Partner, M/s. Rathi & Associates, Company Secretary in whole time practice, Secretarial Auditor for FY2017-18 and Scrutinizer for e-voting were also present at the Annual General Meeting of the Company.

**CHAIRMAN:**

In view of the Article 128 (b) of the Articles of Association of the Company and in the absence of Mr. Sanjiv Goenka, Chairman of the Board, Mr. Shashwat Goenka presided as the Chairman of the Meeting,

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For FIRSTSOURCE SOLUTIONS LTD.

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*Pooja Nambiar*  
POOJA NAMBIAR  
COMPANY SECRETARY & COMPLIANCE OFFICER

duly elected by the Board of Directors in their meeting held on 6<sup>th</sup> August 2018.

**QUORUM:**

As the requisite quorum was present, the Chairman called the meeting to order.

**ATTENDANCE AT THE MEETING:**

The Chairman announced that 59 members were present in person holding 40,80,01,329 equity shares (representing 59.13% of the paid up equity share capital of the Company). This included Representatives of 2 Bodies Corporate holding 40,60,56,476 equity shares (representing 58.85% of paid up equity share capital of the Company). Further, 1 members was present through proxy, holding 5,84,485 equity shares (representing 0.08% of the paid up equity share capital).

**DOCUMENTS FOR INSPECTION:**

The Chairman announced that the Financial Statements including Consolidated Financial Statements along with the relevant documents, Statutory Registers maintained by the Company under the Companies Act, 2013 and Secretarial Audit Report for the FY2017-18 along with all required documents were available to Members for inspection throughout the meeting.

**WELCOME ADDRESS BY THE CHAIRMAN:**

The Chairman welcomed the members at the 17<sup>th</sup> Annual General Meeting (AGM) of the Company and introduced the Directors on the dais.

The Chairman also informed the members that due to personal exigency, Mr. Sanjiv Goenka, Chairman, Mr. Donald W. Layden Jr., Mr. Pradip Kumar Khaitan and Mr. V. K. Sharma could not attend the AGM.

**READING OF NOTICE AND AUDITORS' REPORT:**

With the permission of the members, the Notice dated 29<sup>th</sup> June 2018 convening the AGM was taken as read.

**PROCEDURE OF ELECTRONIC VOTING:**

The Chairman informed the members that in terms of Section 108 of the Companies Act 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote electronic voting ('remote e-voting') facility to its members, holding shares in physical or dematerialised form as on the cut-off date, being Monday, 30<sup>th</sup> July 2018, in respect of business to be transacted at the AGM. The remote e-voting facility was provided from 9.00 a.m. on Thursday, 2<sup>nd</sup> August 2018 up to 5.00 p.m. on Sunday, 5<sup>th</sup> August 2018. M/s. Rathi & Associates, Company Secretary in whole time practice were appointed as Scrutinizer by the Board of Directors of the Company to scrutinize votes cast through remote e-voting and voting at the AGM.

The Chairman further informed the members that the facility of voting through Ballot Papers was made available at the AGM for the members who did not cast their vote electronically. There would be no voting by show of hands at the meeting. He informed that the combined results of remote e-voting and voting at the AGM would be announced within 48 hours from the conclusion of the meeting and would be displayed on

the Notice Board at the Registered Office of the Company and also on Company's website: [www.firstsource.com](http://www.firstsource.com).

Some members of the Company elicited details on the financials and operations of the Company. The Chairman addressed/ replied to queries raised by the members.

The Chairman then took up the business of the meeting as stated in Notice dated 29<sup>th</sup> June 2018 of the AGM.

**1 (A) ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2018 ALONGWITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; AND**

**(B) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2018 ALONG WITH THE REPORT OF AUDITORS THEREON:**

The Chairman took up the first item of the agenda with regard to passing of the Ordinary Resolution at item no.1 of the Notice pertaining to the adoption of the Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2018, the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company and its subsidiaries for the year ended on that date along with Report of Auditors thereon.

Mr. Mukesh Mohan Chandiramani (Client ID/ DP ID – 1208160000176654) proposed the following Ordinary Resolution which was seconded by Mr. Kishorchandra Panchal (Client ID/ DP ID – IN30133017982887).

**“RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March 2018 along with the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company and its subsidiaries for the financial year ended on 31<sup>st</sup> March 2018 along with the Report of Auditors thereon, be and are hereby approved and adopted.”

