



**RP - Sanjiv Goenka
Group**

Growing Legacies



SEC : SKG :31328

October 13, 2018

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: FSL

Dear Sir,

Ref: Symbol – FSL – Disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Sub: Composite Scheme of Arrangement amongst CESC Infrastructure Limited and Spencer's Retail Limited and Music World Retail Limited and Spen Liq Private Limited and New Rising Promoters Private Limited and CESC Limited ("Company") and Haldia Energy Limited and RP-SG Retail Limited RP-SG Business Process Services Limited and Crescent Power Limited and their respective shareholders (the "Scheme").

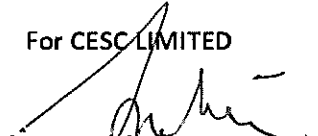
Pursuant to Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as 'SEBI (SAST)') we wish to inform you that we, CESC LIMITED have disposed of shares of FIRSTSOURCE SOLUTIONS LIMITED, a company listed on your esteemed stock exchange with Symbol: FSL on the October 12, 2018 pursuant to Scheme.

Please note that CESC Limited held 37,39,76,673 equity shares of Firstsource Solutions Limited through Spen Liq Private Limited. Pursuant to the Scheme, Spen Liq Private Limited has been amalgamated with RP-SG Business Process Services Limited. In this connection please find enclosed the disclosure as per Regulation 29(2) of the SEBI (SAST).

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For CESC LIMITED

Company Secretary

Encl: As above.

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Firstsource Solutions Ltd		
Name(s) of the Seller and Persons Acting in Concert (PAC) with the Seller	CESC Limited held shares of the TC through Spen Liq Private Limited ¹		
Whether the Seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and the National Stock Exchange of India		
Details of the acquisition-/ disposal as follows	Number	% w.r.t. total share / voting capital wherever applicable (*)	% w.r.t. total diluted share / voting capital of the TC (**)
Before the acquisition / sale under consideration, holding of:			
(a) Shares carrying voting rights	37,39,76,673	54.15	54.15
(b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	-	-	-
(c) Voting rights (VR) otherwise than by shares	-	-	-
(d) Warrants/convertible securities/any other instrument that entitles the Seller to receive shares carrying voting rights in the T C (specify holding in each category)	37,39,76,673	54.15	54.15
(e) Total (a+b+c+d)			
Details of acquisition-/ sale			
(a) Shares carrying voting rights acquired/sold	37,39,76,673	54.15	54.15
(b) VRs acquired / sold otherwise	-	-	-

¹ **Note:** CESC Limited held 37,39,76,673 equity shares of the Target Company through Spen Liq Private Limited. Pursuant to the Scheme, Spen Liq Private Limited has been amalgamated with RP-SG Business Process Services Limited

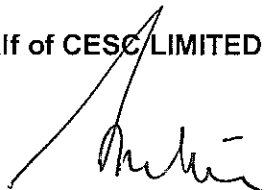
than by shares		-	-
(c) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
(d) Shares encumbered / invoked / released by the seller	37,39,76,673	54.15	54.15
(e) Total (a+b+c+/-d)			
After the acquisition / sale, holding of:	NIL	NIL	NIL
(a) Shares carrying voting rights	NIL	NIL	NIL
(b) Shares encumbered with the seller	NIL	NIL	NIL
(c) VRs otherwise than by shares	NIL	NIL	NIL
(d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
(e) Total (a+b+c+d)			
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.).	Pursuant to the Composite Scheme of Arrangement amongst CESC Infrastructure Limited and Spencer's Retail Limited and Music World Retail Limited and Spen Liq Private Limited and New Rising Promoters Private Limited and CESC Limited and Haldia Energy Limited and RP-SG Retail Limited RP-SG Business Process Services Limited and Crescent Power Limited and their respective shareholders (the "Scheme")		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	October 12, 2018 i.e., the Effective Date of the Scheme		
Equity share capital / total voting capital of the TC before the said	69,05,73,480 Equity Shares of Rs. 10/- each		

acquisition / sale (Number of Shares)	
Equity share capital / total voting capital of the TC after the said acquisition / sale (Number of Shares)	69,05,73,480 Equity Shares of Rs. 10/- each
Total diluted share / voting capital of the TC after the said acquisition / sale (Number of Shares)	69,05,73,480 Equity Shares of Rs. 10/- each

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For and on behalf of CESC LIMITED


Company Secretary

Place: Kolkata

Date: 13.10.2018