

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L74140KA2007PLC043909

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	QUESS CORP LIMITED	QUESS CORP LIMITED
Registered office address	Quess Tower, Sky Walk Avenue,32/4,,Hosur Road, Roopena Agrahara,Bommanahalli (Bangalore),Bangalore South,Bangalore,Karnataka,India,560068	Quess Tower, Sky Walk Avenue,32/4,,Hosur Road, Roopena Agrahara,Bommanahalli (Bangalore),Bangalore South,Bangalore,Karnataka,India,560068
Latitude details	12.908974	12.908974
Longitude details	77.627585	77.627585

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Reg office_1.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****1M

(c) *e-mail ID of the company

*****retary@quesscorp.com

(d) *Telephone number with STD code

08*****66

(e) Website	www.queesscorp.com									
iv *Date of Incorporation (DD/MM/YYYY)	19/09/2007									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058							
ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No									
(b) If yes, date of AGM (DD/MM/YYYY)	25/08/2026									
(c) Due date of AGM (DD/MM/YYYY)	30/09/2026									
(d) Whether any extension for AGM granted	☐ Yes ☒ No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Administrative and support service activities	78	Employment activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

22

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		640999	Quesscorp Management Consultancies	Subsidiary	100.00
2		CS201700082	Quess Recruit Inc.	Associate	25.00
3		1265396-M	Agensi Pekerjaan Quess Recruit Sdn. Bhd.	Associate	49.00
4	U74999KA2016PTC097984		EXCELUS LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	100.00
5	U72200KA2015PTC084539		STELLARSLOG TECHNOVATION PRIVATE LIMITED	Subsidiary	100.00

6	U74140KA2021PTC154916		BILLION CAREERS PRIVATE LIMITED	Subsidiary	100.00
7	U93000KA2008PTC133410		QUESS INTERNATIONAL SERVICES PRIVATE LIMITED	Subsidiary	100.00
8		201526129N	Quesscorp Holdings Pte Ltd.	Subsidiary	100.00
9		CS201305088	Quess (Philippines) Corp.	Subsidiary	100.00
10		314944513	Quess Corp Vietnam LLC	Subsidiary	100.00
11		199801439D	Quesscorp Singapore Pte Ltd.	Subsidiary	100.00
12		201715683K	Quess Selection and Services Pte Ltd.	Subsidiary	100.00
13		938724-A	Quess Malaysia Digital Sdn. Bhd.	Subsidiary	100.00
14	U74999WB2018PTC227022		QUESS EAST BENGAL FC PRIVATE LIMITED	Subsidiary	100.00
15		202441951W	Quesscorp Solutions Pte Ltd.	Subsidiary	100.00
16		202442294R	Quesscorp Consulting Pte Ltd.	Subsidiary	100.00
17		6803939	Quess Corp NA LLC	Subsidiary	100.00
18		666576	Quesscorp Manpower Supply Services L.L.C	Subsidiary	100.00
19		PV 12225	Quess Corp Lanka (Private) Limited	Subsidiary	100.00
20		1127063-A	Quessglobal (Malaysia) Sdn. Bhd.	Subsidiary	100.00
21		202550432R	Quess Engineering Pte. Ltd.	Subsidiary	100.00
22		CN-5482061	Quesscorp Manpower Supply Services L.L.C - S.P.C	Subsidiary	100.00

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	393850000.00	149331454.00	149331454.00	149331454.00
Total amount of equity shares (in rupees)	3938500000.00	1493314540.00	1493314540.00	1493314540.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	393850000	149331454	149331454	149331454
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3938500000	1493314540	1493314540	1493314540

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in				

rupees)			
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(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	327791	148590750	148918541.00	1489185410	1489185410	
Increase during the year	0.00	420347.00	420347.00	4203470.00	4203470.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	412913	412913.00	4129130	4129130	0
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Conversion into Demat	0	7434	7434.00	74340	74340	0
Decrease during the year	7434.00	0.00	7434.00	74340.00	74340.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
Conversion into Demat	7434	0	7434.00	74340	74340	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	320357.00	149011097.00	149331454.00	1493314540.00	1493314540.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify Not applicable	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Not applicable	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE615P01015

