FIRSTSOURCE SOLUTIONS LIMITED
CIN: L64202MH2001PLC134147
Regd. Office: 1st Floor, Athena Towers, Mindspace Malad, Goregaon (W), Mumbai – 400 063 India
Tel: + 91 22 6666 0888
web: https://www.firstsource.com/
email: fsl@3i-infotech.com | complianceofficer@firstsource.com

NOTICE OF POSTAL BALLOT

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 (1) of the Companies (Management and Administration) Rules, 2014, as amended)

Dear Member(s),

NOTICE of Postal Ballot is hereby given to the Members of Firstsource Solutions Limited ('the Company'), pursuant to Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Secretarial Standards-2 (SS-2), read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA") (hereinafter collectively referred to as "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('**Listing Regulations**') and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, to transact the special business/(es) as set out hereunder by passing a Special Resolution/ (s) by way of postal ballot through remote e-voting, further details are set out in this Notice.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Depository Participant/s. If any Shareholder whose e-mail address is not registered with the Depository Participant/s, please follow the process provided in the Notes to receive this Postal Ballot Notice.

A statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors, has appointed Mr. T. R. Ravichandran (Certificate of Practice No. 11651), failing him, Ms. Geetha Sridhar (Certificate of Practice No. 22225), of M/s. TRR & Associates, Practicing Company Secretaries (email: trravichandran@yahoo.com), as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.

The Company has fixed Friday, March 6, 2026 as the cut-off date for determining the eligibility of Members to vote through remote e-voting.

The remote e-voting period commences from 9.00 a.m. (IST) on Friday, March 13, 2026 and ends at 5.00 p.m. (IST) on Saturday, April 11, 2026. Members are therefore requested to cast their votes **not later than 5:00 p.m. (IST) on** Saturday, April 11, 2026 to be eligible for being considered, failing which it will be considered that no vote has been received from the Members.

The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before Tuesday, April 14, 2026, during business hours.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website at https://www.firstsource.com/ and on the website of Central Depository Services (India) Limited ("CDSL") www.evotingindia.com.

SPECIAL BUSINESS/(ES):

1. **To consider and approve continuation of Dr. Rajiv Kumar (DIN: 02385076) as a Non-Executive, Independent Director beyond the age of 75 years:**

To consider and, if thought fit, to pass, with or without modification/(s), the following resolution as **a Special Resolution**:

"RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013

read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter collectively referred to as the 'Applicable Laws'), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded, for the continuation of Directorship of Dr. Rajiv Kumar (DIN: 02385076) as a Non-Executive, Independent Director of the Company beyond the age of 75 years, up to the completion of his current term on May 2, 2027.

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."

2. To consider and approve re-appointment of Dr. Rajiv Kumar (DIN: 02385076) as a Non-Executive, Independent Director of the Company for the second term of three (3) consecutive years effective from May 3, 2027 to May 2, 2030 and continuation of his directorship beyond the age of 75 years:

To consider and, if thought fit, to pass, with or without modification/(s), the following resolution as **a Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read with Schedule IV of the Companies Act, 2013 ('the Act'), the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and that of the approval of the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include any Committee of the Board), Dr. Rajiv Kumar (DIN: 02385076), in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and who meets the criteria of Independence under Section 149 of the Act and Regulation 16 (1) (b) of the Listing Regulations, being eligible, be and is hereby re-appointed as a Non-

Executive, Independent Director of the Company, not liable to retire by rotation, and to hold office for the second term of three (3) consecutive years with effect from May 3, 2027 to May 2, 2030.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Listing Regulations, approval of the Members of the Company be and is hereby accorded for continuation of directorship of Dr. Rajiv Kumar (DIN: 02385076) as a Non-Executive, Independent Director on the Board beyond the age of 75 years, up to the completion of his proposed term.

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."

3. To consider and approve appointment of Mr. Paras Kumar Chowdhary (DIN: 00076807) as a Non-Executive, Independent Director of the Company for the term of three (3) consecutive years, effective from March 5, 2026 to March 4, 2029 and continuation of his directorship beyond the age of 75 years:

To consider and, if thought fit, to pass, with or without modification/(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read with Schedule IV of the Companies Act, 2013 ('the Act'), the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), as amended from time to time, and based on the recommendations of the Nomination and Remuneration Committee and that of the approval of the Board of Directors, (hereinafter referred to as "the Board" which term shall include any Committee of the Board), Mr. Paras Kumar Chowdhary (DIN: 00076807) who was appointed as an Additional Director (Non-Executive, Independent) of the Company w.e.f. March 5, 2026 and in respect of whom the Company has received a notice from a Member proposing his candidature for the office of Director under Section 160 of the Act, and

who meets the criteria of Independence under Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations, being eligible, be and is hereby appointed as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the term of three (3) consecutive years, effective from March 5, 2026 to March 4, 2029.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Listing Regulations, approval of the Members of the Company be and is hereby accorded for continuation of directorship of Mr. Paras Kumar Chowdhary (DIN: 00076807) as a Non-Executive, Independent Director on the Board beyond the age of 75 years, up to the completion of his proposed term.

