NOTICE

NOTICE is hereby given that First (01/2025-26) Extraordinary General Meeting (EGM) of the Equity Shareholders of **Teleperformance Business Services India Private Limited (formerly known as Teleperformance Business Services India Limited) ("the Company")** will be held **at Shorter Notice** on **Tuesday, March 10, 2026** at the **Registered Office** of the Company situated at Teleperformance Towers, Plot CST No. 1406 - A / 28, Mindspace, Goregaon (West), Mumbai – 400 104, Maharashtra, India at 03:00 P.M. (IST) to consider and transact the following Special Business:

To consider and approve Extension of Redemption Period of 8% Non-Convertible Cumulative Redeemable Preference Shares ("NCRPS") – Series A and Series B

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

"RESOLVED THAT pursuant to provisions of Sections 48 and 55 of the Companies Act, 2013 ("the Act") and other applicable provisions of the Act read with relevant rules and regulations made thereunder, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the provisions of the Articles of Association of the Company and approval of NCRPS holders, the members of the Company be and hereby approves further extension of redemption period of 21,30,00,000, 8% NCRPS – Series A of Rs. 10/- each and 10,00,00,000, 8% NCRPS – Series B of Rs. 10/- each, which were earlier extended for a period of 2 years via consent from NCRPS holder dated March 05, 2024 and equity shareholders' approval dated March 07, 2024, for a further period of 5 years from the date of allotment (i.e. from 9 years to 14 years) as detailed out below subject to receipt of consent from such NCRPS holder and approval of equity shareholders. Further, there shall be no change in other terms and conditions of the NCRPS vis-a-vis that at the time of issue.

Particulars of Preference Shares	No of Preference Shares	Date of Allotment	Original Date of Redemption – 7 years	Extended date of redemption – 9 years	Further Extended date of redemption – 14 years
8% NCRPS - Series A	10,00,00,000	March 15, 2017	March 14, 2024	March 14, 2026	March 14, 2031
8% NCRPS - Series A	11,30,00,000	March 16, 2017	March 15, 2024	March 15, 2026	March 15, 2031
8% NCRPS - Series B	2,00,00,000	March 15, 2017	March 14, 2024	March 14, 2026	March 14, 2031
8% NCRPS - Series B	90,00,000	June 27, 2017	June 26, 2024	June 26, 2026	June 26, 2031
8% NCRPS - Series B	2,20,00,000	March 23, 2018	March 22, 2025	March 22, 2027	March 22, 2032
8% NCRPS - Series B	4,90,00,000	March 15, 2019	March 14, 2026	March 14, 2028	March 14, 2033

RESOLVED FURTHER THAT any Director and/or Mr. Padambhushan Jogani, Chief Financial Officer and/or Mrs. Damandeep Kaur, Authorised Signatory and/or Ms. Monaz A. Anklesaria, Authorised Signatory and/or Mr. Vishal Chhabra, Authorised Signatory of the Company (collectively "Authorised Persons") be and are hereby *severally* authorized to sign, submit/file necessary e-forms/web based forms including Form MGT-14 and other applicable forms with the Registrar of Companies and do all such acts, deeds, matters and things as may be necessary to give effect to the foregoing resolution;

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and is hereby authorized to certify a copy of this resolution and furnish to all as may be necessary.**"**

For and on behalf of
For Teleperformance Business Services India Private Limited
(formerly known as Teleperformance Business Services India Limited)

SAKSHI NAGPAL
Digitally signed by SAKSHI NAGPAL
Date: 2026.03.06 18:54:42 +05'30'

Sakshi Nagpal
Director
DIN: 09432116
Add: Teleperformance Towers, Plot CST No. 1406 - A/28, Mindspace, Goregaon (West), Mumbai – 400104, Maharashtra, India

Date: March 6, 2026

NOTES:

(a) The Notice is issued pursuant to the provisions of Section 101 of the Companies Act, 2013 and the Articles of Association of the Company;

(b) The Notice of the EGM is being sent through hand delivery or electronic mode to those Equity Shareholders whose e-mail addresses are available with the Company unless a member requests for physical copy;

(c) An Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed hereto as **Annexure A**. The explanatory statement as required under Section 102(1) of the Companies Act, 2013 in respect of the special business is annexed hereto and forms an integral part of the notice.

(d) Pursuant to the provisions of the Companies Act, 2013, an Equity Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote instead of himself only on a poll and the proxy (ies) need not be a member. A proxy form is attached herewith as **Annexure B**.

(e) The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable;

(f) Members/Proxies should bring the Attendance Slips duly filled-in for attending the meeting. Attendance Slips is enclosed herewith as **Annexure C;**

(g) Corporate Shareholders intending to send their Authorized Representatives to attend the Meeting are requested to send a certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote on their behalf at the meeting.