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers

18

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details (3).xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

141053852874.71

ii * Net worth of the Company

9317566084.27

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	17896832	11.98	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	66967379	44.84	0	0.00
10	Others 	0	0.00	0	0.00
	Total	84864211.00	56.82	0.00	0

Total number of shareholders (promoters)

4

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	30099633	20.16	0	0.00
	(ii) Non-resident Indian (NRI)	1653166	1.11	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	1983018	1.33	0	0.00
4	Banks	1892	0.00	0	0.00

5	Financial institutions	15079493	10.10	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	13875479	9.29	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1234554	0.83	0	0.00
10	Others	540008	0.36	0	0.00
	Others				
	Total	64467243.00	43.18	0.00	0

Total number of shareholders (other than promoters)

110114

Total number of shareholders (Promoters + Public/Other than promoters)

110118.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	20172
2	Individual - Male	41545
3	Individual - Transgender	0
4	Other than individuals	48401
	Total	110118.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year

Promoters	4	4
Members (other than promoters)	124069	110114
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	1	0	1	0	11.98
B Non-Promoter	1	6	1	6	0.23	0.00
i Non-Independent	1	2	1	2	0.23	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	7	1	7	0.23	11.98

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
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AJIT ABRAHAM ISAAC	00087168	Director	17896832	
SRINIVASAN GURUPRASAD	07596207	Whole-time director	343789	31/05/2026
CHANDRAN RATNASWAMI	00109215	Director	0	31/05/2026
GOPALAKRISHNAN SOUNDARAJAN	05242795	Director	0	
KALPATHI RATNA GIRISH	07178890	Director	0	
SUDHA SURESH	06480567	Director	0	
DEVARAJAN SAMU	00878956	Director	0	
VIVEK MANSINGH	06903079	Director	0	
KUNDAN KUMAR LAL	ABDPL9472D	Company Secretary	26640	
NEERAJ JAIN	AESPJ3049L	CFO	0	
LOHIT BHATIA	AANPB8454E	CEO	134959	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

13

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SUDHA SURESH	06480567	Additional Director	19/06/2025	Appointment
SUDHA SURESH	06480567	Director	29/08/2025	Change in designation
DEVARAJAN SAMU	00878956	Additional Director	19/06/2025	Appointment
DEVARAJAN SAMU	00878956	Director	29/08/2025	Change in designation
VIVEK MANSINGH	06903079	Additional Director	19/06/2025	Appointment
VIVEK MANSINGH	06903079	Director	29/08/2025	Change in designation
ASHOK REVATHY	00057539	Director	30/06/2025	Cessation
GAURAV MATHUR	00016492	Director	30/08/2025	Cessation
SANJAY ANANDARAM	00579785	Director	28/09/2025	Cessation
SUSHANTH SHIVRAM PAI	ACFPP7310M	CFO	17/10/2025	Cessation

NEERAJ JAIN	AESPJ3049L	CFO	05/12/2025	Appointment
LOHIT BHATIA	AANPB8454E	CEO	01/01/2026	Appointment
SRINIVASAN GURUPRASAD	07596207	CEO	31/12/2025	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/08/2025	125493	62	22.78

B BOARD MEETINGS

*Number of meetings held

9

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/04/2025	8	7	87.5
2	19/05/2025	8	8	100
3	19/06/2025	8	7	87.5
4	28/07/2025	10	10	100
5	10/10/2025	8	8	100
6	29/10/2025	8	8	100
7	05/12/2025	8	7	87.5
8	28/01/2026	8	8	100

9	16/03/2026	8	6	75
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C COMMITTEE MEETINGS