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."

Registered Office:
1st Floor, Athena Towers, Mindspace
Malad, Goregaon (W),
Mumbai – 400 063 India
Tel : +91-22-66660888
https://www.firstsource.com/
Email: fsl@3i-infotech.com|
complianceofficer@firstsource.com

Date: March 5, 2026
Place: Mumbai

By order of the Board of Directors
For Firstsource Solutions Limited

Sd/-

Pooja Nambiar
Company Secretary

FCS No. 10710

NOTES:

1. The Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 stating material facts and reasons for the proposed resolution is annexed hereto.
2. In compliance with the MCA Circulars, the Postal Ballot Notice is being sent by electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners maintained by the Depositories as on Friday, March 6, 2026 ('Cut-off Date') and whose e-mail IDs are registered with the Depository Participant/s. For Members who have not registered their e-mail IDs, please follow the instructions given below under these Notes. A person who is not a shareholder as on the cut-off date should treat this Postal Ballot Notice for information purposes only.

3. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the e-voting process. Shareholders are requested to provide their assent or dissent through e-voting only. In compliance with the MCA Circulars, Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.

4. In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the shareholders of the Company. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for facilitating e-voting to enable the shareholders to cast their votes electronically.

5. Shareholders may please note that the Postal Ballot Notice will also be available on the Company's website at https://www.firstsource.com/, websites of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com, respectively, and on the website of CDSL at https://www.evotingindia.com/ .

6. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members. Members seeking to inspect such documents can send an email to fsl@3i-infotech.com.

7. The Postal Ballot Notice is being sent to all the shareholders electronically, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, March 6, 2026. The members whose names appear in the Register of Members/List of Beneficial Owners as on Friday, March 6, 2026 being the cut-off date, are entitled to vote on the Resolutions set forth in this Postal Ballot Notice.

8. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, March 6, 2026 being the cut-off date fixed for the purpose.

9. The remote e-voting period commences from 9.00 a.m. (IST) on Friday, March 13, 2026 and ends at 5.00 p.m. (IST) on Saturday, April 11, 2026. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change subsequently.

10. A shareholder cannot exercise his/her vote by proxy on Postal Ballot.

11. The Scrutinizer will submit their report to the Chairman or any person authorized by him after completion of the scrutiny and the result of the

Postal Ballot voting process will be declared within two (2) working days from the end of voting period i.e. on or before Tuesday, April 14, 2026.

12. Resolutions passed by shareholders with requisite majority through Postal Ballot shall be deemed to have been passed at a General Meeting of Members convened on that behalf.

13. The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website https://www.firstsource.com/ and on the website of CDSL https://www.evotingindia.com/.

14. Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ARE AS UNDER

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The remote e-voting period commences from 9.00 a.m. (IST) on Friday, March 13, 2026 and ends at 5.00 p.m. (IST) on Saturday, April 11, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, March 6, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulation") and in terms of Section VI-C of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the

participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) Pursuant to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies

	where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open, thereafter you will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service

	provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open, thereafter you will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **Company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.

3. Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly

recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the **EVSN 260310002.**

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only:**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; trravichandran@yahoo.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to fsl@3i-infotech.com .

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

STATEMENT PURSUANT TO THE PROVISIONS OF SECTIONS 102 and 110 OF THE COMPANIES ACT, 2013

Item No. 1

Dr. Rajiv Kumar (DIN: 02385076) was appointed as a Non-Executive, Independent Director of the Company by the Members at the 23rd Annual General Meeting of the Company held on July 30, 2024 for a term of three (3) consecutive years commencing from May 3, 2024 to May 2, 2027.

In terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, the appointment or continuation of the directorship of a Non-Executive Director who has attained the age of 75 years requires the approval of Members by way of a Special Resolution.

Dr. Rajiv Kumar will attain the age of 75 years on July 6, 2026 during his tenure as a Non-Executive, Independent Director. Accordingly, the approval of the Members is required for the continuation of his directorship from the date he attains the age of 75 years until the expiry of his current term on May 2, 2027.

