

Statement showing Shareholding Pattern

Name of the Company: Firstsource Solutions Limited.

Scrip Code: 532809

Quarter Ended: September 30, 2012

(l)(a) Statement showing Shareholding Pattern

| Name of the Company: Firstsource Solutions Limited | | | |
|--|-------------------------------|---|---|
| Scrip Code: 532809 Quarter Ended : September 2012 | | | |
| Partly paid-up shares:- | No. of Partly paid-up shares | As a % of total no. of Partly paid up shares | As a % of Total no. of shares of the Company |
| Held by Promoter/ Promoter Group | - | - | - |
| Held by Public | - | - | - |
| Total | NIL | NIL | NIL |
| Outstanding Convertible Securities :- | No. of Outstanding Securities | As a % of total no. of Outstanding Convertible securities | As a % of Total no. of shares of the Company , assuming full conversion |
| Held by Promoter/Promoter Group | - | - | - |
| Held by Public* | 72,248,439 | 100 | 14.36 |
| Total | 72,248,439 | 100 | 14.36 |
| Warrants:- | No. of Warrants | As a % of Total No. of Warrants | As a % of Total no. of Shares of the Company , assuming full conversion of Warrants |
| Held by Promoter/ Promoter Group | - | - | - |
| Held by Public | - | - | - |
| Total | NIL | NIL | NIL |
| Total Paid – up Capital of the Company , assuming full conversion of warrants and convertible securities | 503,024,746 | | |

* The Company had issued Zero Coupon Foreign Currency Convertible Bonds (FCCBs) of USD 275 Million on December 3, 2007. The FCCBs have a maturity value of 5 years and 1 day. Upto September 30, 2012 the total amount of FCCBs repurchased and cancelled was USD 105.2 Million and the nominal amount of Bonds outstanding as on that date was USD 169.8 Million.

| Computation of paid up capital of the Company assuming full conversion of warrants and convertible securities | | |
|---|---|---------------------|
| Sr. No. | Particulars | |
| 1. | FCCB outstanding (held by public) on December 3, 2007 | \$ 275 million |
| 2. | Conversion Price per share | Rs. 92.2933 |
| 3. | Fixed Rate of Exchange on conversion | Rs. 39.27 = US \$ 1 |
| 4. | No. of equity shares assuming full conversion of outstanding FCCBs as on December 3, 2007 | 117,010,135 |
| 5. | FCCB outstanding (held by public) as on September 30, 2012 | \$ 169.8 million |
| 6. | No. of equity shares assuming full conversion of outstanding FCCBs as on September 30, 2012 (117,010,135*169.8/275) | 72,248,439 |
| 7. | No. of paid up equity shares as on September 30, 2012 | 430,776,307 |
| 8. | Total no. of paid-up equity shares of the Company, assuming full conversion of warrants and convertible securities for the purpose of percentage of total diluted share/voting capital of the Company (6+7) | 503,024,746 |

