

September 22, 2022

**BSE Limited,**  
1<sup>st</sup> 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

**Sub: Disclosure of events pursuant to Regulation 30 - Schedule III - Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations")**

**Ref: Summary of Proceedings of 15<sup>th</sup> Annual General Meeting ("AGM") of Quess Corp Limited through Video Conferencing ("VC") / Other Audio Video Means ("OAVM")**

Dear Sir/Madam,

Pursuant to Regulation 30, Part A of Schedule - III of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 15<sup>th</sup> Annual General Meeting of the Company held on Thursday, September 22, 2022 at 03.30 P.M. (IST) and concluded at 04.30 P.M. (IST) through VC/OAVM. The Meeting was held in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The transcript of the 15<sup>th</sup> AGM will be made available on the Company's website: <https://www.quesscorp.com/investor-other-information/>

We request you to take the above intimation on record.

Thanking you,

Yours faithfully,

**For QUESS CORP LIMITED**

**KUNDAN K LAL**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: a/a

## DETAILS OF PROCEEDINGS OF THE MEETING

The 15<sup>th</sup> Annual General Meeting of the Members of Qess Corp Limited (“the Company”) was held on Thursday, September 22, 2022 at 03:30 P.M. (IST) through Video Conferencing (“VC”)/Other Audio Video Means (“OAVM”). The meeting was held in compliance with the General Circular issued by the Ministry of Corporate Affairs (‘MCA’) and circulars issued by the Securities and Exchange Board of India (‘SEBI’) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

### **Directors and Key Managerial Personnel in Attendance:**

Sl. No.	Name of the Director and Key Managerial Personnel	Designation
1.	Mr. Ajit Isaac, joined over VC from Qess Board Room, Bengaluru	Chairman
2.	Mr. Guruprasad Srinivasan, joined over VC from Qess Board Room, Bengaluru	Executive Director & Group CEO
3.	Mr. Gopalakrishnan Soundarajan, joined over VC from Canada	Non-Executive Director
4.	Ms. Revathy Ashok, joined over VC from Bengaluru	Non-Executive Independent Director
5.	Mr. Sanjay Anandaram, joined over VC from Bengaluru	Non-Executive Independent Director
6.	Mr. K. R. Girish, joined over VC from Bengaluru	Non-Executive Independent Director
7.	Mr. Gaurav Mathur, joined over VC from Mumbai	Non-Executive Independent Director
8.	Mr. Ravi Vishwanath, joined over VC from Qess Board Room, Bengaluru	Group Chief Financial Officer
9.	Mr. Kundan K Lal, joined over VC from Qess Board Room, Bengaluru	Company Secretary & Compliance Officer

### **Other Representatives:**

Sl. No	Name	Particulars
1.	Mr. Anand Subramanian, joined over VC from Bengaluru (Firm Registration No. 117366 W/W-100018)	M/s. Deloitte Haskins & Sells LLP Statutory Auditors
2.	Mr. S.N. Mishra, joined over VC from Bengaluru (C.P. No. 4684)	Secretarial Auditor and Scrutinizer (Proprietor of SNM & Associates, Practicing Company Secretaries)

The meeting commenced at 03:30 PM (IST) and concluded at 04.30 P.M. (IST) (including time allowed for e-voting at AGM).

Mr. Ajit Isaac, Chairman of the Company chaired the meeting and conducted the proceedings. The Chairman extended his warm welcome to all the members and informed that the AGM is being held through video conference in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI. The Chairman introduced the Directors, Key Managerial Personnel, Statutory and Secretarial Auditors joining over VC. The requisite quorum being present, the Chairman called the meeting to order.

### **Qess Corp Limited**

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

Mr. Kundan K Lal, Company Secretary of the Company provided general instructions to the members regarding participation in the Meeting and the e-voting procedure. He informed that as the AGM is being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection is not available. He further informed that the Company had provided the members the facility to cast their votes electronically through remote e-voting on all the resolutions set forth in the notice and the facility for voting through e-voting system was made available during the AGM for Members who had not cast their vote prior to the Meeting. The remote e-voting commenced at 09.00 A.M. (IST) on Monday, September 19, 2022 and concluded at 05.00 P.M. (IST) on Wednesday, September 21, 2022.

The Board of Directors had appointed Mr. S. N. Mishra (ICSI Membership No.: FCS 6143/CP No.: 4684), M/s SNM & Associates, Practicing Company Secretaries as the Scrutinizer to supervise the e-voting process.

The Chairman delivered his speech/presentation on the performance of the Company.

The Chairman further informed that as there were no qualifications/observations in the Independent Auditors' Report, both in Standalone and in Consolidated and in the Secretarial Audit Report and therefore, it was not necessary to read the said reports at the meeting.

Thereafter, the Chairman declared that the notice of the 15<sup>th</sup> AGM and Annual report had been sent through electronic mode to those members whose e-mail addresses had been registered with the Company or Depositories. With the consent of the members present at the meeting, the Notice convening the AGM was taken as read. It was also informed that the original documents including the register of Director's shareholding, register of contracts, copies of audited financial statements, ESOP Certificate issued by Secretarial Auditors, etc., were available for inspection.

Since the meeting was being convened through VC, resolutions were put to vote through e-voting and the requirement to propose and second was not applicable.

The following items of business, as per the Notice of AGM dated May 31, 2022, were put at the AGM for member's consideration and approval:

Sl. No	Particulars of Business	Type of Resolution
<b>Ordinary Business</b>		
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.	Ordinary 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.	Ordinary Resolution
3.	To appoint Mr. Ajit Isaac (DIN: 00087168) as a Director liable to retire by rotation	Ordinary Resolution

The Company Secretary briefed the members on all the resolutions in the Notice of AGM and also about the procedure to participate as a Speaker.

On the invitation of the Company Secretary, members who had previously registered themselves as speakers, addressed the Meeting through VC/OAVM and sought clarifications on their respective queries.

Clarifications were provided to the queries raised by the members.

The Chairman announced that the details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the Notice of AGM along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company in due course. He authorized the Company Secretary to declare the voting results, intimate the Stock Exchanges and place the same on the website of the Company.

The Company Secretary informed the members that the e-voting platform will be open for the next 15 minutes and members who have not cast their vote yet, can vote on all the resolutions mentioned in the Notice of AGM.

The Chairman, then, thanked the members present at the meeting and appreciated the stakeholders including employees, government, customers for their support and declared the meeting as closed.

Total 44 members attended the Meeting.

Kindly take the above intimation on record.

Thanking you,

Yours faithfully,  
**For QUESS CORP LIMITED**

**KUNDAN K LAL**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**