The Board, after due consideration, is of the opinion that Dr. Rajiv Kumar's continued association with the Company would be highly beneficial, given his rich experience, expertise, and valuable guidance. The Board is therefore desirous of continuing to avail his services as a Non-Executive, Independent Director for the remainder of his present term.

Accordingly, the Board recommends the passing of the Special Resolution for the continuation of the directorship of Dr. Rajiv Kumar as a Non-Executive, Independent Director until the expiry of his current term on May 2, 2027 for approval by the Members of the Company.

Dr. Rajiv Kumar may be deemed to be concerned or interested in the said resolution to the extent of his continuation as an Independent Director. None of the other Directors, Key Managerial Personnel of the Company, or their respective relatives are in any way concerned or interested in the resolution set out in the accompanying Notice.

Brief profile of Dr. Rajiv Kumar is given below:

Dr. Rajiv Kumar is the Chairman of Pahle India Foundation, a non-profit making research think tank. He is the former Vice Chairman of NITI Aayog. He is currently Member Global Leadership Council, GASP, New York. He is also a

Director on Parley India Foundation. He also served as the Chancellor of Gokhale Institute of Politics and Economics, Pune and Chairman of the Board of Governors of the Giri Institute of Development Studies, Lucknow.

He has wide experience of having worked in academia, government, industry as well as in multilateral institutions. He started his academic career in Indian Council for Research on International Economic Relations (ICRIER) as a Researcher during 1977-1982. He later became the Director & CEO of ICRIER between 2006 and 2011. He was a Professor at the Indian Institute of Foreign Trade (IIFT) and a Senior Fellow at the Centre for Policy Research (CPR), Delhi.

In the Government Sector, he was Economic Advisor with Department of Economic Affairs (DEA), Ministry of Finance (1991-1995) and Senior Consultant at the Bureau of Industrial Costs and Prices (BICP), Ministry of Industry (1989-1991).

His experience in the multilateral financial institutions was with Asian Development Bank (ADB), Manila, where he spent 10 years before returning to India in 2004. He was also the Chief Economist of the Confederation of Indian Industries (CII) during 2004-2006 and Secretary General of Federation of Indian Chambers of Commerce and Industry (FICCI) during 2011-2013. He served on the Central Boards of State Bank of India for two terms and was also on the Central Board of Reserve Bank of India (RBI).

Dr. Kumar has a Ph.D in Economics from Lucknow University and a D.Phil from Oxford University.

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) is provided under Annexure-I attached to this Notice.

The Board recommends the Special Resolution as set out at Item No. 1 of the Notice for approval of the Members.

Item No. 2

The current term of appointment of Dr. Rajiv Kumar, Non-Executive, Independent Director of the Company will expire on May 2, 2027 by efflux of time. The Nomination and Remuneration Committee of the Board of Directors has recommended re-appointment of Dr. Rajiv Kumar as a Non-Executive, Independent Director for the second term of three (3) consecutive years on the Board of the Company commencing from May 3, 2027 up to May 2, 2030.

The Board, based on the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience and contributions made by him during his tenure, the continued association of Dr. Rajiv Kumar would be beneficial to the Company and, accordingly, it is desirable to continue to avail his services as an Independent Director.

The Company has received the following disclosures from Dr. Rajiv Kumar:

- Consent to act as Director of the Company in terms of Section 152 of the Act and declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act;
- Declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority;
- Declaration that he meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations;
- Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company; and
- Confirmation that he has registered himself with the Independent Directors' databank and satisfied the requirement regarding the online proficiency self-assessment test in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Accordingly, it is proposed to re-appoint Dr. Rajiv Kumar as a Non-Executive, Independent Director of the Company, not liable to retire by rotation and to hold office for three (3) consecutive years on the Board of the Company upto May 2, 2030. Section 149 of the Act and provisions of the SEBI Listing Regulations inter alia prescribe that an Independent Director of a Company shall meet the criteria of independence as provided in Section 149(6) of the Act. Section 149(11) provides that an independent director may hold office up to two consecutive terms. Dr. Rajiv Kumar is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as a Non-Executive, Independent Director.

Brief profile of Dr. Rajiv Kumar is given in Item No. 1.

The Company has also received a notice from a member proposing the candidature of Dr. Rajiv Kumar as a Director of the Company.

In line with the Company's remuneration policy for Independent Directors, Dr. Rajiv Kumar will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors for participation in the Board/Committee meetings.

