September 1, 2026

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: Notice of the 31st Annual General Meeting to be held on Friday, September 25, 2026

Pursuant to Regulation 30 read with Schedule III, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice of 31st Annual General Meeting ('AGM') of Hinduja Global Solutions Limited ('the Company') to be held on Friday, September 25, 2026 at 5.00 pm IST which is being dispatched along with Annual Report 2025-26 through electronic mode to those Members whose email addresses are registered with the Company / Registrar & Transfer Agent or Depositories. Shareholders are requested to kindly refer the Notice of the AGM for detailed procedure of casting the votes through e-voting.

Notice of the 31st AGM is also available on the website of the Company at https://hgs.com/reports/2026/09/Notice-of-31st-Annual-General-Meeting.pdf

Brief details of businesses proposed to be transacted at the 31st AGM are provided in Annexure A.

You are requested to kindly take the above on record.

Thanking you,

For **Hinduja Global Solutions Limited**

NARENDRA SINGH
Digitally signed by NARENDRA SINGH
Date: 2026.09.01 17:59:15 +05'30'

Narendra Singh
Company Secretary
F4853

Encl: As above

Annexure A

Sr. No	Resolutions Description	Type of Resolution (Ordinary/Special)
1	To receive, consider and adopt: a) the audited financial statements of the Company for the financial year ended March 31, 2026, along with the reports of the Board of Directors and the Auditors thereon; and b) the audited consolidated financial statements of the Company and its subsidiaries for the financial year ended March 31, 2026, along with the report of the Auditors thereon.	Ordinary
2	To declare a final dividend of ₹ 5 per equity share (on an equity share of par value of ₹ 10/- each) for the financial year ended March 31, 2026.	Ordinary
3	To consider the appointment of a Director in place of Mr. Amit Saharia (DIN:10652099), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4	Ratification of the remuneration payable to Cost Auditors for the financial year ending March 31, 2027.	Ordinary

HINDUJA GLOBAL SOLUTIONS LIMITED

CIN: L92199MH1995PLC084610
Registered Office: Tower C, 1st Floor, Plot C-21, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Phone No.: 022-6136 0407 | E-mail Id: investor.relations@hgs.com | Website: www.hgs.com

NOTICE

NOTICE is hereby given that 31st Annual General Meeting ('AGM') of the Members of **Hinduja Global Solutions Limited** ('the Company' or 'HGS') will be held on **Friday, September 25, 2026, at 5.00 p.m. IST** through Video Conferencing / Other Audio-Visual Means ('VC' or 'OAVM') to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt:

a) the audited financial statements of the Company for the financial year ended March 31, 2026, along with the reports of the Board of Directors and the Auditors thereon; and

b) the audited consolidated financial statements of the Company and its subsidiaries for the financial year ended March 31, 2026, along with the report of the Auditors thereon.

2. To declare a final dividend of Rs. 5 per equity share (on an equity share of par value of ₹ 10/- each) for the financial year ended March 31, 2026.

3. To consider the appointment of a Director in place of Mr. Amit Saharia (DIN:10652099), who retires by rotation and being eligible, offers himself for re-appointment.

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Amit Saharia (DIN: 10652099), who retires by rotation, be and is hereby re-appointed as a director (Non-Executive & Non-Independent Director) liable to retire by rotation."

SPECIAL BUSINESS

4. Ratification of the remuneration payable to Cost Auditors for the financial year ending March 31, 2027.

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 148 and Rule 6 of the Companies (Cost Records and Audit) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. ABK & Associates, Cost Accountants [Firm Registration No. 000036], Cost Auditors appointed by the Board of Directors of the Company to conduct audit of the cost records maintained by the Company for the financial year ending March 31, 2027, be paid remuneration of ₹ 50,000/- plus applicable taxes and out-of-pocket expenses incurred by them for the purpose of Audit, and the same be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors or Chief Financial Officer or Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary and desirable to give effect to this Resolution."

By Order of the Board
For **Hinduja Global Solutions Limited**

Sd/-
Narendra Singh
Company Secretary
F4853

Place: Mumbai
Date : August 7, 2026

NOTES:

1. The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 20/2020 dated May 05, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') has allowed the companies to conduct the Annual General Meeting ('AGM') through Video Conferencing or Other Audio-Visual Means ('VC'). In compliance with these MCA Circulars, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), 31st AGM of the Company shall be conducted through VC on Friday, September 25, 2026, at 5.00 p.m. IST.

