

**Extract of Annual Return**

as on the financial year ended on 31 March 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. Registration and Other Details:**

i.	CIN	L74140KA2007PLC043909
ii.	Registration Date	19 September 2007
iii.	Name of the Company	Quess Corp Limited
iv.	Category/ Sub-Category of the Company	Public Listed Company
v.	Address of the Registered Office and contact details	3/3/2, Bellandur Gate, Sarjapur Road, Bengaluru – 560 103 Email: <a href="mailto:investor@quesscorp.com">investor@quesscorp.com</a> Website: <a href="http://www.quesscorp.com">www.quesscorp.com</a> ; Phone No. 080-6105 6001 Fax No. 080-6105 6406
vi.	Whether listed Company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited 247 Park, C 101, 1 <sup>st</sup> Floor, LBS Marg, Vikhroli (W), Mumbai – 400 083 Maharashtra, India Email: <a href="mailto:mumbai@linkintime.co.in">mumbai@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> Tel: +91 22 49186000; Fax: +91 22 49186060

**II. Principal Business Activities of the Company**

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sr. No	Name and Description of main products/ services	NIC Code of the Product/ service* (2008)	% to total turnover of the Company
1.	Workforce Management	7830	66.06
2.	Operating Asset Management	7830	15.58
3.	Global Technology Solutions	7830	18.36

\*As per National Industrial Classification – Ministry of Statistics and Programme Implementation

**III. Particulars of Holding, Subsidiary and Associate Companies**

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
<b>Indian Subsidiaries</b>					
1.	Allsec Technologies Limited 46C, Velachery Main Road, Velachery, Chennai 600042	L72300TN1998PLC041033	Step down subsidiary	73.39% held by Conneqt Business Solutions Limited	Section 2(87)
2.	Conneqt Business Solutions Limited 1-8-371 Gowra Trinity, S.P. Road Hyderabad, Andhra Pradesh 500016	U64200TG1995PLC044060	Subsidiary Company	70%*	Section 2(87)

<b>sr. No.</b>	<b>Name and Address of the Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary/ Associate</b>	<b>% of shares held</b>	<b>Applicable Section</b>
3.	Excelus Learning Solutions Private Limited 3/3/2, Bellandur Gate, Sarjapur Main Road, Bengaluru, Karnataka -560103.	U74999KA2016PTC097984	Wholly-Owned Subsidiary Company	100%	Section 2(87)
4.	Greenpiece Landscape India Private Limited S2, 104, 13 <sup>th</sup> Main, 5 <sup>th</sup> Sector H S R Layout, Bengaluru, Karnataka - 560034	U01403KA2008PTC044865	Wholly-Owned Subsidiary Company	100%	Section 2(87)
5.	Golden Star Facilities and Services Private Limited 3/3/2, Bellandur Gate, Sarjapur Main Road, Bengaluru, Karnataka -560103.	U93000KA2008PTC133410	Wholly-Owned Subsidiary Company	100%	Section 2(87)
6.	MFX Infotech Private Limited 3/3/2, Bellandur Gate, Sarjapur Main Road, Bengaluru, Karnataka -560103.	U72200KA2014PTC074949	Wholly-Owned Subsidiary Company	100%	Section 2(87)
7.	Monster.com (India) Private Limited 8-2-293/82-A/1024 & 1024/1, Road No.45, Jubilee Hills, Hyderabad, Andhra Pradesh -500033	U72200TG2000PTC035617	Wholly-Owned Subsidiary Company	100%	Section 2(87)
8.	Qdigi Services Limited B-1/I-1, 1 <sup>st</sup> Floor, Mohan Cooperative Industrial Estate, New Delhi-110044	U52100DL2012PLC238730	Wholly-Owned Subsidiary Company	100%	Section 2(87)
9.	Quess East Bengal FC Private Limited** LMJ Chamber, 3 <sup>rd</sup> Floor, 15C, Hemanta Basu Sarani, Kolkata, West Bengal-700001	U74999WB2018PTC227022	Wholly-Owned Subsidiary Company	100%	Section 2(87)
10.	Trimax Smart Infraprojects Private Limited 3/3/2, Bellandur Gate, Sarjapur Main Road, Bengaluru, Karnataka -560103.	U74999KA2017PTC135030	Wholly-Owned Subsidiary Company	100%	Section 2(87)
11.	Simpliance Technologies Private Limited S.R.Complex, Municipal No.2, Thavarekere Main Road S.G. Palya, D.R. College, PO Bengaluru, Bangalore – 560029.	U72200KA2016PTC092594	Subsidiary Company	53%	Section 2(87)
12.	Terrier Security Services (India) Private Limited 3/3/2, Bellandur Gate, Sarjapur Main Road, Bengaluru, Karnataka – 560103	U74920KA2009PTC049810	Subsidiary Company	74%	Section 2(6)

