

September 23, 2022

To,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy
Towers, Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex,
Bandra (East),
Mumbai - 400 001

Security Code - 539978

Symbol - QUESS

Subject: Disclosure of Voting Results of 15th Annual General Meeting ("AGM") under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

We are submitting herewith the details regarding the voting results of the business transacted at the AGM held on Thursday, September 22, 2022 at 03.30 P.M. (IST) in the format prescribed under the Regulation 44 of the Listing Regulations. The Meeting was held in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. All the resolutions were passed with requisite majority.

We are also enclosing the consolidated report of the Scrutinizer dated September 23, 2022 on remote e-voting prior and during the AGM. The above are also being uploaded on the Company's website www.quesscorp.com.

We request you to take the above intimation on your record.

Thanking you,

Yours faithfully,
For Quess Corp Limited

Kundan K Lal
Company Secretary & Compliance Officer

Encl: a/a

Quess Corp Limited

Quess House, 3/3/2, Bellandur Gate, Sarjapur Road, Bengaluru-560103, Karnataka, India
Tel: +91 80 6105 6001 | connect@quesscorp.com | CIN No.L74140KA2007PLC043909

www.quesscorp.com

Format for Voting Results

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM:	September 22, 2022
Total number of shareholders as on record date (i.e., September 15, 2022 - cut-off date for voting purpose):	72,347
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	2 42

Agenda-wise Disclosure

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

Note: All the below mentioned resolutions have been passed with requisite majority.

Quess Corp Limited

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Resolution Required :					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
1. To receive, consider, approve and adopt Audited Standalone Financial Statements for the financial year ended March 31, 2022 along with report of the Board of Directors and the Auditor's Report thereon.								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	7,67,59,774	7,67,59,774	100.0000	7,67,59,774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7,67,59,774	100.0000	7,67,59,774	0	100.0000	0.0000
Public Institutions	E-Voting	4,66,19,890	3,42,26,638	73.4164	3,42,26,638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3,42,26,638	73.4164	3,42,26,638	0	100.0000	0.0000
Public Non Institutions	E-Voting	2,47,00,070	3,64,779	1.4768	3,64,576	203	99.9443	0.0557
	Poll		133	0.0005	133	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3,64,912	1.4773	3,64,709	203	99.9444	0.0556
Total		14,80,79,734	11,13,51,324	75.1969	11,13,51,121	203	99.9998	0.0002

Resolution Required :					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
2. To receive, consider, approve and adopt Audited Consolidated Financial Statements along with the Auditor's Report of the Company for the financial year ended March 31, 2022.								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	7,67,59,774	7,67,59,774	100.0000	7,67,59,774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7,67,59,774	100.0000	7,67,59,774	0	100.0000	0.0000
Public Institutions	E-Voting	4,66,19,890	3,42,26,638	73.4164	3,42,26,638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3,42,26,638	73.4164	3,42,26,638	0	100.0000	0.0000
Public Non Institutions	E-Voting	2,47,00,070	3,64,779	1.4768	3,64,576	203	99.9443	0.0557
	Poll		133	0.0005	133	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3,64,912	1.4773	3,64,709	203	99.9444	0.0556
Total		14,80,79,734	11,13,51,324	75.1969	11,13,51,121	203	99.9998	0.0002

Resolution Required :					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					YES			
3. To appoint Mr. Ajit Abraham Isaac (DIN: 00087168) as a Director liable to retire by rotation								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7,67,59,774	7,67,59,774	100.0000	7,67,59,774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7,67,59,774	100	7,67,59,774	0	100.0000	0.0000
Public Institutions	E-Voting	4,66,19,890	3,42,53,422	73.4738	3,33,18,196	9,35,226	97.2697	2.7303
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3,42,53,422	73.4738	3,33,18,196	9,35,226	97.2697	2.7303
Public Non Institutions	E-Voting	2,47,00,070	66,44,102	26.8991	66,43,824	278	99.9958	0.0042
	Poll		133	0.0005	133	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66,44,235	26.8996	66,43,957	278	99.9958	0.0042
Total		14,80,79,734	11,76,57,431	79.4555	11,67,21,927	9,35,504	99.2049	0.7951

Consolidated Scrutinizer's Report

(Pursuant to section 108 and 109 of the Companies Act, 2013 read with SS2 and Rule 20(xi) and 21(2) of the Companies [Management and Administration] Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To,
The Chairman
Quess Corp Limited,
3/3/2, Bellandur Gate, Sarjapur Road,
Bengaluru – 560103.