| Category code (I) | Category of Shareholder (II) | No. of shareholders (III) | Total no. of shares (IV) | No. of shares held in dematerialized form (V) | Total shareholding as a percentage of total number of shares | | Shares Pledged or otherwise encumbered | |
|-------------------|---|---------------------------|--------------------------|---|--|-------------------------|--|------------------------------|
| | | | | | As a % of (A+B) (VI) | As a % of (A+B+C) (VII) | No. of shares (VIII) | As a % (IX)=(VIII)/(IV)* 100 |
| (A) | Shareholding of Promoter and Promoter Group | | | | | | | |
| 1 | Indian | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | | | | | | | |
| (b) | Central Government/ State Government(s) | | | | | | | |
| (c) | Bodies Corporate | 4 | 7,566,772 | 7,566,772 | 1.75 | 1.75 | 0 | - |
| (d) | Financial Institutions/ Banks - ICICI Bank Limited | 1 | 77,963,491 | 77,963,491 | 18.10 | 18.10 | 0 | - |
| (e) | Any Other | | | | | | | |
| | Sub-Total (A)(1) | 5 | 85,530,263 | 85,530,263 | 19.85 | 19.85 | 0 | - |
| 2 | Foreign | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/ Foreign Individuals) | | | | | | | |
| (b) | Bodies Corporate | | | | | | | |
| (c) | Institutions | | | | | | | |
| (d) | Any Other (specify) | | | | | | | |
| | Sub-Total (A)(2) | | | | | | | |
| | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) | 5 | 85,530,263 | 85,530,263 | 19.85 | 19.85 | 0 | - |
| (B) | Public shareholding | | | | | | | |
| 1 | Institutions | | | | | | | |
| (a) | Mutual Funds | 3 | 7,800,000 | 7,800,000 | 1.81 | 1.81 | 0 | - |
| (b) | Financial Institutions/Banks | 4 | 490,855 | 490,855 | 0.12 | 0.12 | 372,855 | 75.96 |
| (c) | Central Government/ State Government(s) | 0 | 0 | 0 | - | - | 0 | - |
| (d) | Venture Capital Funds | 0 | 0 | 0 | - | - | 0 | - |
| (e) | Insurance Companies | 0 | 0 | 0 | - | - | 0 | - |
| (f) | Foreign Institutional Investors | 5 | 555,364 | 555,364 | 0.13 | 0.13 | 0 | - |
| (g) | Foreign Venture Capital Investors | 0 | 0 | 0 | - | - | 0 | - |
| (h) | Any Other | 0 | 0 | 0 | - | - | 0 | - |
| | Sub-Total (B)(1) | 12 | 8,846,219 | 8,846,219 | 2.06 | 2.06 | 372,855 | 4.21 |

| | | | | | | | | |
|----------|--|----------------|--------------------|--------------------|---------------|---------------|-------------------|-------------|
| 2 | Non-institutions | | | | | | | |
| (a) | Bodies Corporate | 1,744 | 35,400,758 | 35,400,758 | 8.22 | 8.22 | 12,096,331 | 34.17 |
| (b) | Individuals | | | | | | | |
| | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh. | 170,760 | 90,425,564 | 90,415,010 | 20.99 | 20.99 | 911,388 | 1.01 |
| | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 1,462 | 51,233,852 | 51,233,852 | 11.89 | 11.89 | 10,439,76 | 2.04 |
| (c) | Any Other | | | | | | | |
| | i.Foreign Companies | 2 | 159,339,351 | 159,339,351 | 36.99 | 36.99 | 0 | - |
| | ii.Overseas Bodies Corporates | 1 | 300 | 300 | - | - | 0 | - |
| | Sub-Total (B)(2) | 173,969 | 336,399,825 | 336,389,271 | 78.09 | 78.09 | 14,051,695 | 4.18 |
| | Total Public Shareholding (B)= (B)(1)+(B)(2) | 173,981 | 345,246,044 | 345,235,490 | 80.15 | 80.15 | 14,424,550 | 4.18 |
| | TOTAL (A)+(B) | 173,986 | 430,776,307 | 430,765,753 | 100.00 | 100.00 | 14,424,550 | 3.35 |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | 0 | 0 | - | - | - | 0 | - |
| | GRAND TOTAL (A)+(B)+(C) | 173,986 | 430,776,307 | 430,765,753 | 100.00 | 100.00 | 14,424,550 | 3.35 |

(l)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Promoter and Promoter Group”

