

March 31, 2022

To

BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Security Code - 539978

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

NSE Symbol - QUESS

Dear Sir/Madam,

Sub: Results of Postal Ballot through E-voting

Ref: Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

This has reference to our letter dated February 28, 2022 regarding the postal ballot notice seeking the consent of the members by way of necessary resolutions through remote e-voting.

In connection with the above and pursuant to Regulation 44 of the Listing Regulations and Report of Scrutinizer dated March 30, 2022 issued by Mr. S. N. Mishra (FCS 6143), Proprietor, M/s. SNM & Associates, Practicing Company Secretaries, Bengaluru, the Scrutinizer, we would like to inform that the following resolutions in the aforementioned Notice dated February 10, 2022 has been approved and passed by the members of the Company with the requisite majority on March 30, 2022, being the last date of e-voting:

- a. To appoint Mr. Guruprasad Srinivasan (DIN: 07596207) as a Director of the Company,
- b. To appoint Mr. Guruprasad Srinivasan (DIN: 07596207) as a Whole-Time Director, and Group Chief Executive Officer of the Company and approval of the terms of appointment.
- c. To alter the Articles of Association of the Company

Please find enclosed herewith the following:

- i. Voting results as required under Regulation 44 of the Listing Regulations, and
- ii. Report of Scrutinizer dated March 30, 2022, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The results of the Postal Ballot along with the Scrutinizer's Report are available on the Company's website www.quesscorp.com

You are requested to kindly take the same on record.

Thanking you.

For Quess Corp Limited

Kundan K Lal
Company Secretary and 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

Postal Ballot Voting Results

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

Date of Postal Ballot Notice	February 10, 2022 (Voting Start Date: March 01, 2022 (09.00 A.M. IST) till March 30, 2022 (05.00 P.m. IST))
Total number of shareholders on record date	
Number of shareholders present in the meeting either in person or proxy	Not applicable (Resolution passed through Postal Ballot)
Promoters and Promoter Group	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	Not applicable (Resolution passed through Postal Ballot)
Promoters and Promoter Group	
Public:	

Resolution-wise voting results are as follows:

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

Resolution Required : (Ordinary)			1 - To appoint Mr. Guruprasad Srinivasan (DIN: 07596207) as a Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	76,708,872	76,708,872	100.0000	76,708,872	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		76,708,872	100.0000	76,708,872	0	100.0000	0.0000
Public Institutions	E-Voting	49,893,037	38,775,904	77.7181	38,741,723	34,181	99.9118	0.0882
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38,775,904	77.7181	38,741,723	34,181	99.9118	0.0882
Public Non Institutions	E-Voting	21,281,621	6,114,212	28.7300	6,113,812	400	99.9935	0.0065
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6,114,212	28.7300	6,113,812	400	99.9935	0.0065
Total		147,883,530	121,598,988	82.2262	121,564,407	34,581	99.9716	0.0284

Resolution Required : (Ordinary)			2 - To appoint Mr. Guruprasad Srinivasan (DIN: 07596207) as a Whole-Time Director and Group Chief Executive Officer of the Company and approval of the terms of appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	76,708,872	76,708,872	100.0000	76,708,872	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		76,708,872	100.0000	76,708,872	0	100.0000	0.0000
Public Institutions	E-Voting	49,893,037	38,775,904	77.7181	38,775,904	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		38,775,904	77.7181	38,775,904	0	100.0000	0.0000
Public Non Institutions	E-Voting	21,281,621	6,114,211	28.7300	6,113,711	500	99.9918	0.0082
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6,114,211	28.7300	6,113,711	500	99.9918	0.0082
Total		147,883,530	121,598,987	82.2262	121,598,487	500	99.9996	0.0004

Resolution Required : (Special)			3 - To alter the Articles of Association of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	76,708,872	76,708,872	100.0000	76,708,872	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		76,708,872	100.0000	76,708,872	0	100.0000	0.0000
Public Institutions	E-Voting	49,893,037	38,775,904	77.7181	38,775,904	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		38,775,904	77.7181	38,775,904	0	100.0000	0.0000
Public Non Institutions	E-Voting	21,281,621	6,114,212	28.7300	6,112,251	1961	99.9679	0.0321
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6,114,212	28.7300	6,112,251	1961	99.9679	0.0321
Total		147,883,530	121,598,988	82.2262	121,597,027	1961	99.9984	0.0016

S.N.Mishra

SNM & Associates,
Company Secretaries,
P-41, 9th 'A' Main, LIC Colony,
Jeevanbhimannagar,
Bangalore – 560 075.

Dated: March 30, 2022

To,
The Chairman
Quess Corp Limited,
3/3/2, Bellandur Gate,
Sarjapur Main Road,
Bangalore - 560103.