Dear Sir,

Subject: Consolidated Scrutinizer's Report on 15th Annual General Meeting ("15th AGM") of the Equity Shareholders of QUESS CORP LIMITED held on 22nd September, 2022 at 03.30 P.M. IST through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

I, S.N. Mishra, Practicing Company Secretary, having office at No. P 41, 9th A Main, LIC Colony, Jeevanbhima Nagar, Bangalore - 560075, was appointed as the Scrutinizer of Quess Corp Limited ("the Company") for the purpose of scrutinizing the remote e-voting process as well as e-voting by the Members of the Company at the 15th AGM, to scrutinize the conduct of e-voting in a fair and transparent manner as per the provisions of Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 and to scrutinize the electronic voting process provided during the 15th AGM pursuant to the circular no. 20/2020 dated May 5, 2020 read with circular nos. 14/2020, 17/2020, 02/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 respectively issued by the Ministry of Corporate Affairs (MCA) and circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022 issued by Securities Exchange Board of India (SEBI) (collectively referred to as "Circulars") and ascertaining the requisite majority on below mentioned resolutions, at the 15th Annual General Meeting (AGM) of the equity shareholders of the Company.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at the Annual General Meeting held through Video Conference (VC) or Other Audio Visual Means (OAVM) for the Resolutions proposed in the Notice of 15th Annual General Meeting of the Members of the Company held on 22nd September, 2022. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting process and electronic voting by use of VC/OAVM at the 15th AGM, are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast "in



favour" or "against", if any, to the Chairman on the resolutions, based on the reports generated from the "remote e-voting" and "e-voting" system provided at the 15th AGM.

I submit herewith my Consolidated Scrutinizer's Report as under:

1. The e-voting was kept open from 19th September, 2022 (09.00 A.M.) to 21st September, 2022 (05.00 P.M.).
2. The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services Ltd. (CDSL).
3. The members holding shares as on the "cut off" date i.e. 15th September, 2022 were entitled to vote on the proposed resolutions (Item No.1 to 3 as set out in the Notice of 15th AGM of the Company).
4. E-voting facility was provided at the 15th AGM to the members to enable them to exercise their voting rights on the resolutions as contained in the 15th AGM Notice. Pursuant to the Circulars issued by the MCA, the facility to appoint a proxy to attend and cast vote for the members was not made available for the 15th AGM. However, Body Corporates were entitled to appoint authorized representatives to attend the 15th AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. Shareholders/ Members, who were present in the 15th AGM through **CDSL Video Conferencing** facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, were eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through remote e-Voting prior to the 15th AGM were not eligible to vote again during the meeting.
6. The votes were unblocked on 22nd September 2022, upon completion of e-voting in the presence of two witnesses namely Ms. Aparna Wagh & Mr. Sumanth More residing at Bangalore who are not in the employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Aparna Wagh



Name: Sumanth More

7. Thereafter the details containing, interalia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website www.evotingindia.com.
8. The result of the remote e-voting and e-voting at the 15th AGM through VC / OAVM is as under.
 - (a) **Resolution 1- To receive, consider, approve and adopt Audited Standalone Financial Statements for the financial year ended March 31, 2022 along with report of the Board of Directors and the Auditor's Report thereon. (As an Ordinary Resolution)**



Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	316	11,13,50,988	99.98
E-Voting at AGM	5	133	0.01
Total	321	11,13,51,121	99.99

Voted against the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	3	203	0.01
E-Voting at AGM	0	0	0
Total	3	203	0.01

Invalid/Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

The resolution is passed by Requisite Majority

- (b) **Resolution 2- To receive, consider, approve and adopt Audited Consolidated Financial Statements along with the Auditor's Report of the Company for the financial year ended March 31, 2022. (As an Ordinary Resolution)**

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	316	11,13,50,988	99.98
E-Voting at AGM	5	133	0.01
Total	321	11,13,51,121	99.99



Voted against the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	3	203	0.01
E-Voting at AGM	0	0	0
Total	3	203	0.01

Invalid / Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

The resolution is passed by Requisite Majority

(c) Resolution 3 – To appoint Mr. Ajit Abraham Isaac (DIN: 00087168) as a Director liable to retire by rotation: (As an Ordinary Resolution)

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	305	11,67,21,794	99.19
E-Voting at AGM	5	133	0.01
Total	310	11,67,21,927	99.20

Voted against of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	16	9,35,504	0.80
E-Voting at AGM	0	0	0
Total	16	9,35,504	0.80



Invalid / Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

The resolution is passed by Requisite Majority

9. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairperson considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Signature

Name S. N. Mishra

Company Secretary

C.P.No. : 4684

FCS No. : 6143

UDIN NO.: F006143D001025260



Place: Bangalore

Date: 23rd September 2022