<b>sr. No.</b>	<b>Name and Address of the Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary/ Associate</b>	<b>% of shares held</b>	<b>Applicable Section</b>
13.	Vedang Cellular Services Private Limited 303, Evershine Mall Premises Co-Op Society Ltd, Chincholi Bunder Road, Link Road, Malad (West), Mumbai, Maharastra-400064	U32309MH2010PTC201638	Subsidiary Company	92.47%	Section 2(87)
<b>Foreign subsidiaries</b>					
14.	Quesscorp Holdings Pte. Limited 8, Temasek Boulevard, #32-01, Suntec Tower Three, Singapore 038988	201526129N	Wholly-Owned Subsidiary Company	100%	Section 2(87)
15.	Quess (Philippines) Corp 23/F, GT Tower International, 6813, Ayala Avenue, Makati City, Philippines	CS201305088	Wholly-Owned Subsidiary Company	100%	Section 2(87)
16.	Quess Corp (USA) Inc. 3500 South Dupont Highway, Dover, DE 19901, U.S.A.	5435112	Wholly-Owned Subsidiary Company	100%	Section 2(87)
17.	Quess Corp Vietnam Limited Liability Company 6F & 7F, Me Linh Point Tower, No.2 Ngo DucKe Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	0314944513	Wholly-Owned Subsidiary Company	100%	Section 2(87)
18.	Quess Services Limited Ambon Complex, 6 <sup>th</sup> Floor, 99, Mohakhali C/A, Dhaka – 1212, Bangladesh	C-152770/2019	Wholly-Owned Subsidiary Company	100%	Section 2(87)
<b>Foreign step down subsidiaries</b>					
19.	Brainhunter Systems Limited 2 Sheppard Avenue East, Suite 2000, Toronto, ON M2N 5Y7, Canada	2219707	Foreign step down subsidiary	81% held by MFX Holdings Inc. and 19% held by Quess Corp Limited	Section 2(87)
20.	Mindwire Systems Limited Carling Executive Park, 1545 Carling Avenue, Suite 600 Ottawa, ON Canada K1Z 8P9	1823144	Foreign step down subsidiary	100% held by Brainhunter Systems Limited	Section 2(87)
21.	Comtel Solutions Pte. Limited 10, Hoe Chiang Road, #15-02 Keppel Towers, Singapore, 089315	199801439D	Foreign step down subsidiary	100% held by Quess Holdings Pte. Limited	Section 2(87)
22.	Comtel Pro Pte. Limited 10, Hoe Chiang Road, #15-02 Keppel Towers, Singapore, 089315	201715683K	Foreign step down subsidiary	100% held by Quess Holdings Pte. Limited	Section 2(87)
23.	Comtelink SDN. BHD Suite 11,1 <sup>st</sup> Floor, Menara TKSS, No.206 Jalan Segambut, 51200 Kuala Lumpur, Malaysia.	938724-A	Foreign step down subsidiary	100% held by Comtel Solutions Pte. Limited	Section 2(87)
24.	MFExchange Holdings, Inc. 895 Don Mills Road, Building 2, Suite 300, Toronto, Ontario M3C 1W3 Canada	398443-5	Foreign step down subsidiary	56% Quesscorp Holdings Pte. Limited and 44% Quess Corp (USA) Inc.	Section 2(87)