**2. DECLARATION OF A FINAL MAIDEN DIVIDEND FOR THE FY2017-18:**

The Chairman informed the members with regard to passing of the Ordinary Resolution at item no. 2 of the Notice regarding the declaration of final maiden dividend for the FY2017-18.

Ms. Selwyn Henriques (Client ID/DP ID- IN30023950045683) proposed the following Ordinary Resolution which was seconded by Mr. Hiranand Kotwani (Client ID/ DP ID – IN30018312015804).

**“RESOLVED THAT** final maiden dividend at the rate of 15% i.e. Rs. 1.50 per share of Rs. 10/- each fully paid up equity shares of the Company for the Financial Year 2017-18 be and is hereby declared and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended 31<sup>st</sup> March 2018 to those Members whose name/(s) appears in the Register of Members or who are notified as beneficiaries by Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited at the close of business on 30<sup>th</sup> July 2018.”

**3. RE-APPOINTMENT OF MR. SUBRATA TALUKDAR (DIN 01794978), AS A DIRECTOR OF THE COMPANY:**

The Chairman informed the members with regard to passing of the Ordinary Resolution at item no. 3 of the Notice regarding the re-appointment of Mr. Subrata Talukdar (DIN 01794978), as a Director of the Company, who retired by rotation at the meeting and offered himself for re-appointment.

Ms. Maria Henriques (Client ID/DP ID- IN30023950046434) proposed the following Ordinary Resolution which was seconded by Mr. Shankar Tolaram Bansal (Client ID/ DP ID – 1203390000175010).

**“RESOLVED THAT** Mr. Subrata Talukdar (DIN 01794978), who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company, whose period of office will be determined according to retirement of Directors by rotation.”

**4. RE-APPOINTMENT OF MR. PRADIP ROY (DIN 00026457), AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

The Chairman informed the members with regard to passing of the Special Resolution at item no. 4 of the Notice regarding the re-appointment of Mr. Pradip Roy (DIN 00026457) as an Independent Director of the Company, not liable to retire by rotation, on the Board of Directors of a Company for a term of three (3) consecutive years i.e. up to the conclusion of the 20<sup>th</sup> Annual General Meeting of the Company to be held for the Financial Year 2020-21.

Mr. Pradeep Dattaram Samel (Client ID/ DP ID – IN30131321974039) proposed the following Special Resolution which was seconded by Mr. Selwyn Henriques (Client ID/DP ID- IN30023950045683).

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification/(s) or re-enactment/(s) thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification/(s) or re-enactment/(s) thereof, for the time being in force), Mr. Pradip Roy (DIN 00026457), be and is hereby re-appointed as an Independent Director, not liable to retire by rotation, on the Board of Directors of a Company for a term of three (3) consecutive years i.e. up to the conclusion of the 20<sup>th</sup> Annual General Meeting of the Company to be held for the Financial Year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**5. APPOINTMENT/ CONTINUATION OF MR. PRADIP KUMAR KHAITAN (DIN 00004821), AS A DIRECTOR OF THE COMPANY:**

The Chairman informed the members with regard to passing of the Special Resolution at item no. 5 of the Notice regarding the appointment/ continuation of Mr. Pradip Kumar Khaitan (DIN 00004821) as a Director of the Company in view of Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 effective from 1<sup>st</sup> April 2019.



Ms. Kalindi Balsari (Client ID/ DP ID – IN30051322406801) proposed the following Special Resolution which was seconded by Ms. Hansa Durlabhdas Samani (Client ID/DP ID- 1205420000484690).

**“RESOLVED THAT** pursuant to Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 effective from April 1, 2019, approval of shareholders of the Company be and is hereby granted to the Company for continuing the directorship of Mr. Pradip Kumar Khaitan (DIN 00004821), in the capacity of a Non-Executive and Non-Independent Director, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**6. APPOINTMENT/ CONTINUATION OF MR. CHARLES MILLER SMITH (DIN 00950635), AS A DIRECTOR OF THE COMPANY:**

The Chairman informed the members with regard to passing of the Special Resolution at item no. 6 of the Notice regarding the appointment/ continuation of Mr. Charles Miller Smith (DIN 00950635) as a Director of the Company in view of Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 effective from 1<sup>st</sup> April 2019.

Mr. Deepak Bhagchand Bulchandani (Client ID/ DP ID – IN30154917302217) proposed the following Special Resolution which was seconded by Mr. Ronald Francis Fernandes (Client ID/DP ID- IN30082910459109).



