RP-SG BUSINESS PROCESS SERVICES LIMITED

CIN : U74999WB2017PLC219318
Registered Office :
CESC House, Chowringhee Square, Kolkata-700001,
E-mail :secretarial@rp-sg.in, Phone No: 033-22040684

October 13, 2018

National Stock Exchange of India Limited
Exchange Plaza, Sth 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 10(6) 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 10(6) 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, RP-SG BUSINESS PROCESS SERVICES LIMITED have acquired shares of FIRSTSOURCE SOLUTIONS LIMITED, a company listed on your esteemed stock exchange with Symbol: FSL on the October 12, 2018 pursuant to Scheme. In this connection please find enclosed the disclosure as per Regulation 10(6) of the SEBI (SAST).

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

Thanking you,

Yours faithfully,

For RP-SG BUSINESS PROCESS SERVICES LIMITED

Authorised Signatory

Encl: As above.

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Firstsource Solutions Ltd	
2.	Name of the acquirer(s)	RP-SG Business Process Services Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and the National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	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")	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(iii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Not applicable	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made[1]
	a. Name of the transferor / seller	Not applicable	CESC Limited through Spen Liq Private Limited[2]
	b. Date of acquisition	Not applicable	October 12, 2018
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not applicable	37,39,76,673 equity shares
	d. Total shares proposed to be acquired /	Not applicable	37,39,76,673 equity shares

[1] **Note:** The disclosure under Regulation 10(5) is not required for the current transaction. Disclosure is required for Regulation 10(6) and the same is being made under this column for completeness purposes.

[2] **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

	actually acquired as a % of diluted share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired			As determined in the Scheme	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Each Acquirer / Transferee(*)	NIL	NIL	37,39,76,673	54.15
	– Each Seller / Transferor	37,39,76,673	54.15	NIL	NIL

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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For RP-SG Business Process Services Limited

Authorised Signatory

13.10.2018