<b>sr. No.</b>	<b>Name and Address of the Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary/ Associate</b>	<b>% of shares held</b>	<b>Applicable Section</b>
25.	MFExchange (USA), Inc. 5 Century Drive, Suite 200, Parsippany, New Jersey, 07054	2039987	Foreign step down subsidiary	100% held by MFExchange Holdings Inc.	Section 2(87)
26.	Qess Corp Lanka (Private) Limited 7 <sup>th</sup> Floor, BOC Merchant Tower, 28, St. Michael's Road, Colombo 03, Sri Lanka	PV 12225	Foreign step down subsidiary	100% held by Qesscorp Holdings Pte. Limited	Section 2(87)
27.	Qessglobal (Malaysia) Sdn. Bhd Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur	1127063A	Foreign step down subsidiary	100% held by Qesscorp Holdings Pte. Limited	Section 2(87)
28.	Monster.com SG Pte Limited 100 beach road #27-10/13 Shaw Tower Singapore 189702	200004227N	Foreign step down subsidiary	100% held by Qesscorp Holdings Pte. Limited	Section 2(87)
29.	Monster.com HK Limited Unit 1905, 19/F., Empress Plaza, 17-19 Chatham Road South, Tsim Sha Tsui, Kowloon, Hong Kong	714816	Foreign step down subsidiary	100% held by Qesscorp Holdings Pte. Limited	Section 2(87)
30.	Agensi Pekerjaan Monster Malaysia Sdn Bhd Private Office 902-903, Level 9, KYM Tower, No 8, Jalan PJU 7/6, Mutiara Damansara, 47800 Petaling Jaya, Selangor Daruul Ehsan.	513480-X	Foreign step down subsidiary	49% held by Qesscorp Holdings Pte. Limited & 51% held by Nominee of Qesscorp Holdings Pte. Limited (Malaysian National).	Section 2(87)
31.	Allsectech Inc., USA 5 Independence Way Suite 300, Princeton, NJ - 08540-6627	52-2273712	Foreign step down subsidiary	100% held by Allsec Technologies Limited	Section 2(87)
32.	Allsectech Manila Inc., Philippines 3/F Market! Market! Bonifacio Global City, Taguig City, Metro Manila	CS200406072	Foreign step down subsidiary	100% held by Allsec Technologies Limited	Section 2(87)
<b>Indian Associates</b>					
33.	Heptagon Technologies Private Limited G2A & G2B of Manchester Square, Ground Floor, D.No. 12/1, Puliyakulam Road, Opp to Kidney Centre, Coimbatore, Tamil Nadu - 641037	U72200TZ2015PTC021609	Associate Company	49% held by Qess Corp Limited	Section 2(6)
34.	Stellarslog Technovation Private Limited 252/25, 9 <sup>th</sup> A Main Road 3 <sup>rd</sup> Block Jayanagar Bangalore - 560011	U72200KA2015PTC084539	Associate Company	16.12% held by Qess Corp Limited	Section 2(6)

sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
<b>Foreign Associate</b>					
35.	HIMMER Industrial Services (M) SDN. BHD. 17-11, Level 17, Q Sentral, Jalan Stesen Sentral, 50470 Kuala Lumpur	1185762-T	Associate Company	49% held by Quesscorp Holdings Pte. Limited	Section2(6)
36.	Quess Recruit Inc. 23/F, GT Tower International, 6813, Ayala Avenue, Makati City, Philippines	CS201700082	Associate Company	25% held by Quess (Philippines) Corp	Section2(6)
37.	Agency Pekerjaan Quess Recruit Sdn. Bhd. Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur	1265396-M	Associate Company	49% held by Quessglobal (Malaysia) Sdn. Bhd.	Section2(6)

\*Acquisition of additional 30% equity shares in Conneqt Business Solutions Limited was completed on 16 April 2021.

\*\*Quess East Bengal FC Private Limited is under Liquidation.