**ANNEXURE I TO THE MINUTES OF THE 17<sup>TH</sup> ANNUAL GENERAL MEETING OF FIRSTSOURCE SOLUTIONS LIMITED HELD ON 6<sup>TH</sup> AUGUST 2018**

**Declaration of Consolidated Results of Remote e-voting and voting through Ballot papers in respect of 17<sup>th</sup> Annual General Meeting of Firstsource Solutions Limited held on 6<sup>th</sup> August 2018**

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, Firstsource Solutions Limited (the “Company”) provided a facility to its members to vote on the resolutions proposed in the Notice dated 29<sup>th</sup> June 2018 of the 17<sup>th</sup> Annual General Meeting (the “AGM”) through remote e-voting 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, 2<sup>nd</sup> August 2018 up to 5.00 p.m. on Sunday, 5<sup>th</sup> August 2018. Further, on 6<sup>th</sup> August, 2018 the day of the AGM, the facility of voting through Ballot papers was also provided by the Company to its members present in person or by proxy, who did not cast their votes through remote e-voting. M/s. Rathi & Associates, Company Secretary in whole time Practice was appointed as Scrutinizer to scrutinize the votes cast through remote e-voting and Ballot papers.

Based on the Scrutinizer’s Report dated 7<sup>th</sup> August 2018, I, the undersigned, hereby declare that all 6 (Six) resolutions contained in the Notice of the AGM held on 6<sup>th</sup> August 2018 have been duly passed with requisite majority as per details given herein below:

Sr. No.	PARTICULARS	TYPE OF RESOLUTION (ORDINARY /SPECIAL)	FOR THE RESOLUTION			AGAINST THE RESOLUTION		
			No. of Voters	No. of Shares Voted	% of total valid votes cast	No. of Voters	No. of Shares Voted	% of total valid votes cast
1 (a) (b)	Adoption of the Audited Standalone and Consolidated financial statements for the financial year ended 31 <sup>st</sup> March 2018	Ordinary	173	45,00,07,703	100	0	0	0
2	Declare a final maiden dividend for the FY2017-18	Ordinary	175	45,44,51,643	100	0	0	0
3	Re-appointment of Mr. Subrata Talukdar (DIN 01794978), as a Director of the Company, liable to retire by rotation	Ordinary	146	43,85,53,373	96.50	29	1,58,98,270	3.50
4	Re-appointment of Mr. Pradip Roy (DIN 00026457), as an Independent Director of the Company	Special	171	45,32,55,060	99.73	4	11,96,583	0.27
5	Appointment/ Continuation of Mr. Pradip Kumar Khiatan (DIN 00004821), as a Director of the Company	Special	118	41,66,73,281	91.78	56	3,73,26,793	8.22

6	Appointment/ Continuation of Mr. Charles Miller Smith (DIN 00950635), as a Director of the Company	Special	144	42,62,51,744	96.37	28	1,60,38,737	3.63
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The Scrutinizer's Report as referred to above be attached herewith.

For **Firstsource Solutions Limited**

**Sd/-**

**Rajesh Subramaniam**  
**Managing Director & CEO**

**Place :** Mumbai

**Date :** 8<sup>th</sup> August 2018

**ANNEXURE II TO THE MINUTES OF THE 17TH ANNUAL GENERAL MEETING OF FIRSTSOURCE SOLUTIONS LIMITED HELD ON 6TH AUGUST, 2018**

7th August 2018

To,

The Chairman,

**FIRSTSOURCE SOLUTIONS LIMITED**

Paradigm B, 5th Floor, Mindspace,

New Link Road, Malad (West),

Mumbai – 400 064

Dear Sir,

**Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at 17<sup>th</sup> Annual General Meeting of the members of Firstsource Solutions Limited**

Firstsource Solutions Limited ("the Company") at their Board meeting held on May 7, 2018 has appointed our Firm as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice dated June 29, 2018 of the 17<sup>th</sup> Annual General Meeting of the Company held on August 6, 2018, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with rules made

thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and voting by physical ballot on the resolutions as contained in the aforesaid Notice of the 17<sup>th</sup> Annual General Meeting of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and voting by ballots is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CSDL), the agency engaged by the Company to provide e-voting facility and physical voting by ballots as provided by 3i Infotech Limited.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the 17<sup>th</sup> Annual General Meeting was sent to the Members by permitted means, for seeking approval of members on following resolutions:

**1. Resolution No. 1** as an Ordinary Resolution for consideration and adoption of :

- a) the Audited Financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 along with the Reports of the Board of Directors and the Auditors thereon;
- b) the Audited Consolidated Financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 along with the Reports of the Auditors thereon;

**2. Resolution No. 2** as an Ordinary Resolution for declaration of final maiden dividend for the Financial Year 2017-18.