2. The registered office of the Company shall be the deemed venue for the AGM. National Securities Depository Limited ('NSDL') will be providing facility for remote e-Voting, participation in the AGM through VC and e-Voting during the AGM. The Company has also published an advertisement in newspapers containing the details about the AGM i.e., the conduct of the AGM through VC, date and time of the AGM, availability of the notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/ RTA and other related matters as may be required.

3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since the 31st AGM is being held through VC in compliance with the MCA Circulars, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for 31st AGM. Hence, the Proxy Form and Attendance Slip, including Route Map, are not annexed to this Notice.

4. An Explanatory Statement pursuant to Section 102 of the Act setting out details relating to Special Business appearing under Item No. 4 of the accompanying Notice, is annexed hereto. In accordance with Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, the relevant details relating to Item No. 3 in respect of the Director seeking re-appointment at this AGM is annexed hereunder and is also appearing in the Board's Report forming part of Annual Report 2025-26. Further, requisite declaration/ confirmation have been received from the Director seeking re-appointment. The matters under Special Businesses of the AGM Notice are considered to be unavoidable by the Board of Directors of the Company and hence included.

5. Members attending 31st AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, September 18, 2026.

6. Institutional investors and Corporate Members are encouraged to attend and vote at 31st AGM through VC. Institutional investors and Corporate Members (i.e., other than individuals, HUF's, NRI's etc.) intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC or to vote through remote e-voting are requested to send a scanned copy (PDF/ JPEG format) of the Board resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act to Scrutinizer Mr. Virendra Bhatt at e-mail: bhattvirendra1945@yahoo.co.in or send to the Company by e-mail at: investor.relations@hgs.com

7. In case of joint holders, Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

BOOK CLOSURE, RECORD DATE AND DIVIDEND

8. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 19, 2026, to Monday, September 21, 2026 (both days inclusive) for the purpose of AGM.

9. The Company has fixed **Friday, September 18, 2026,** as the **'Record Date'** for the purpose of determining the members eligible to receive dividend for FY 2025-26

10. The final dividend of ₹ 5 per equity share of ₹10 each (50%), if approved at the AGM, will be paid subject to the deduction of tax at source ('TDS') within thirty days from the date of declaration by the Shareholders to the Members whose names are borne on the Company's Register of Members as on Record Date i.e. September 18, 2026. In respect of Shares held in dematerialised form, the Dividend will be paid on the basis of list of Beneficial ownership furnished by the National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on the aforesaid Record Date.

11. Members are requested to register / update their complete bank details with their Depository Participant(s), if shares are held in dematerialized mode, by submitting forms and documents as may be required by the Depository Participant(s). Payment of dividend shall be made through electronic mode to those members, holding shares in dematerialised mode, who have updated their bank account details.

12. As per the Master Circular for Registrars to an Issue and Share Transfer Agents dated February 6, 2026, issued by SEBI, payment of dividend to members holding shares in physical mode shall only be made electronically. Such payment shall be made only after they have furnished their Permanent Account Number, Contact Details (Postal Address, Mobile Number and E-mail), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company / Registrar and Share Transfer Agent of the Company. In this regard the Company had sent letter, emails and SMS to its members for furnishing the required details. Please refer to SEBI FAQs by accessing the link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf.

13. In accordance with the provisions of the Income Tax Act, 2025 read with Income Tax Rules, 2026, as amended, and read with the provisions of the Finance Act, 2020, with effect from April 1, 2020, dividend declared and paid by the Company shall be taxable in the hands of the shareholders. Members are requested to complete and/or update their residential status, Permanent Account Number ('PAN'), category as per the Income-tax Act, and other relevant details with their Depository Participants ('DPs') or, in case the shares are held in physical form, with the Company/ Registrar and Share Transfer Agent ('RTA'), KFin Technologies Limited, by sending the requisite documents to investor.relations@hgs.com/einward.ris@kfintech.com or by visiting https://ris.kfintech.com/form15/ on or before August 31, 2026 to enable the Company to determine and deduct the appropriate TDS/withholding tax. No communication/documents for tax determination or deduction received after September 10, 2026, shall be considered.