Dear Sir,

RE: SCRUNITINIZER'S REPORT

I, S.N. Mishra, Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Quess Corp Limited ("Quess" or "the Company") for scrutinizing the postal ballot through remote e-voting process in a fair and transparent manner in compliance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020, General Circular No. 20/2021 dated December 08, 2021 issued by the Ministry of Corporate Affairs ((hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") to seek approval of the Members for the resolutions as mentioned in the Postal Ballot Notice dated February 10, 2022 ("Notice").

The compliance with the provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and (iii) the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020, General Circular No. 20/2021 dated December 08, 2021 relating to voting through remote e-voting by the shareholders on the resolutions proposed in the Postal Ballot Notice dated February 10, 2022 is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process, through remote e-voting process is conducted in a fair and transparent manner and render the 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 <https://instavote.linkintime.co.in> website.

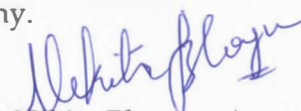


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www.snmassociates.in

I wish to submit my report as hereunder:

1. The Company has appointed Link Intime India Private Limited ("Link Intime") to provide e-voting facility to its Members.
2. On February 28, 2022, the Notice along with annexures was sent to all members whose names appeared on the Register of Members as on February 18, 2022 only through electronic mode to the e-mail addresses registered with the Company/Link Intime.
3. The voting period (by e-voting) commenced on March 01, 2022, from 9.00 a.m. and concluded on March 30, 2022 at 5.00 p.m.
4. Voting rights of the Members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on February 18, 2022.
5. The votes cast through e-voting upto March 30, 2022 till 5p.m. were downloaded from <https://instavote.linkintime.co> website and unfreezeed at 5.03 p.m. on March 30, 2022 in presence of two witnesses Mr. Sumanth More and Mrs. Nikita Bhagwani residing at Bangalore who are not in employment of the Company.


Sumanth More


Nikita Bhagwani

6. In general and for your information, I carried out such scrutiny as I considered necessary for the purpose of Postal Ballot through remote e-voting.

Based on the above, I have compiled the results of the remote e-voting in respect of

(I) To Appoint Mr. Guruprasad Srinivasan (DIN: 07596207) as a Director of the Company (Ordinary Resolution)

Particulars	No. of equity shares	
	Number of Members	E-voting
Total Numbers of Members voted	272	121598988
Less: Invalid votes / abstain votes	0	0
Total Number of Valid votes	272	121598988



Voted in **FAVOUR** of the Resolution:

Particulars	Number of Members voted	Number of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through e-voting	263	121564407	99.97
Total	263	121564407	

Voted **AGAINST** the Resolution:

Particulars	Number of Members voted	Number of votes cast against the resolution	Percentage of valid votes cast
Votes received through e-voting	9	34581	0.03
Total	9	34581	

The resolution was passed with the requisite majority.

(II) To Appoint Mr. Guruprasad Srinivasan (DIN: 07596207) as a Whole Time Director and Group Chief Executive Officer of the Company and approval of the terms of appointment (Ordinary Resolution)

Particulars	No. of equity shares	
	Number of Members	E-voting
Total Numbers of Members voted	271	121598987
Less: Invalid votes / abstain votes	1	1
Total Number of Valid votes	272	121598988

Voted in **FAVOUR** of the Resolution:

Particulars	Number of Members voted	Number of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through e-voting	262	121598487	99.999
Total	262	121598487	



Voted AGAINST the Resolution:

Particulars	Number of Members voted	Number of votes cast against the resolution	Percentage of valid votes cast
Votes received through e-voting	9	500	0.0001
Total	9	500	

The resolution was passed with the requisite majority.

(III) To alter the Articles of Association of the Company (Special Resolution)

Particulars	No. of equity shares	
	Number of Members	E-voting
Total Numbers of Members voted	272	121598988
Less: Invalid votes / abstain votes	0	0
Total Number of Valid votes	272	121598988

Voted in FAVOUR of the Resolution:

Particulars	Number of Members voted	Number of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through e-voting	263	121597027	99.999
Total	263	121597027	

Voted AGAINST the Resolution:

Particulars	Number of Members voted	Number of votes cast against the resolution	Percentage of valid votes cast
Votes received through e-voting	9	1961	0.0001
Total	9	1961	

The resolution was passed with the requisite majority.



Based on the foregoing, the resolution as outlined hereinabove may be considered as carried by the requisite majority of Members under the applicable provisions of the Companies Act, 2013.

The relevant records relating to postal ballot and all other papers including voting by electronic means shall be under my safe custody till the Chairman / Director considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary.

**For SNM & Associates
Company Secretaries**


(S.N. Mishra)



FCS No.:6143

C. P No: 4684

Place: Bengaluru

Date: March 30, 2022

UDIN : F006143C003372946