| Sr. No. (I) | Name of the Shareholder (II) | Details of Shares held | | Encumbered Shares | | | Details of Warrants | | Details of Convertible Securities | | Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|---|--------------------------|---|-------------------|----------------------------|---|-----------------------------|---|-----------------------------------|--|---|
| | | No. of Shares held (III) | As a % of grand total (A)+(B)+ (C) (IV) | No. (V) | As a % (V)/(III)* 100 (VI) | As a % of Grand Total (A)+(B)+ (C) of sub Clause (I)(a) (VII) | No. of Warrants held (VIII) | As a % total no. of warrants of the same class (IX) | No. of Convertible Securities (X) | As a % total no. of convertible Sec of the same class (XI) | |
| 1 | ICICI BANK LTD | 77,963,491 | 18.10 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 15.50 |
| 2 | ICICI PRUDENTIAL LIFE INSURANCE COMPANY LTD | 7,566,372 | 1.75 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 1.50 |
| 3 | ICICI INVESTMENT MANAGEMENT COMPANY LIMITED | 200 | 0.00 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 0 |
| 4 | ICICI SECURITIES LIMITED | 100 | 0.00 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 0 |
| 5 | ICICI TRUSTEESHIP SERVICES LIMITED | 100 | 0.00 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 0 |
| Total | | 85,530,263 | 19.85 | Nil | Nil | Nil | Nil | Nil | Nil | Nil | 17.00 |

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Public” and holding more than 1% of the total number of shares

| Sr. No. | Name of the Shareholder | No. of Shares Held | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Details of Warrants | | Details of Convertible Securities | | Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|--|--------------------|--|-----------------------------|--|-----------------------------------|--|---|
| | | | | No. of Warrants held (VIII) | As a % total no. warrants of the same class (IX) | No. of Convertible Securities (X) | % w.r.t total no. of convertible securities of the same class (XI) | |
| 1 | ARANDA INVESTMENTS (MAURITIUS) PTE LIMITED | 81,073,488 | 18.82 | Nil | Nil | Nil | Nil | 16.12 |
| 2 | METAVANTE INVESTMENTS MAURITIUS LIMITED | 78,265,863 | 18.17 | Nil | Nil | Nil | Nil | 15.56 |
| 3 | TATA TRUSTEE CO. LTD A/C TATA MUTUAL FUND - TATA EQUITY P/E FUND | 6,000,000 | 1.39 | Nil | Nil | Nil | Nil | 1.19 |
| | TOTAL | 165,339,351 | 38.38 | Nil | Nil | Nil | Nil | 32.87 |

(I)c(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons together with PAC) belonging to the category “Public” and holding more than 5% of the total number of shares of the company

| Sr. No. | Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | No. of Shares | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Details of Warrants | | Details of Convertible Securities | | Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|---|--------------------|--|-----------------------------|--|------------------------------------|--|---|
| | | | | No. of Warrants held (VIII) | As a % total no. warrants of the same class (IX) | No. of Convertible Securities held | % w.r.t total no. of convertible securities of the same class (XI) | |
| 1 | ARANDA INVESTMENTS (MAURITIUS) PTE LIMITED | 81,073,488 | 18.82 | Nil | Nil | Nil | Nil | 16.12 |
| 2 | METAVANTE INVESTMENTS MAURITIUS LIMITED | 78,265,863 | 18.17 | Nil | Nil | Nil | Nil | 15.56 |
| | TOTAL | 159,339,351 | 36.99 | Nil | Nil | Nil | Nil | 31.68 |

(I)(d) Statement showing details of locked – in shares

| Sr. No. (I) | Name of the shareholder (II) | Number of locked-in shares (III) | Total shares held - Locked-in shares as a percentage of total number of shares {i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} (III) |
|-------------|------------------------------|----------------------------------|---|
| | Nil | | |
| | TOTAL | | |

(II)(a) Statement showing details of Depository Receipts (DRs) - NIL

| Sr. No. | Type of outstanding DR (ADRs, GDRs, SDRs etc.) | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|--|---------------------------|---|--|
| | Nil | | | |

(II)(b) Statement showing Holding of Depository Receipts (DR's), where underlying shares held by 'Promoter/Promoter Group' are in excess of 1% of the total number of shares - NIL

| Sr. No. | Name of the DR Holder | Type of outstanding DR (ADRs, GDRs, SDRs etc.) | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares (i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above) |
|---------|-----------------------|--|---|--|
| | Nil | | | |

(III)(a) Statement showing the voting pattern of shareholders if more than one class of shares / securities is issued by the Issuer - NA

Note: The Company has only one class of securities i.e. 'Equity Shares'.