14. SEBI has mandated submission of Permanent Account Number ('PAN') by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA.

15. Members who hold shares in dematerialized form and want to provide/ change/ correct the bank account details should send the same immediately to their concerned DP and not to the Company. The Company will not entertain any such request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of dividends, RTA is obligated to use only the data provided by the Depositories, in case of dematerialized shares.

16. Members holding shares in physical form are requested to notify/ send the following to the Company's RTA, i.e., KFin Technologies Limited (Unit: Hinduja Global Solutions Limited), Selenium Tower B, 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad Rangareddi, Telangana - 500032 to facilitate better service:
    i) Any change in their address/ mandate/ bank details/ email address;
    ii) Particulars of their bank account, in case the same have not been sent earlier; and
    iii) Share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of names for consolidation of such shareholdings into one account.

DISPATCH OF ANNUAL REPORT THROUGH EMAIL AND REGISTRATION OF EMAIL ID

17. In compliance with the Circulars issued by MCA and SEBI, Notice of 31st AGM along with the Annual Report for FY 2025-26 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that the Notice and Annual Report 2025-26 is also be available on the Company's website at https://hgs.com/investors/annual-reports-hgsl/ websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at https://www.bseindia.com/ and https://www.nseindia.com/ respectively, and on the website of NSDL at www.evoting.nsdl.com

18. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's RTA, i.e., KFin Technologies Limited, Selenium Tower B, 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad Rangareddi, Telangana - 500032.

19. In compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, communication notifying that the Notice of 31st AGM along with the Annual Report for FY 2025-26 can be accessed through the weblink which is being sent separately to those shareholders who have not registered their E-mail IDs either with the Company or with any Depository.

20. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their question(s) in writing to the Company Secretary at least 7 (seven) days before the date of the AGM, so that, the requested information may be made available at the Meeting.

REGISTRATION OF PAN, KYC DETAILS AND NOMINATION BY PHYSICAL SHAREHOLDERS

21. SEBI, vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, as amended, has mandated registration of PAN, KYC details (viz., i. Contact details, ii. Mobile No., iii. Bank Account details, iv. Signature) and Choice of Nomination, by holders of physical securities. Further, Members who hold shares in physical form and whose folios are not updated with any of the above details, shall be eligible to get dividend only in electronic mode with effect from 1st April, 2024.

    The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing the aforesaid details. This communication was also intimated to the Stock Exchanges and available on the website of the Company. In view of this requirement and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are once again requested to update their KYC details (through Form ISR-1, Form ISR-2 and Form ISR-3, as applicable) and may consider converting their holdings to dematerialized form. Members can download Forms to make their service request with RTA from link https://hgs.com/investors/kyc-documents/ or contact the Company's RTA - KFin Technologies Limited at einward.ris@kfintech.com for assistance in this regard.

22. As per the provisions of the Act and applicable SEBI Circular, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with KFin or make cancellation/ changes to their nomination details through Form SH-14. Members can also opt out of nomination through Form ISR-3. In respect of shares held in dematerialised form, the nomination form may be filed with the respective DPs and not to the Company or KFin. The relevant forms are available on the Company's website at https://hgs.com/investors/kyc-documents/

23. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company and the Company's RTA of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings may be verified from time to time.

24. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its RTA or the concerned DP(s), as the case may be:-
    a) the change in the residential status on return to India for permanent settlement, and
    b) the particulars of the NRE account with a Bank in India, if not furnished earlier.

25. SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for investors to raise disputes arising in the Indian Securities Market.

    After exhausting the options to resolve their grievances directly with the Company/ RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR Portal, as provided by SEBI vide circulated dated February 6, 2026.

SPECIAL WINDOW FOR RE-LODGEMENT OF TRANSFER REQUESTS OF PHYSICAL SHARES

26. SEBI vide Circular dated January 30, 2026, has provided a special window for transfer and dematerialisation of physical securities, including re-lodgement of transfer deeds, which were lodged prior to the deadline of April 1, 2019 and rejected/ returned/ not attended due to deficiency in the documents/ process/ or otherwise, for a further period of one year from February 5, 2026 to February 4, 2027, in order to facilitate ease of investing for investors and to secure the rights of investors in the securities which were purchased by them.

    During this special window, the securities transferred pursuant to the said circular shall be issued only in dematerialised form after following the due process prescribed for transfer and dematerialisation of physical securities.

