HINDUJA GLOBAL SOLUTIONS

September 28, 2019

BSE Limited
Corporate Relation Dept.
P. J. Towers, Dalal Street
Mumbai 400 001.
Scrip Code : 532859

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051.
Symbol : HGS

Dear Sirs,

Sub: **Summary of the Proceedings of the Twenty Fourth Annual General Meeting (AGM) of the Members of the Company held on September 28, 2019- Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

As required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed is the summary of Proceedings of the Twenty Fourth Annual General Meeting (AGM) of the Members of the Company held on September 28, 2019.

This is for your information and records.

Thanking you,

Yours faithfully,
For Hinduja Global Solutions Limited

Makarand Dewal
Company Secretary

Encl : a/a.

SUMMARY OF THE PROCEEDINGS OF THE TWENTY FOURTH ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUJA GLOBAL SOLUTIONS LIMITED HELD ON SATURDAY, SEPTEMBER 28, 2019 AT 4:00 P.M. AT THE HALL OF CULTURE, NEHRU CENTRE, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018.

The Twenty Fourth Annual General Meeting ("AGM") of the Members of Hinduja Global Solutions Limited ("the Company") was held on Saturday, September 28, 2019 at 4.00 P.M (IST) at the Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai 400 018.

Pursuant to Article 105 of the Articles of Association of the Company, Directors present at the AGM elected Mr. Anil Harish, Director (who is Chairman of the Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee) as the Chairperson of the AGM. Mr. Anil Harish, Director agreed to do so and then presided over the meeting. He informed that it was 4:00 p.m. and welcomed the Members to the Twenty Fourth AGM of the Company. Since the requisite quorum was present, the Chairman called the meeting to order and requested Members for their co-operation and support in the smooth conduct of the Meeting.

Thereafter the Chairman introduced his colleagues on the Dais, Partner of the Statutory Auditors, CFO, EVP – Legal, Compliance & Secretarial and Company Secretary to the Members. He then informed about the changes that took place in the Board of Director since last AGM.

The Chairman then indicated the names of signed documents and the Registers which were open and accessible to the Members for inspection during the continuance of the Meeting. He then gave details of proxies and Resolutions relating to Representation of Corporate Entities received by the Company. With the permission of the Members, the Notice dated August 23, 2019 convening the Twenty Fourth AGM and the Addendum dated September 04, 2019 to Notice, together with the Annual Report 2018-19 were taken as read. The Chairman confirmed that Auditor's Report on Financial Statements and Secretarial Auditor's Report for the Financial Year ended March 31, 2019 do not contain any qualifications or adverse remarks and the said Reports are open and accessible to Members for inspection during the continuance of the Meeting. The Chairman then requested Mr. Partha DeSarkar, Executive Director to make a presentation on the Company's business and operations. The Executive Director made presentation on the Company's business and operations and also on the CSR and Community initiatives undertaken by the Company with the voluntary engagement of employees in geographies in which the Company operates.

The Chairman then invited Members to ask questions, seek clarifications and give comments and suggestions on the Financial Results and operations of the Company. Certain Members (Speakers) asked questions, made suggestions, etc. The Chairman then responded to certain queries and requested Executive Director to respond to certain questions. The Executive Director adequately responded to the same.

The Chairman informed that facility to cast votes electronically from a place other than the venue of the Meeting (remote e-voting) had been provided to the Members on all proposals/ resolutions set forth in the Notice of the AGM dated August 23, 2019 and the Addendum dated September 04, 2019 to Notice. He further stated that the Members, who were present

HINDUJA GLOBAL SOLUTIONS LTD. HINDUJA HOUSE, 171, DR. A. B. RD., WORLI, MUMBAI - 18.

HINDUJA GLOBAL SOLUTIONS LIMITED
Regd. Office: Hinduja House, No. 171, Dr. Annie Besant Road, Worli, Mumbai - 400 018. India. Telephone: 91-022-2496 0707, Fax: 91-22-2497 4208, Website: www.teamhgs.com
Corporate Office: Gold Hill Square Software Park, No. 690, 1st Floor, Hosur Road, Bommanahalli, Bengaluru - 560 068. India. Telephone: 91-80-4643 1000 / 4643 1222
Corporate Identity Numbe:L92199MH1995PLC084610

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at the AGM and who had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through Ballot Paper.

The following items of business, as per the Notice of the AGM dated August 23, 2019 and the Addendum to Notice dated September 04, 2019, were transacted at the Meeting:

1. Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2019 and the Reports of the Directors and Auditors thereon.
2. Approval of final dividend of Rs. 2.50 per equity share of Rs. 10 each for the financial year ended March 31, 2019 and confirmation of three interim dividends aggregating to Rs. 7.50 per equity share of Rs. 10/- each, already paid for and during the Financial Year ended March 31, 2019.
3. Re-appointment of Mr. Yashodhan Madhusudan Kale (DIN: 00013782), as a Director of the Company liable to retire by rotation.
4. Appointment of Ms. Bhumika Batra (DIN: 03502004), as a Director and also as an Independent Director of the Company, not liable to retire by rotation for a term of five (5) consecutive years effective from September 04, 2019 to September 03, 2024 (both days inclusive).
5. Appointment of Mr. Partha DeSarkar (DIN: 00761144) as a Director of the Company, liable to retire by rotation and also as an Executive Director (Whole Time Director) of the Company for a term of five (5) years effective from September 04, 2019 to September 03, 2024 (both days inclusive) and payment of remuneration to him.

The Chairman informed that the Board of Directors had appointed Ms. Rupal D. Jhaveri, Practicing Company Secretary, as the Scrutinizer to supervise and scrutinize the voting at the Meeting through Ballot Paper and the remote e-voting process in a fair and transparent manner. The Chairman further informed that results of the voting would be declared within 48 hours of the conclusion of the Meeting.

The Chairman then requested Ms. Rupal D. Jhaveri and her team to conduct/demonstrate the process of voting by postal ballot. He then requested Members to cast their votes through ballot in the ballot box. After the completion of voting through Ballot Paper and since business of the Meeting as per the Notice dated August 23, 2019 and the Addendum dated September 04, 2019 to Notice was duly transacted, the Chairman declared the Meeting closed and thanked Members for their cooperation and support for smooth conduct of the Meeting.

This is for your information and records.

Yours truly,
For **Hinduja Global Solutions Limited**

Makarand Dewal
Company Secretary

September 28, 2019

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