#### IV. Shareholding Pattern (Equity Share Capital Breakup as a percentage of Total Equity)

##### i. Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (1 April 2020)				No. of Shares held at the end of the year (31 March 2021)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual	17,947,523	-	17,947,523	12.17	1,85,86,711	-	1,85,86,711	12.59	0.42
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp. (Thomas Cook (India) Limited)	-	-	-	-	-	-	-	-	-
e) Banks/ Financial Institutions	-	-	-	-	-	-	-	-	-
f) Any Other.... (Promoter Group) - Isaac Enterprises Private Limited	15,365,824	0	15,365,824	10.42	15,365,824	0	15,365,824	10.40	(0.02)
Net Resources Investments Private Limited	0	-	0	-	0	-	0	-	-
- Trusts	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	<b>33,313,347</b>	<b>-</b>	<b>33,313,347</b>	<b>22.58</b>	<b>3,39,52,535</b>	<b>-</b>	<b>3,39,52,535</b>	<b>22.99</b>	<b>0.41</b>
(2) Foreign									
Any Other Body Corporate - Fairbridge Capital (Mauritius) Limited	46,876,237	-	46,876,237	31.78	4,68,76,237	-	4,68,76,237	31.47	(0.31)
HWIC Asia Fund Class A Shares	748,100	-	748,100	0.51	748,100	-	748,100	0.51	0
<b>Sub-total (A) (2):-</b>	<b>47,624,337</b>	<b>0</b>	<b>47,624,337</b>	<b>32.29</b>	<b>4,76,24,337</b>	<b>-</b>	<b>4,76,24,337</b>	<b>32.25</b>	<b>(0.04)</b>
<b>Total Promoter Shareholding (A)</b>	<b>80,937,684</b>	<b>-</b>	<b>80,937,684</b>	<b>54.87</b>	<b>8,15,76,872</b>	<b>-</b>	<b>8,15,76,872</b>	<b>55.24</b>	<b>(0.63)</b>
<b>= (A)(1)+(A)(2)</b>									
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	21,632,348	1,596	21,633,944	14.67	18,723,333	1,596	18,724,929	12.68	(1.99)
b) Alternate Investment Funds	2,727,499	0	2,727,499	1.85	2,661,602	0	2,661,602	1.80	(0.05)
c) Foreign Portfolio Investors	21,551,185	460	21,551,645	14.61	25,575,245	460	25,575,705	17.32	2.71
d) Financial Institutions / Banks	43,879	1,417	45,296	0.03	396	1,417	1,813	0.00	(0.03)
e) Insurance Companies	117,025	0	117,025	0.08	30,000	-	30,000	0.02	(0.06)
f) Any other Foreign Bank	45	260	305	0.00	45	260	305	0.00	-
<b>Sub-total (B)(1):-</b>	<b>45,954,911</b>	<b>3,473</b>	<b>46,075,714</b>	<b>31.24</b>	<b>46,990,621</b>	<b>3,733</b>	<b>46,994,354</b>	<b>31.82</b>	<b>0.58</b>
2. Central Government / State Government(s) / President of India									
<b>Sub-total (B)(2):-</b>	<b>84</b>	<b>0</b>	<b>84</b>	<b>0.00</b>	<b>84</b>	<b>0</b>	<b>84</b>	<b>0.00</b>	<b>-</b>