    In view of this, the concerned investors are requested to submit their transfer requests, including re-lodgement of previously rejected, returned or unattended transfer requests along with the requisite documents, to our Registrar and Share Transfer Agenda (RTA), KFin Technologies Limited Selenium building, Tower B, Plot 31 - 32 Financial District, Nanakramguda, Serilingampally Hyderabad, Rangareddi, Telangana - 500032 Tel No: 040-67162222 E-mail: einward.ris@kfintech.com within the above mentioned period. Relevant investors are encouraged to take advantage of this one-time window.

INVESTOR EDUCATION AND PROTECTION FUND (IEPF) RELATED INFORMATION

27. Members who wish to claim their unclaimed dividend are requested to either correspond with the Corporate Secretarial Department at the Company's Registered Office or the Company's RTA, i.e., KFin for encashment before the due dates. The details of unclaimed dividends are available on the Company's website at www.hgs.com Members are requested to note that the dividend remaining unclaimed for a period of seven (7) consecutive years from the date of transfer to the Company's Unpaid dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF). In

addition, all shares in respect of which dividend has not been claimed for seven (7) consecutive years or more shall be transferred to demat account of the IEPF Authority within a period of thirty (30) days of such shares becoming due to be transferred.

In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website http://www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

28. Pursuant to the Rule 5(8) of the Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company as on September 25, 2025 (i.e. date of last Annual General Meeting) on its website at https://hgs.com/investors/other-reports/#toggle-id-7 and also on the website of the Ministry of Corporate Affairs.

PROCEDURE FOR INSPECTION OF DOCUMENTS

29. The following documents will be available for inspection by the Members electronically during 31st AGM. Members seeking to inspect such documents can send an email to investor.relations@hgs.com
    a) Certificate from the Secretarial Auditors relating to the Company's Stock Options/ Restricted Stock Units Plans under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
    b) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Act.

Members may note that all documents referred to in this Notice and Explanatory Statement will be also available for electronic inspection without any fee by the Members from the date of dispatch of this notice up to the date of AGM, basis the request being sent by the members on e-mail to investor.relations@hgs.com

In case of any queries regarding the Annual Report 2025-26, the Members may write to investor.relations@hgs.com. Members are requested to always quote their Folio No./ DP ID - Client ID in all correspondence with the Company and the Company's RTA.

REMOTE E-VOTING AND E-VOTING DURING AGM

30. In compliance with provisions of Section 108 of the Act read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended; Regulation 44 of SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide Members with a facility to exercise their right to vote by electronic means for the business to be transacted at the AGM.

31. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., Friday, September 18, 2026, shall only be entitled to attend and vote through remote e-voting as well as e-voting during the 31st AGM. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.

Remote e-voting period commences on Monday, September 21, 2026, at 9:00 a.m. IST and ends on Thursday, September 24, 2026, at 5:00 p.m. IST.

The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

32. The Company has appointed Mr. Virendra G Bhatt, Practicing Company Secretary, Mumbai, (Membership No.: ACS 1157 and C. P. No. 124) or in his absence, Ms. I. Javeri (ACS 2209, C.P. No. 7245) as Scrutinizer (the 'Scrutinizer'), to scrutinize the remote e-voting and e-voting that will take place at the 31st AGM through VC in a fair and transparent manner.

33. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations read with MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM, through e-Voting agency NSDL. The facility of casting votes by a member using remote e-Voting system as well as e-voting that will take place at 31st AGM, will be provided by NSDL.

34. **Voting at the e-AGM:** Members who are present at 31st AGM through VC and have not cast their vote on resolutions through remote e-voting, can vote through e-voting facility provided by NSDL at the AGM. Members who have already cast their votes by remote e-voting are eligible to attend the Meeting. However, those Members are not entitled to cast their vote again at the Meeting.

35. A Member can opt for only single mode of voting i.e. through Remote e-voting or voting during the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote during the AGM shall be treated as invalid.

36. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through e-voting (votes cast during the AGM and votes cast through remote e-voting), count the votes and shall submit a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, within 2 working days from the conclusion of the AGM to the Chairman of the Company or a person authorised by him in writing who shall countersign the same. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.