- 3. Resolution No. 3** as an Ordinary Resolution for appointment of Mr. Subrata Talukdar (DIN: 01794978), who retired by rotation at 17<sup>th</sup> Annual General Meeting and being eligible, had offered himself for re-appointment;
- 4. Resolution No. 4** as a Special Resolution for re-appointment of Mr. Pradip Roy (DIN: 00026457), as an Independent Director of the Company.
- 5. Resolution No. 5** as a Special Resolution for appointment/continuation of Mr. Pradip Kumar Khaitan (DIN: 00004821), as a Non-Executive and Non-Independent Director of the Company.
- 6. Resolution No. 6** as a Special Resolution for appointment/continuation of Mr. Charles Miller Smith (DIN: 00950635), as a Non-Executive and Independent Director of the Company.

Remote e-voting facilities were made available to Shareholders of the Company to exercise their voting rights from 9:00 a.m. of Thursday, 2<sup>nd</sup> August, 2018 upto 5:00 p.m. of Sunday, 5<sup>th</sup> August, 2018. Accordingly, e-votes casted upto 5:00 p.m. of Sunday, 5<sup>th</sup> August, 2018 have been considered for our scrutiny.

After the conclusion of the 17<sup>th</sup> Annual General Meeting, first the voting conducted through physical ballots at the meeting was unlocked in the presence of two witnesses not in employment of the Company, namely Mr. Ronald Fernandes and Mr. K. D. Shah and thereafter through remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Harsh Hiren Shah and Ms. Jasmeet Kaur Saluja.



A summary of the votes cast by shareholders through remote e-voting and physical ballots at the 17<sup>th</sup> Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the 17<sup>th</sup> Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Meeting.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES  
COMPANY SECRETARIES**

Sd/-

**HIMANSHU S. KAMDAR**

**PARTNER**

**FCS NO: 5171**

**COP NO: 3030**

**ANNEXURE**

The summary of the votes cast through remote e-Voting and physical ballots received for each of the resolutions is given below:

**For Resolution Nos. 1 (a) & (b):**

Sr. No.	Particulars	Resolution No. 1	
		No. of Physical Ballots / Remote Voting confirmations	No. of Equity Shares voted
a.	Votes cast through physical ballots	12	3,26,74,683
b.	Remote e-Voting Confirmations received	178	45,95,48,657
	<b>Total</b>	<b>190</b>	<b>49,22,23,340</b>
c.	Less: Invalid physical Ballots / Remote e-Voting confirmations	17	4,22,15,637
d.	<b>Net Valid Physical Ballots / Remote e-Voting confirmations</b>	<b>173</b>	<b>45,00,07,703</b>
	(i) Physical Ballots / Remote e-Voting confirmations with assent for the Resolution	173	<b>45,00,07,703</b>
<b>% of Assent</b>			<b>100</b>
	(ii) Physical Ballots / Remote e-Voting confirmations with dissent for the Resolution		Nil
<b>% of Dissent</b>			<b>0</b>

**For Resolution No.2:**

Sr. No.	Particulars	Resolution No. 2	
		No. of Physical Ballots Remote Voting confirmations	No. of Equity Shares voted
a.	Votes cast through physical ballots	12	3,26,74,683
b.	Remote e-Voting Confirmations received	180	46,39,92,597
	<b>Total</b>	<b>192</b>	<b>49,66,67,280</b>
c.	Less: Invalid physical Ballots / Remote e-Voting confirmations	17	4,22,15,637
d.	<b>Net Valid Physical Ballots / Remote e-Voting confirmations</b>	<b>175</b>	<b>45,44,51,643</b>
	(i) Physical Ballots / Remote e-Voting confirmations with assent for the Resolution	175	45,44,51,643
<b>% of Assent</b>			<b>100</b>
	(ii) Physical Ballots / Remote e-Voting confirmations with dissent for the Resolution	Nil	Nil
<b>% of Dissent</b>			<b>0</b>

