TeamLease®
Putting India to Work

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF SHAREHOLDERS OF TEAMLEASE SERVICES LIMITED ("TEAMLEASE/ THE COMPANY") DEEMED TO BE CONDUCTED AT THE REGISTERED ADDRESS OF THE COMPANY AT INFINIX SQUARE, B-4, B-5, B-6, HAL INDUSTRIAL ESTATE, HAL GB QUARTERS, VIBHUTIPURA, BENGALURU - 560037 BY WAY OF POSTAL BALLOT THROUGH REMOTE E-VOTING ON SUNDAY, JUNE 28, 2026 AND THE RESULTS DECLARED BY THE COMPANY ON MONDAY, JUNE 29, 2026

APPROVAL OF BUYBACK OF UP TO 14,87,500 FULLY PAID UP EQUITY SHARES HAVING A FACE VALUE OF ₹10/- (INDIAN RUPEES TEN ONLY) EACH ("EQUITY SHARES"), AT A PRICE OF ₹1,600/- (INDIAN RUPEES ONE THOUSAND SIX HUNDRED ONLY) (BUYBACK OFFER PRICE) PER EQUITY SHARE, ON A PROPORTIONATE BASIS, THROUGH THE "TENDER OFFER" ROUTE IN ACCORDANCE WITH THE COMPANIES ACT AND THE SEBI BUYBACK REGULATIONS

"**RESOLVED THAT** pursuant to the Board Resolution dated May 20, 2026, Article 12 of the Articles of Association of the Company and the provisions of Sections 68, 69, 70, 110 and all other applicable provisions, if any, of the Companies Act, 2013 (the **"Companies Act"**) read with, rules framed under the Companies Act, including the Companies (Share Capital and Debentures) Rules, 2014 (to the extent applicable) (hereinafter referred to as the **"Share Capital Rules"**), the Companies (Management and Administration) Rules, 2014 and other relevant rules made thereunder, each as amended from time to time and the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (**"SEBI Buyback Regulations"**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**"SEBI LODR Regulations, 2015"**) (including re-enactment of the Companies Act or the rules made thereunder or the SEBI Buyback Regulations, or the SEBI LODR Regulations, 2015) and subject to such other approvals, permissions, consents, sanctions and exemptions as may be necessary and subject to any modifications and conditions, if any, as may be prescribed by the Securities and Exchange Board of India (**"SEBI"**),Registrar of Companies, Karnataka at Bangalore (the **"RoC"**),BSE Limited (**"BSE"**), National Stock Exchange of India Limited (**"NSE"**) and/or other authorities, institutions or bodies (together with SEBI, BSE and NSE, the **"Appropriate Authorities"**), as may be necessary, and subject to such conditions, alterations, amendments and modifications as may be prescribed or imposed by them while granting such approvals, permissions, consents, sanctions and exemptions which may be agreed and by the Board of Directors of the Company (**"Board")**, which term shall be deemed to include any committee of the Board and/or officials, which the Board may constitute/authorise to exercise its powers, including the powers conferred by this resolution (**"Buyback Committee"**),the Members of the Company hereby consent and approve the Buyback by the Company of its fully paid-up equity shares having a face value of ₹10/- (Indian Rupees Ten only) each (**"Equity Shares"**), not exceeding 14,87,500 Equity Shares (representing 8.87% of the total number of Equity Shares in the existing total paid-up equity capital of the Company and as of March 31, 2026), at a price of ₹1,600/- (Indian Rupees One Thousand Six Hundred only) per Equity Share, **("Buyback Offer Price"**), subject to any increase to the maximum Buyback Offer Price and decrease in the number of Equity

Shares proposed to be bought back, till 1 (one) working day prior to the record date, such that there is no change in the aggregate size of the Buyback as may be approved by the Board payable in cash for an aggregate amount not exceeding ₹238 Crores (Indian Rupees Two Hundred and Thirty Eight Crores only) ("**Buyback Offer Size**"), excluding tax payable under Income Tax Act, 2025 and any expenses incurred or to be incurred for the Buyback viz. brokerage costs, fees, turnover charges, taxes such as tax on Buyback, securities transaction tax and goods and services tax (if any), stamp duty, filing fees to SEBI, stock exchange charges, advisors/legal fees, printing and dispatch expenses, if any, public announcement publication expenses and other incidental and related expenses and charges (**"Transaction Costs"**), which represents 24.96% and 22.85% of the aggregate of the Company's paid-up capital and free reserves, as per the standalone audited financials and consolidated audited financials of the Company for the year ended as on March 31, 2026, respectively (which is within the statutory limits of 25% of the aggregate of the fully paid-up equity share capital and free reserves of the Company, based on the standalone or consolidated financial statements of the Company as on March 31, 2026, whichever sets out a lower amount), in this case being the Standalone Audited Financials of the Company, as per the provisions of the Companies Act and SEBI Buyback Regulations), from all the Shareholders/Beneficial Owners of the Equity Shares of the Company (except any Shareholders/ Beneficial Owners who may be specifically prohibited under the applicable laws by Appropriate Authorities), including promoters (as defined under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and to be referred as **"Promoters"**) and Members of the Promoter Group, as on a record date (**"Eligible Shareholders"**) to be subsequently decided by the Board (**"Record Date"**), through the "tender offer" route, on a proportionate basis as prescribed under the SEBI Buyback Regulations (hereinafter referred to as the **"Buyback"**).