(h) Route Map is enclosed herewith as **Annexure D**

(i) As the EGM of the Company has been called on a shorter notice, Equity Shareholders of the Company are requested to give their consent in the prescribed format enclosed with the notice as **Annexure E** and submit the same electronically at vishal.chhabra@teleperformance.com (Designated Email), to conduct the Extra-Ordinary General Meeting.

(j) All the documents mentioned in this Notice, the explanatory statement and statutory registers are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

Annexure A

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER:

To consider and approve Extension of Redemption Period of 8% Non-Convertible Cumulative Redeemable Preference Shares ("NCRPS") – Series A and Series B

The following statement sets out the material facts concerning the special business mentioned in the accompanying Notice and to be transacted at the EGM.

The Equity Shareholders of the Company are informed that the Company had issued 21,30,00,000, 8% Non-Convertible Cumulative Redeemable Preference Shares – Series A of Rs. 10/- each and 10,00,00,000, 8% Non-Convertible Cumulative Redeemable Preference Shares – Series B of Rs. 10/- each [collectively "NCRPS"] on or after March 15, 2017, to be redeemed on the expiry of 7 years from the date of allotment. In March 2024, this redemption period was subsequently extended by an additional 2 years, making the total redemption period 9 years, which fell due in March 2026. However, considering the current financial position of the Company and in view of carried over losses resulting in inability of the Company to redeem the NCRPS, the Board of Directors approached the NCRPS holder for further extension of redemption period of the NCRPS for additional 5 years. The Board is of the opinion that the above proposal would be in the best interest of the Company and its Shareholders.

Accordingly, approval of the Board of Directors was obtained in their meeting held on March 05, 2026, wherein the Board approved the proposal for extension of the redemption period of the said NCRPS and recommended passing of the resolution as a Special Resolution by the Equity Shareholders of the Company.

None of the Directors or Key Managerial Persons of the Company, or their relatives, are in any way concerned or interested in this Resolution.

For and on behalf of
For Teleperformance Business Services India Private Limited
(formerly known as Teleperformance Business Services India Limited)

SAKSHI NAGPAL
Digitally signed by SAKSHI NAGPAL
Date: 2026.03.06 19:25:30 +05'30'

Sakshi Nagpal
Director
DIN: 09432116
Add: Teleperformance Towers, Plot CST No. 1406 - A/28, Mindspace, Goregaon (West), Mumbai – 400104, Maharashtra, India

Date: March 6, 2026

Annexure B

Form No. MGT-11
Proxy Form
[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	U72900MH2005PTC157255
Name of the Company	:	Teleperformance Business Services India Private Limited (formerly known as Teleperformance Business Services India Limited)
Registered office	:	Teleperformance Towers, Plot CST No. 1406-A/28 Mindspace, Goregaon (West), Mumbai – 400 104, Maharashtra, India

Name of the Equity shareholder(s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member (s) of ………… shares of Rs. 10/- each of the above-named company hereby appoint:

1. Name:
   Address:
   E-mail Id:
   Signature:…………………., or failing him

2. Name:
   Address:
   E-mail Id:
   Signature:…………………., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the First (01/2025-26) Extra-Ordinary General Meeting of the Company, to be held at shorter notice on Tuesday, March 10, 2026 at 03:00 P.M. (IST) at the registered office of the Company situated at Teleperformance Towers, Plot CST No. 1406 - A / 28 Mindspace, Goregaon (West) Mumbai – 400 104, Maharashtra, India and at any adjournment thereof in respect of such resolution, as are indicated below:

Sr. No.	**Special Resolution**
1.	To consider and approve Extension of Redemption Period of 8% Non-Convertible Cumulative Redeemable Preference Shares ("NCRPS") – Series A and Series B

Signed this …… day of………….. 2026

Affix a Revenue Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Annexure C

Attendance Slip

Time:
Place:

FULL NAME OF THE FIRST SHAREHOLDER: ……………………….
Joint Shareholders, if any……………
Father's/Husband name……………..
Address in full………………………