**For Resolution No. 3:**

Sr. No.	Particulars	Resolution No. 3	
		No. of Physical Ballots / Remote Voting confirmations	No. of Equity Shares voted
a.	Votes cast through physical ballots	12	3,26,74,683
b.	Remote e-Voting Confirmations received	180	46,39,92,597
	<b>Total</b>	<b>192</b>	<b>49,66,67,280</b>
c.	Less: Invalid physical Ballots / Remote e-Voting confirmations	17	4,22,15,637
d.	<b>Net Valid Physical Ballots / Remote e-Voting confirmations</b>	<b>175</b>	<b>45,44,51,643</b>
	(i) Physical Ballots / Remote e-Voting confirmations with assent for the Resolution	146	43,85,53,373
<b>% of Assent</b>			<b>96.50*</b>
	(ii) Physical Ballots / Remote e-Voting confirmations with dissent for the Resolution	29	1,58,98,270
<b>% of Dissent</b>			<b>3.50*</b>

\* rounded off to nearest decimal.

**For Resolution No. 4:**

Sr. No.	Particulars	Resolution No. 4	
		No. of Physical Ballots / Remote Voting confirmations	No. of Equity Shares voted
a.	Votes cast through physical ballots	12	3,26,74,683
b.	Remote e-Voting Confirmations received	180	46,39,92,597
	<b>Total</b>	<b>192</b>	<b>49,66,67,280</b>
c.	Less: Invalid physical Ballots / Remote e-Voting confirmations	17	4,22,15,637
d.	<b>Net Valid Physical Ballots / Remote e-Voting confirmations</b>	<b>175</b>	<b>45,44,51,643</b>
	(i) Physical Ballots / Remote e-Voting confirmations with assent for the Resolution	171	45,32,55,060
<b>% of Assent</b>			<b>99.73*</b>
	(ii) Physical Ballots / Remote e-Voting confirmations with dissent for the Resolution	4	11,96,583
<b>% of Dissent</b>			<b>0.27*</b>

\* rounded off to nearest decimal.

**For Resolution No. 5:**

Sr. No.	Particulars	Resolution No. 5	
		No. of Physical Ballots / Remote Voting confirmations	No. of Equity Shares voted
a.	Votes cast through physical ballots	12	3,26,74,683
b.	Remote e-Voting Confirmations received	179	46,35,41,028
	<b>Total</b>	<b>191</b>	<b>49,62,15,711</b>
c.	Less: Invalid physical Ballots / Remote e-Voting confirmations	17	4,22,15,637
d.	<b>Net Valid Physical Ballots / Remote e-Voting confirmations</b>	<b>174</b>	<b>45,40,00,074</b>
	(i) Physical Ballots / Remote e-Voting confirmations with assent for the Resolution	118	41,66,73,281
<b>% of Assent</b>			<b>91.78*</b>
	(ii) Physical Ballots / Remote e-Voting confirmations with dissent for the Resolution	56	3,73,26,793
<b>% of Dissent</b>			<b>8.22*</b>

\* rounded off to nearest decimal.

**For Resolution No. 6:**

Sr. No.	Particulars	Resolution No. 6	
		No. of Physical Ballots / Remote Voting confirmations	No. of Equity Shares voted
a.	Votes cast through physical ballots	12	3,26,74,683
b.	Remote e-Voting Confirmations received	177	45,18,31,435
	<b>Total</b>	<b>189</b>	<b>48,45,06,118</b>
c.	Less: Invalid physical Ballots / Remote e-Voting confirmations	17	4,22,15,637
d.	<b>Net Valid Physical Ballots / Remote e-Voting confirmations</b>	<b>172</b>	<b>44,22,90,481</b>
	(i) Physical Ballots / Remote e-Voting confirmations with assent for the Resolution	144	42,62,51,744
<b>% of Assent</b>			<b>96.37*</b>
	(ii) Physical Ballots / Remote e-Voting confirmations with dissent for the Resolution	28	1,60,38,737
<b>% of Dissent</b>			<b>3.63*</b>

\* rounded off to nearest decimal.

CERTIFIED TRUE COPY  
For FIRSOSOURCE SOLUTIONS LTD.

*Pooja Nambiar*  
POOJA NAMBIAR  
COMPANY SECRETARY & COMPLIANCE OFFICER