Copy of the letter of appointment of Dr. Rajiv Kumar, setting out the terms and conditions of appointment as an Independent Director is available for inspection by members electronically.

Further, in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, the appointment continuation of the directorship of a Non-Executive Director who has attained the age of 75 years requires the approval of Members by way of a Special Resolution.

Dr. Rajiv Kumar will attain the age of 75 years on July 6, 2026 as a Non-Executive, Independent Director. Accordingly, the approval of the Members is required for the continuation of directorship of Dr. Rajiv Kumar as a Non-Executive, Independent Director on Board after attaining the age of 75 years.

Accordingly, the Board recommends the passing of the Special Resolution for the re-appointment of Dr. Rajiv Kumar as a Non-Executive, Independent Director of the Company for the second term of 3 (three) consecutive years effective from May 3, 2027 to May 2, 2030 and continuation of his directorship after attainment of 75 years of age for approval by the Members of the Company.

Dr. Rajiv Kumar may be deemed to be concerned or interested in the said resolution to the extent of his continuation as an Independent Director. None of the other Directors, Key Managerial Personnel of the Company, or their respective relatives are in any way concerned or interested in the resolution set out in the accompanying Notice.

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) is provided under Annexure-I attached to this Notice.

The Board recommends the Special Resolution as set out at Item No. 2 of the Notice for approval of the Members.

Item No. 3

The Board, based on the recommendations of the Nomination and Remuneration Committee ("NRC"), has appointed Mr. Paras Kumar Chowdhary (DIN:

00076807) as an Additional Director of the Company (in the capacity of Non-Executive, Independent Director) for the term of three (3) consecutive years commencing from March 5, 2026 to March 4, 2029, not liable to retire by rotation, subject to the approval of the Members of the Company. The Company has received, inter alia, the following consents, declarations and confirmations from Mr. Paras Kumar Chowdhary with regard to the proposed appointment:

- Consent to act as Director of the Company in terms of Section 152 of the Act and declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act;
- Declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority;
- Declaration that he meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations;
- Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company; and
- Confirmation that he has registered himself with the Independent Directors' databank and satisfied the requirement regarding the online proficiency self-assessment test in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Considering the qualifications, positive attributes, experience, expertise and independence of Mr. Paras Kumar Chowdhary, the Board and its Nomination and Remuneration Committee have recommended his appointment as a Non-Executive, Independent Director, not liable to retire by rotation, for a term of three (3) consecutive years commencing from March 5, 2026 to March 4, 2029.

The Board of Directors of the Company believes that Mr. Paras Kumar Chowdhary possesses appropriate skills, experience and knowledge that will add significant value to the Board.

In line with the Company's remuneration policy for Independent Directors, Mr. Paras Kumar Chowdhary will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors for participation in the Board/Committee meetings.

Copy of the letter of appointment of Mr. Paras Kumar Chowdhary, setting out the terms and conditions of appointment as an Independent Director is available for inspection by members electronically.

In the opinion of the Board, Mr. Paras Kumar Chowdhary fulfils the conditions of Independence as specified in the Act and the Listing Regulations for his proposed appointment as a Non-Executive, Independent Director and is independent of the Management.

The Company has received notice in writing under the provisions of Section 160 of the Act from a Member proposing the candidature of Mr. Paras Kumar Chowdhary as a Non-Executive, Independent Director of the Company.

The Board, after due consideration, is of the opinion that Mr. Paras Kumar Chowdhary's appointment in the Company would be highly beneficial, given his rich experience, expertise, and valuable guidance. The Board is therefore desirous of availing his services as a Non-Executive, Independent Director for the term of three (3) years commencing from March 5, 2026 to March 4, 2029.

Further, in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, the appointment or continuation of the directorship of a Non-Executive Director who has attained the age of 75 years requires the approval of Members by way of a Special Resolution.

Mr. Paras Kumar Chowdhary will attain the age of 75 years on October 1, 2026 as a Non-Executive, Independent Director. Accordingly, the approval of the Members is required for the continuation of directorship of Mr. Paras Kumar Chowdhary as a Non-Executive, Independent Director on the Board of the Company after attaining the age of 75 years.

Accordingly, the Board recommends the passing of the Special Resolution for the appointment of Mr. Paras Kumar Chowdhary as a Non-Executive, Independent Director of the Company for the term of three (3) consecutive years commencing from March 5, 2026 to March 4, 2029 and continuation of his directorship after attainment of 75 years of age for approval by the Members of the Company.