37. On the receipt of the scrutinizer report, the results of the e-voting along with the scrutinizer's report shall be communicated immediately to the BSE Limited and National Stock Exchange of India Limited, where the shares of the company are listed and shall be placed on the Company's website www.hgs.com and on the website of NSDL at www.evoting.nsdl.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Re-appointment of Mr. Amit Saharia (DIN: 10652099) as Director liable to retire by rotation

Mr. Amit Saharia (DIN: 10652099), was appointed as Non-Executive Non-Independent Director, liable to retire by rotation, effective September 25, 2025. In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Amit Saharia is liable to retire by rotation at the 31st Annual General Meeting ('AGM') to be held on September 25, 2026. He, being eligible, has offered himself for re-appointment as a Director of the Company.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on August 07, 2026, have approved and recommended the re-appointment of Mr. Amit Saharia and his continuation as Non-Executive Non-Independent Director of the Company. Accordingly, consent of the Members is being sought by way of an Ordinary Resolution at the ensuing 31st AGM to be held on September 25, 2026, for his re-appointment.

Mr. Amit Saharia is not related to any other Directors of the Company. Except Mr. Amit Saharia who is being re-appointed, none of the Directors and/ or Key Managerial Personnel of the Company and their relatives, are directly or indirectly concerned or interested financially or otherwise in the resolution set out at Item No. 3 of the accompanying Notice.

Details of Amit Saharia, pursuant to the provisions of (i) the SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings ('SS-2'), issued by the Institute of Company Secretaries of India, are provided in '**Annexure A**' to the Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4

Ratification of the remuneration payable to Cost Auditors for the financial year ending March 31, 2027

The Board of Directors, on the recommendation of the Audit Committee, approved the appointment of M/s. ABK & Associates, Cost Accountants [Firm Registration No.: 000036] as the Cost Auditors of the Company for auditing the cost records of "Telecommunication activity' pertaining to digital media business, maintained by the Company for the financial year ending on March 31, 2027, at a remuneration of ₹ 50,000/- plus out-of-pocket expenses and applicable taxes.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to the Cost Auditor, as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the Members of the Company.

M/s. ABK & Associates, Cost Accountants, Mumbai have confirmed that they are eligible to be appointed as Cost Auditors of the Company and hold a valid certificate of practice under Section 6(1) of the Cost and Works Accountants Act, 1959. Accordingly, consent of the Members is sought for passing an Ordinary Resolution set out at Item No. 4 for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives, are directly or indirectly concerned or interested financially or otherwise in the resolution set out at Item No. 4 of the accompanying Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

By Order of the Board
For **Hinduja Global Solutions Limited**

Sd/-
Narendra Singh
Company Secretary
F4853

Place: Mumbai
Date : August 7, 2026

ANNEXURE 'A' TO THE NOTICE

[Information pursuant to the Regulation 30 and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Secretarial Standard - 2 on General Meetings in respect of Director seeking re-appointment]

[Item No. 3 of the Notice]

Name of the Director	Mr. Amit Saharia
DIN	10652099
Date of Birth/ Age	May 13, 1978 - 48 years
Date of appointment/ re-appointment on the Board of Hinduja Global Solutions Limited (the 'Company' or 'HGS')	Director liable to retire by rotation and seeking re-appointment.
Qualification	• Master degree in Management Science from Case Western Reserve University, USA • Master degree in Operations Research from St. Stephen's college, Delhi • Undergrad degree in Mathematics from St. Stephen's College, Delhi.
Brief resume and nature of expertise in functional areas.	Mr. Amit Saharia have more than 25 years of industry and global management consulting experience spanning private as well as public sector. In current leadership role at the Hinduja Group, Mr. Saharia is responsible for shaping the future strategy of the Group across different existing and new verticals of global play. As part of the same he supports in formulation of group strategy for both existing traditional as well as new age businesses; design through implementation, further including strategic enablers beyond core functions, such as digital technology and sustainability. Prior to joining the Company, he served senior agenda of leading global companies across multiple industries such as Consumer Products, Information Technology, Industrial Products, Pharmaceutical and Healthcare and Automotive. Areas of expertise include Corporate Strategic Business Planning, Merger and Acquisition Strategy, Strategic Operations & Supply Chain Management, Enterprise Cost Reset (ZBB) and Business Process Optimisation enabled with "Digital Reset". Mr. Saharia brings deep business understanding and strategic operations experience in end-to-end value chain functions including Sourcing & Procurement, Manufacturing, Supply Chain, Warehousing & Distribution, Logistics and Sales, large scale digital-led transformation, recovery and change management experience across diverse geographies and markets i.e., USA, Europe, Middle East and Asia.
Relationship between Directors/ KMP inter-se.	None