Category of Shareholders	No. of Shares held at the beginning of the year (1 April 2020)				No. of Shares held at the end of the year (31 March 2021)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
3. Non-Institutions									
a) Individuals									
i) Individual shareholders holding nominal share capital up to ₹ 2 lakh	11,054,731	410,427	11,465,158	7.77	8,169,822	4,00,087	8,569,909	5.80	(1.97)
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	2,815,928	0	2,815,928	1.91	4,223,549	0	4,223,549	2.86	0.95
b) NBFC	10,286	0	10,286	0.01	10,336	0	10,336	0.01	-
c) Employee Trust	213	0	213	0.00	0	0	0	0.00	-
d) Others (specify)	61,90,898	14,729	62,05,627	4.21	6,289,299	14,461	6,303,760	4.27	0.06
1. IEPF	79,772	0	79,772	0.05	79,772	0	79,772	0.05	-
2. Trusts	1,407,087	1,132	1,408,219	0.95	1,353,438	1,132	1,354,570	0.92	(0.03)
3. Non-resident Indians	851,368	2,341	853,709	0.58	6,91,491	1,745	6,93,236	0.46	(0.12)
4. Clearing Members	67,458	0	67,458	0.05	1,67,307	0	1,67,307	0.11	0.06
5. Bodies Corporate	3,007,930	11,256	3,019,186	2.05	32,88,008	11,256	32,99,264	2.23	0.18
6. Foreign National	56	0	56	0.00	56	0	56	0.00	0
7. Director & Director Relative	0	0	108,162	0.07	5000	0	5000	0.00	(0.07)
8. HUF	402,467	0	402,467	0.27	2,97,865	328	2,98,193	0.20	(0.07)
9. Others (Employees)	2,66,598	0	2,66,598	0.18	4,06,362	0	4,06,362	0.28	0.10
<b>Sub-total (B)(3):-</b>	<b>20,072,056</b>	<b>425,156</b>	<b>20,497,212</b>	<b>13.90</b>	<b>1,86,93,006</b>	<b>4,14,548</b>	<b>19,107,554</b>	<b>12.94</b>	<b>(0.96)</b>
<b>Total Public Shareholding (B) = (B)(1)+(B)(2) + (B)(3)</b>	<b>66,027,051</b>	<b>428,629</b>	<b>66,573,010</b>	<b>45.13</b>	<b>6,56,83,711</b>	<b>4,18,281</b>	<b>6,61,01,992</b>	<b>44.76</b>	<b>(0.37)</b>
C. Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>146,964,735</b>	<b>428,629</b>	<b>147,510,694</b>	<b>100.00</b>	<b>14,72,60,583</b>	<b>4,18,281</b>	<b>14,76,78,864</b>	<b>100.00</b>	<b>-</b>

## (ii) Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (1 April 2020)			Shareholding at the end of the Year (31 March 2021)			% Change in Shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Ajit Isaac	17,947,523	12.17	0.00	18,586,711	12.59	0.00	0.42
2	Thomas Cook (India) Limited	0	0.00	0.00	0	0.00	0.00	0.00
3	Net Resources Investments Private Limited	0	0.00	0.00	0	0.00	0.00	0.00
4	Isaac Enterprises Private Limited	15,365,824	10.42	0.00	15,365,824	10.40	0.00	(0.02)
5	Fairbridge Capital (Mauritius) Limited	46,876,237	31.78	0.00	46,876,237	31.74	0.00	(0.04)
6	HWIC Asia Fund Class A Shares	748,100	0.51	0.00	748,100	0.51	0.00	0.00

## (iii) Change in Promoters' Shareholding

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (1 April 2020)		Date	Increase/ Decrease in shareholding	Reason	Shareholding at the end of the Year (31 March 2021)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Ajit Isaac	17,947,523	12.17	4 June 2020	18,500	Acquired directly from the secondary market	17,966,023	12.17
				5 June 2020	17,700		17,983,723	12.18
				9 June 2020	17,678		18,001,401	12.19
				22 June 2020	15,000		18,016,401	12.20
				23 June 2020	69,560		18,085,961	12.25
				26 June 2020	110,750		18,105,961	12.27
				29 June 2020	300,000		18,496,711	12.53
				30 June 2020	90,000		18,586,711	12.59

(iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (1 April 2020)		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Tax Relief 96				
	At the beginning of the year	9,572,569	6.48	9,572,569	6.48
	Bought during the year	104,508	0.07	9,677,077	6.55
	Sold during the year	2,501,336	1.69	7,175,741	4.86
	At the end of the year	7,175,741	4.86	7,175,741	4.86
2	Sundaram Mutual Fund A/C Sundaram Mid Cap Fund				
	At the beginning of the year	5,439,614	3.68	5,439,614	3.68
	Bought during the year	3,62,332	0.25	5,801,946	3.93
	Sold during the year	1,175,827	0.08	4,626,119	3.13
	At the end of the year	4,626,119	3.13	4,626,119	3.13
3	India Capital Fund Limited				
	At the beginning of the year	4,050,903	2.74	4,050,903	2.74
	Bought during the year	60,000	0.04	4,110,903	2.78
	Sold during the year	691,500	0.47	3,419,403	2.32
	At the end of the year	3,419,403	2.32	3,419,403	2.32
4	ICICI Prudential Life Insurance Company Limited				
	At the beginning of the year	7,49,290	0.51	7,49,290	0.51
	Bought during the year	2,472,671	1.67	3,221,961	2.18
	Sold during the year	744,200	0.05	2,477,761	1.68
	At the end of the year	2,47,761	1.68	2,477,761	1.68
5	Franklin India Smaller Companies Fund				
	At the beginning of the year	2,208,153	1.49	2,208,153	1.49
	Bought during the year	2,51,986	0.17	2,460,139	1.66
	Sold during the year	50,000	0.03	2,410,139	1.63
	At the end of the year	2,410,139	1.63	2,410,139	1.63
6	Malabar Select Fund				
	At the beginning of the year	2,189,706	1.48	2,189,706	1.48
	Bought during the year	0	0.00	2,189,706	1.48
	Sold during the year	56,079	0.04	2,133,627	1.44
	At the end of the year	2,133,627	1.44	2,133,627	1.44
7	Tata Mutual Fund - Tata Small Cap Fund				
	At the beginning of the year	1,094,371	0.74	1,094,371	0.74
	Bought during the year	7,06,806	0.48	1,801,177	1.22
	Sold during the year	15,300	0.01	1,785,877	1.21
	At the end of the year	1,785,877	1.21	1,785,877	1.21

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (1 April 2020)		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
8	Ashish Dhawan				
	At the beginning of the year	0.00	0.00	0.00	0.00
	Bought during the year	1,586,510	1.07	1,586,510	1.07
	Sold during the year	0	0	1,586,510	1.07
	At the end of the year	1,586,510	1.07	1,586,510	1.07
9	ICICI Prudential Long Term Equity Fund Tax Savings				
	At the beginning of the year	2,009,197	1.36	2,009,197	1.36
	Bought during the year	245,720	0.17	2,254,917	1.53
	Sold during the year	735,351	0.05	1,519,566	1.03
	At the end of the year	1,519,566	1.03	1,519,566	1.03
10	Goldman Sachs India Limited				
	At the beginning of the year	0.00	0.00	0.00	0.00
	Bought during the year	1,398,236	0.95	1,398,236	0.95
	Sold during the year	29,813	0.93	1,368,423	0.93
	At the end of the year	1,368,423	0.93	1,368,423	0.93

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Director's / KMP name	Category of Directors/ KMP	Shareholding at the beginning of the year (1 April 2020)		Date	Increase/ Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.2020 - 31.03.2021)	
			No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Ajit Isaac	Chairman and Managing Director	17,947,523	12.16	4 June 2020	18,500	Acquisition directly from the secondary market	18,586,711	12.59
					5 June 2020	17,700			
					9 June 2020	17,678			
					22 June 2020	15,000			
					23 June 2020	69,560			
					26 June 2020	110,750			
					29 June 2020	300,000			
					30 June 2020	90,000			
2	K. Suraj Moraje	Executive Director & Group CEO	5000	Negligible	-	-	-	5,000	Negligible
3	Kundan K Lal	Company Secretary	40	Negligible	-	-	-	40	Negligible



## V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(₹ in millions)

Sr. No	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
1	Indebtedness at the beginning of the financial year				
	i) Principal Amount	8,515.97	0.00	0.00	8,515.97
	ii) Interest due but not paid	0.00	0.00	0.00	0.00
	iii) Interest accrued but not due	37.45	0.00	0.00	37.45
	<b>Total (i+ii+iii)</b>	<b>8,553.42</b>	<b>0.00</b>	<b>0.00</b>	<b>8,553.42</b>
2	Change in Indebtedness during the financial year				
	• Addition (Only principal)	37,649.70	800.00	0.00	38,449.70
	• Reduction (Only principal)	(43,125.67)	(666.70)	0.00	(43,792.37)
	Net Change	(5,475.97)	133.30	0.00	(5,342.67)
3	Indebtedness at the end of the financial year				
	i) Principal Amount	3,040.00	133.30	0.00	3,173.30
	ii) Interest due but not paid	0.00	0.00	0.00	0.00
	iii) Interest accrued but not due	13.85	0.00	0.00	13.85
	<b>Total (i+ii+iii)</b>	<b>3,053.85</b>	<b>133.30</b>	<b>0.00</b>	<b>3,187.15</b>

## VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(₹ in millions)

Sr. No	Particulars of Remuneration	Chairman*	Managing Director & Group CEO**
		Ajit Isaac	K. Suraj Moraje
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13.59	18.10
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Options	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify	-	-
5	Others, please specify	-	-
	a) Bonus	-	-
	b) Contribution to PF	0.72	0.96
	c) Leave encashment	-	-
	<b>Total</b>	<b>14.31</b>	<b>19.06</b>
	Overall Ceiling as per the CA, 2013	₹ 48.84 million (being 10% of Net Profits of the Company as calculated as under Section 198 of the Companies Act, 2013)	

\*The Board approved Variable Pay of ₹ 7.50 million and ₹ 3.75 million for the financial year 2019-20 and 2020-21 respectively for Mr. Ajit Isaac which will be paid in the financial year 2021-22.

\*\*The Board approved Variable Pay of ₹ 8.80 million for the financial year 2019-20 for Mr. Suraj which will be paid in the financial year 2021-22.

B. Remuneration to other Directors

(₹ in millions)

A	Name of the Independent Director	Pratip Chaudhuri*	Pravir Kumar Vohra*	Revathy Ashok	Sanjay Anandaram	Total
1	Fee for attending Board/ Committee meetings	0.28	0.28	0.65	0.60	1.81
2	Commission	0.75	0.75	0.75	0.75	3.00
3	Others, please specify	-	-	-	-	-
	<b>Total (A1)</b>	<b>1.03</b>	<b>1.03</b>	<b>1.40</b>	<b>1.35</b>	<b>4.81</b>
A	Name of the Independent Director	K. R. Girish#	Gaurav Mathur#			
1	Fee for attending Board/ Committee meetings	0.23	0.25			0.48
2	Commission	-	-			-
3	Others, please specify	-	-			-
	<b>Total (A2)</b>	<b>0.23</b>	<b>0.25</b>			<b>0.48</b>
	<b>Total (A)</b>	<b>1.26</b>	<b>1.28</b>			<b>5.29</b>
B	Name of Non-Executive Director	Chandran Ratnaswami	Gopalakrishnan Soundarajan			
1	Fee for attending Board/ Committee meetings	-	-			-
2	Commission	-	-			-
3	Others, please specify	-	-			-
	<b>Total (B)</b>	<b>-</b>	<b>-</b>			<b>-</b>
	<b>TOTAL (A)+(B)</b>	<b>1.26</b>	<b>1.28</b>			<b>5.29</b>
	Total Managerial Remuneration					5.29
	Overall Ceiling as per the CA 2013	₹ 4.88 million (being 1% of Net Profits of the Company as calculated as under Section 198 of the Companies Act, 2013).				

\*Mr. Pratip Chaudhuri and Mr. Pravir Kumar Vohra retired from the post of Independent Directors from the conclusion of 13<sup>th</sup> Annual General Meeting held on 29 September 2020.

#Mr. K. R. Girish and Mr. Gaurav Mathur were appointed as Non-Executive Independent Directors with effect from 31 August 2020 for a period of five (5) consecutive years.

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(₹ in millions)

Sr. No	Particulars of Remuneration	Key Managerial Personnel	
		Subramanian Ramakrishnan, Chief Financial Officer	Kundan K Lal, Company Secretary Total
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8.96	4.55
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Options	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify	-	-
5	Others, please specify		
	a) Bonus	-	-
	b) Contribution to PF	0.47	0.24
	c) Leave encashment	-	-
	<b>Total</b>	<b>9.43</b>	<b>4.79</b>

**VII. Penalties / Punishment/ Compounding of Offences:**

(₹ in millions)

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
<b>A. COMPANY</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment			NIL		
Compounding					

For and on behalf of the Board of Directors of Qess Corp limited

Date: 3 June 2021  
Place: Bengaluru

Sd/-  
Ajit Isaac  
Executive Chairman  
DIN: 00087168