RESOLVED FURTHER THAT the Company, to the extent legally permissible, implement the Buyback using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified by the Securities and Exchange Board of India (**"SEBI"**) vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular CFD/DCR2/CIR/04 TeamLease Services Limited P/20l6/131 dated December 9, 2016, circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and SEBI Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, including any amendments or statutory modifications for the time being in force (**"SEBI Circulars"**).

RESOLVED FURTHER THAT the Company may Buyback Equity Shares from all the existing Members holding Equity Shares of the Company on a proportionate basis, provided that 15% (fifteen percent) of the number of Equity Shares which the Company proposes to Buyback or such number of Equity Shares entitled as per the shareholding of small Shareholders as on the record date, whichever is higher, shall be reserved for the small Shareholders, as prescribed under Regulation 6 of the Buyback Regulations.

RESOLVED FURTHER THAT the Buyback of Equity Shares from non-resident Members of the Company, including Foreign Corporate Bodies (**"FCBs"**), Foreign Institutional Investors ("**FIIs"**)/Foreign Portfolio Investors (**"FPIs"**), Members of foreign nationality, etc., shall be subject to such approvals, if any, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India (**"RBI"**) under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred hereinabove as it may in its absolute discretion deem fit, to any Committee of Director(s)/any one or more Director(s)/Officer(s)/Authorised Representative(s) ("**Buyback Committee**") of the Company in order to give effect to this resolution, including but not limited to finalizing the terms of the Buyback such as record date; entitlement ratio; the time frame for completion of Buyback; appointment of merchant bankers, registrars, brokers, lawyers, depository participants ("**DPs**"), escrow agents, advisors, consultants, intermediaries, other agencies, as may be required, for implementation of the Buyback; preparation, finalizing, signing and filing of the Public Announcement, Letter of Offer and such other necessary applications, undertakings, agreements, papers, documents and correspondence, if required, to be filed in connection with the Buyback with SEBI, RBI, Stock Exchanges where the Equity Shares of the Company are listed, Registrar of Companies, Depositories and/or other regulatory and/or statutory authorities as may be required from time to time and obtain their approvals and to initiate all necessary actions including opening, operation and closure of necessary bank accounts (including escrow account), issuance of bank guarantee in favour of the merchant bankers, or deposit of acceptable securities with appropriate margin with the merchant bankers, entering into agreements, release of public announcement, filing of declaration of solvency, obtaining all necessary certificates and reports from statutory auditors and other third parties as required under applicable law, extinguishment of dematerialized shares and physical destruction of share certificates in respect of the Equity Shares bought back by the Company.

RESOLVED FURTHER THAT nothing contained herein shall confer any right on the part of any Members to offer and/or any obligation on the part of the Company or the Board or the Buyback Committee to Buyback any shares, and/or impair any power of the Company or the Board or the Buyback Committee to terminate any process in relation to such Buyback, if so permissible by law.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board and the Buyback Committee be and are hereby empowered and authorised severally on behalf of the Company to accept and make any alteration(s)/ modification(s) to the terms and conditions as it may deem necessary, concerning any aspect of the Buyback, in accordance with the statutory requirements or any conditions laid down by any regulatory or other authority while giving its approval as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as the Board and/or any person authorized by the Board of Directors may, in absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters consequential to the Buyback without seeking any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.**"**

Extracts from Scrutinizer's Report:

i) Details of votes in favour and against the resolution:

Particulars	Number of Members who have voted through Remote e-votes	Number of corresponding Remote e-votes	Percentage (%)
Assent	156	14284706	100
Dissent	5	26	0
Total	**161**	**14284732**	**100**

ii) Details of Invalid/Abstained votes:

Mode of voting	Invalid votes		Abstained votes	
	No. of Members who have voted through e-voting	No. of votes	No. of Members who have abstained on voting through e-voting	No. of votes
Remote e-voting	0	0	1	1

Result: The Resolution was passed with requisite Majority as Special Resolution

//Certified True Copy//

For TeamLease Services Limited

ALAKA CHANDA

Alaka Chanda

Company Secretary & Compliance Officer

Membership No.: F10911

Place: Bangalore

Date: July 01, 2026