Name of the listed companies in which the person holds Directorships (excluding HGS).	None
Memberships/ Chairmanship of Committees of the Board of Listed Companies (includes only Audit Committee and Stakeholders Relationship Committee) (excluding HGS & its subsidiaries and Foreign entities).	None
Name of the listed entities from which the person has resigned in past three years.	None
Number of meetings of the Board attended during the year 2025-26.	3 Meetings attended during the year 2025-26.
Details of Shareholding of Non-Executive Director, including shareholding as a beneficial owner	Nil
Terms and conditions of appointment	Appointed as a Non-Executive Director, liable to retire by rotation.
Details of remuneration last drawn (for FY 2025-26)	Refer Report on Corporate Governance for FY 2025-26.
Details of remuneration sought to be paid in 2026-27	Sitting Fees; and Commission, if any, as recommended by the NRC and approved by the Board.

PROCEDURE FOR REMOTE E-VOTING

i) In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Company is providing e-voting facility through NSDL on all resolutions set forth in this Notice, from a place other than the venue of the Meeting, to Members holding shares as on September 18, 2026, being the cut-off date fixed to determine eligible Members to participate in the remote e-voting process ('Cut-off' date'). The instructions for e-voting are given below.

ii) Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service providers (ESPs) thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iii) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com.

iv) In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

v) The details of the process and manner for remote e-Voting and joining virtual AGM are explained herein below:

The remote e-voting period begins on Monday, September 21, 2026, at 9:00 a.m. IST and ends on Thursday, September 24, 2026, at 5:00 p.m. IST. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the Cut-off date i.e. September 18, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date, being September 18, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

As per the SEBI Circular dated January 30, 2026, as amended, all individual Members holding shares of the Company in demat mode can cast their vote, by way of a single login credential, through their demat accounts, websites of the Depositories or Depository Participants. The procedure to log in and access remote e-voting, as devised by the Depositories and Depository Participants is provided below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or Call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll Free No. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and as the EVEN is 141062, then user ID is 141062001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
    b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
    c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

<u>Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.</u>

<u>How to cast your vote electronically and join General Meeting on NSDL e-Voting system?</u>

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of Company (i.e. 141062) to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote
8. **General Guidelines for shareholders**
    i. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bhattvirendra1945@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
    ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
    iii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Apeksha Gojamgunde at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.relations@hgs.com

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor.relations@hgs.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/ members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolution(s) through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder / Member login where the EVEN of Company (i.e. 141062) will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

GENERAL INSTRUCTIONS

i) **Speaker Registration:** Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at investor.relations@hgs.com between **September 15, 2026 (9:00 a.m. IST) to September 21, 2026 (5:00 p.m. IST)**. The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.

ii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Apeksha Gojamgunde at evoting@nsdl.com

Members of the Company holding shares either in physical form or in demat form as on the Cut-off date of **September 18, 2026** may cast their vote by remote e-Voting. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM. A person who is not a Member as on the Cut-off Date, should treat the Notice for information purpose only. Any person holding shares in physical form and Member other than individual Member who acquires shares of the Company and becomes a Member of the Company after the Notice is sent through e-mail and holding shares as on the cut-off date, i.e., **September 18, 2026** may obtain the User ID and Password by sending a request at **evoting@nsdl.com**. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on **www.evoting.nsdl.com** or call on 022 - 4886 7000.

In case of individual Members holding shares in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, i.e. **September 18, 2026,** may follow steps mentioned under “Access to NSDL e-Voting system.”

iii) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the e-votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and submit, not later than 2 working days from the conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him who shall counter sign the same.

iv) The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.hgs.com and on the website of NSDL at www.evoting.nsdl.com. immediately after the Result is declared by the Chairman or any other person authorized by him and shall be simultaneously communicated to the National Stock Exchange of India Limited and BSE Limited, where the Equity shares of the Company are listed. The Results shall also be displayed on the Notice Board at the Registered Office and Corporate Office of the Company.

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