Mr. Paras Kumar Chowdhary may be deemed to be concerned or interested in the said resolution to the extent of his continuation as an Independent Director. None of the other Directors, Key Managerial Personnel of the Company, or their respective relatives are in any way concerned or interested in the resolution set out in the accompanying Notice.

Brief profile of Mr. Paras Kumar Chowdhary is given below:

Mr. Paras Kumar Chowdhary, aged 74 years, is a science graduate and a seasoned professional having more than 45 years of experience in strategies, finance, sales and marketing. He served in senior management positions in various conglomerates, notably as Managing Director in CEAT Limited, President & Whole-time Director of Apollo Tyres Limited, etc. At present, Mr. Chowdhary is a Director on the Board of different companies including CEAT Limited, RPG Enterprises Limited and Einzigartig Electoral Trust (Section 8 Company).

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) is provided under Annexure-II attached to this Notice.

The Board recommends the Special Resolution as set out in Item No. 3 of the Notice for approval of the Members.

By order of the Board of Directors
For Firstsource Solutions Limited

Sd/-

Pooja Nambiar
Company Secretary

FCS No. 10710

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Mumbai – 400 063 India
Tel : +91-22-66660888
https://www.firstsource.com/
Email: fsl@3i-infotech.com/
complianceofficer@firstsource.com

Date: March 5, 2026
Place: Mumbai

ANNEXURE - I TO THE NOTICE

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AND ADDITIONAL INFORMATION ON DIRECTOR RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND APPLICABLE SECRETARIAL STANDARDS.

1. DR. RAJIV KUMAR

Brief Resume	As given in Item No. 1 of the Statement
Date of Birth / Age	July 6, 1951/74 years
DIN	02385076
Qualification	Ph.D., Economics and D.Phil.
Nature of expertise in specific functional areas	As mentioned above at Item No. 1 & 2 in the Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013
Justification of his appointment	Refer Item No. 1 & 2 in the Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013
Inter-se relationships with directors and key managerial personnel	None
Listed companies in which Dr. Rajiv Kumar holds directorship and committee membership	Nil
Shareholding in the Company including shareholding as a beneficial owner	Nil
Key terms and conditions of appointment	Appointed as a Non-Executive, Independent Director, not liable to retire by rotation and other terms as mentioned in the statement annexed to the notice. He has been associated with the Company as an Independent Director since May 3, 2024. [Refer Item No. 1 & 2 of the Notice and Statement]
Remuneration proposed to be paid	He will be paid sitting fee as per Nomination and Remuneration Policy of the Company, read with the provisions of the Act
Date of first appointment on Board,	May 3, 2024

Details of remuneration last drawn	Nil
Number of Board meetings attended during FY 2025-26 (upto the date of this Notice)	4
Membership in Board Committees	1. Corporate Social Responsibility Committee – Member
Listed Entities from which Dr. Rajiv Kumar has resigned as Director in past 3 years	1. Pearl Global Industries Limited

2. MR. PARAS KUMAR CHOWDHARY

Brief Resume	As given in Item No. 3 of the Statement
Date of Birth / Age	October 1, 1951/ 74 years
DIN	00076807
Qualification	Bachelor of Science
Nature of expertise in specific functional areas	As mentioned above at Item No.3 in the Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013
Justification of his appointment	Refer Item No. 3 in the Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013
Inter-se relationships with directors and key managerial personnel	None
Listed companies in which Mr. Paras Kumar Chowdhary holds directorship and committee membership	**1. CESC Limited:** • Audit Committee-Member • Nomination and Remuneration Committee- Member • Stakeholders Relationship Committee- Member • Risk Management Committee- Member **2. CEAT Limited:** • Audit Committee-Member • Nomination and Remuneration Committee- Member

Shareholding in the Company including shareholding as a beneficial owner	Nil
Key terms and conditions of appointment	Appointed as a Non-Executive, Independent Director, not liable to retire by rotation and other terms as mentioned in the statement annexed to the notice. [Refer Item No. 3 of the Notice and Statement]
Remuneration proposed to be paid	He will be paid sitting fee as per Nomination and Remuneration Policy of the Company, read with the provisions of the Act
Date of first appointment on Board	March 5, 2026
Details of remuneration last drawn	Nil
Number of Board meetings attended during FY 2025-26 (upto the date of this Notice)	NA
Membership in Board Committees	Nil
Listed Entities from which Mr. Paras Kumar Chowdhary has resigned as Director in past 3 years	PCBL Chemical Limited