Number of meetings held

21

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	01/04/2025	6	5	83.33
2	Audit Committee	19/05/2025	6	6	100
3	Audit Committee	19/06/2025	6	5	83.33
4	Audit Committee	28/07/2025	8	8	100
5	Audit Committee	29/10/2025	6	6	100
6	Audit Committee	05/12/2025	6	5	83.33
7	Audit Committee	28/01/2026	6	6	100
8	Nomination and Remuneration Committee	01/04/2025	3	2	66.67
9	Nomination and Remuneration Committee	21/04/2025	3	3	100
10	Nomination and Remuneration Committee	19/05/2025	3	3	100
11	Nomination and Remuneration Committee	19/06/2025	3	3	100
12	Nomination and Remuneration Committee	29/10/2025	5	5	100
13	Nomination and Remuneration Committee	05/12/2025	4	4	100
14	Nomination and Remuneration Committee	23/02/2026	4	4	100
15	Nomination and Remuneration Committee	16/03/2026	4	4	100

16	Stakeholders Relationship Committee	19/05/2025	3	3	100
17	Stakeholders Relationship Committee	11/11/2025	3	3	100
18	Risk Management Committee	19/05/2025	5	5	100
19	Risk Management Committee	11/11/2025	3	3	100
20	Corporate Social Responsibility Committee	19/05/2025	3	3	100
21	Corporate Social Responsibility Committee	28/01/2026	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								25/08/2026 (Y/N/NA)
1	AJIT ABRAHAM ISAAC	9	9	100	10	10	100	Yes
2	SRINIVASAN GURUPRASAD	9	8	88	2	2	100	Yes
3	CHANDRAN RATNASWAMI	9	6	66	12	9	75	Yes
4	GOPALAKRISHNAN SOUNDARAJAN	9	9	100	7	7	100	Yes
5	KALPATHI RATNA GIRISH	9	9	100	8	8	100	Yes
6	SUDHA SURESH	6	6	100	10	10	100	Yes
7	DEVARAJAN SAMU	6	6	100	9	9	100	Yes
8	VIVEK MANSINGH	6	6	100	9	9	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SRINIVASAN GURUPRASAD	Whole-time director	38332371	0	36294976	0	74627347.00
	Total		38332371.00	0.00	36294976.00	0.00	74627347.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KUNDAN KUMAR LAL	Company Secretary	10143001	0	4089906	0	14232907.00
2	NEERAJ JAIN	CFO	4407742	0	0	0	4407742.00
3	LOHIT BHATIA	CEO	3510678	0	3300064	0	6810742.00
	Total		18061421.00	0.00	7389970.00	0.00	25451391.00

C *Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ASHOK REVATHY	Director	0	750000	0	800000	1550000.00
2	SANJAY ANANDARAM	Director	0	750000	0	900000	1650000.00
3	GAURAV MATHUR	Director	0	750000	0	500000	1250000.00
4	KALPATHI RATNA GIRISH	Director	0	750000	0	1300000	2050000.00
5	SUDHA SURESH	Director	0	0	0	1100000	1100000.00
6	DEVARAJAN SAMU	Director	0	0	0	1050000	1050000.00
7	VIVEK MANSINGH	Director	0	0	0	1050000	1050000.00
	Total		0.00	3000000.00	0.00	6700000.00	9700000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☐ Nil

2

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Quess Corp Limited	National Stock Exchange of India Limite	28/11/2025	SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015	Fine of Rs. 2,000/- per day until the compliance was completed i.e. re constitution of the NRC	NA
Quess Corp Limited	BSE Limited	28/11/2025	SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015	Fine of Rs. 2,000/- per day until the compliance was completed i.e. re constitution of the NRC	NA

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

110118

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder_Quess Corp
Limited_MGT-7_1.xlsm
Details of Shareholder or
Debenture holder_Quess Corp
Limited_MGT-7_2.xlsm

(b) Optional Attachment(s), if any

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of Quess Corp Limited as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in

compliance with the provisions of the Act

10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor

Education and Protection Fund in accordance with section 125 of the Act;

11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

*(b) Name of the Designated Person

Declaration

I am authorised by the Board of Directors of the Company vide resolution number*

5

dated*

(DD/MM/YYYY)

17/04/2019

to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*9*0*8*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

8*9*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC5257535

eForm filing date (DD/MM/YYYY)

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company