FULL NAME(S) OF THE PERSON ATTENDING THE MEETING AS A PROXY ---------------

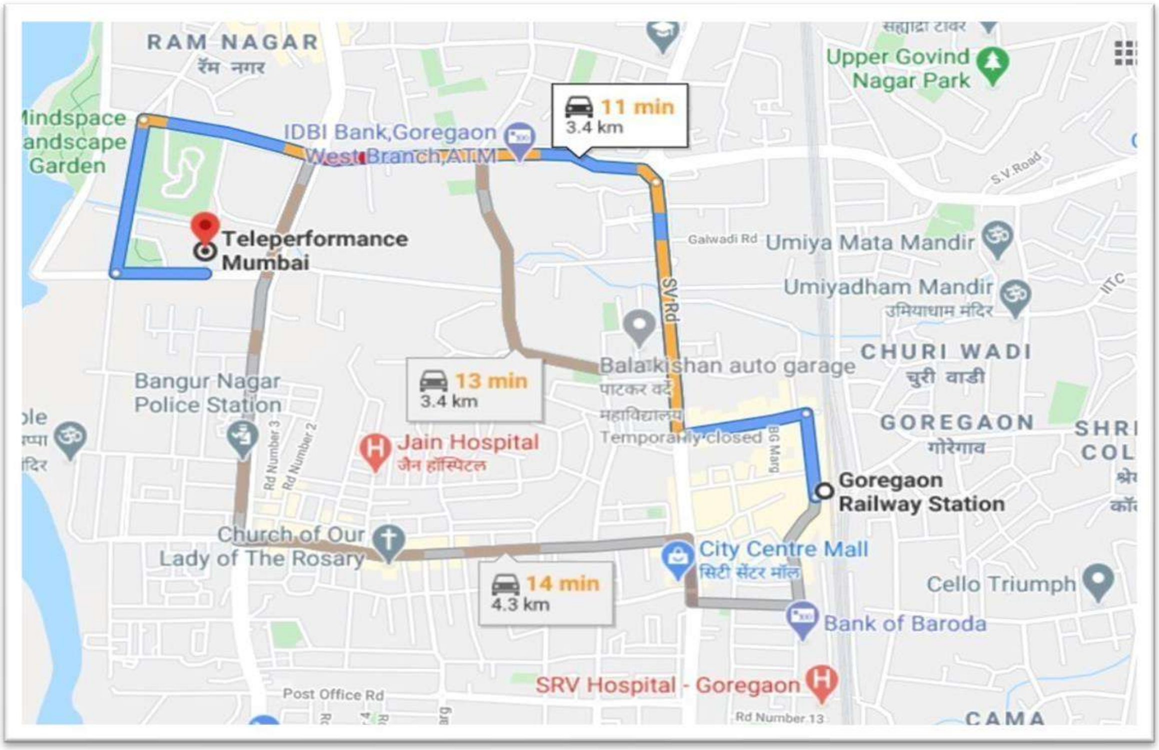
I/We hereby record my /our attendance at the First (01/2025-26) Extraordinary General Meeting of the Company to be held at shorter notice on Tuesday, March 10, 2026 at 03:00 P.M. (IST) at the Registered office of the company situated at Teleperformance Towers, Plot CST No. 1406-A/28, Mindspace Goregaon (West) Mumbai – 400104, Maharashtra, India.

Folio No. : No of Shares held:

____
Signature of the Member / Proxy

Annexure D

Route Map of First (01/2025-26) Extraordinary General Meeting:



Teleperformance Business Services India Private Limited (formerly known as Teleperformance Business Services India Limited)
Registered Office: Teleperformance Towers, Plot CST No.1406-A/28, Mindspace, Goregaon- West, Mumbai - 400104, Maharashtra, India
Tel: +91-22-66776210 I **Fax**: +91-22-66778210 I **CIN**: U72900MH2005PTC157255 I **Email**: contactus@teleperformance.com

<u>Annexure E</u>

Consent of Equity Shareholder for Shorter Notice
[Pursuant to Section 101(1) of Companies Act, 2013]

To,
The Board of Directors,
Teleperformance Business Services India Private Limited
(formerly known as Teleperformance Business Services India Limited)
Registered office: Teleperformance Towers,
Plot CST No. 1406 - A / 28 Mindspace,
Goregaon (West) Mumbai – 400 104,
Maharashtra, India.

Dear Sir/Ma'am,

I/We, ____________________, holding ________________ equity shares in Teleperformance Business Services India Private Limited (formerly known as Teleperformance Business Services India Limited) ("the Company"), do hereby give consent pursuant to Section 101(1) of the Indian Companies Act, 2013, to hold the First (01/2025-26) Extra-Ordinary General Meeting on Tuesday, March 10, 2026 at 03:00 P.M. (IST) at the registered office of the Company situated at Teleperformance Towers, Plot CST No. 1406 - A / 28 Mindspace, Goregaon (West) Mumbai – 400 104, Maharashtra, India at Shorter Notice to consider the business as detailed in the notice of Extra-Ordinary General Meeting

Thanking You,

Yours faithfully,

____
[Name]
(_______________)

Date:
Place:

Teleperformance Business Services India Private Limited (formerly known as Teleperformance Business Services India Limited)
Registered Office: Teleperformance Towers, Plot CST No.1406-A/28, Mindspace, Goregaon- West, Mumbai - 400104, Maharashtra, India
Tel: +91-22-66776210 I **Fax**: +91-22-66778210 I **CIN**: U72900MH2005PTC157255 I **Email**: contactus@teleperformance.com