

December 09, 2024

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 - 400 051

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 the Meeting of the Unsecured Creditors of Quess Corp Limited through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Dear Sir/Madam,

This is in continuation to our letter dated November 7, 2024 in relation to the notice of the meeting of the Unsecured Creditors pursuant to the Hon'ble National Company Law Tribunal, Bengaluru Bench ("NCLT") Order dated October 22, 2024 ("**Order**") and pursuant to Regulation 30, Part A of Schedule - III of the Listing Regulations, please find enclosed proceedings of the meeting of Unsecured Creditors of the Company convened pursuant to the aforementioned Order in relation to the Composite Scheme of Arrangement between Quess Corp Limited ("**Demerged Company**"), Digitide Solutions Limited ("**Resulting Company 1**") and Bluspring Enterprises Limited ("**Resulting Company 2**") and their respective shareholders and creditors ("**Scheme**") held on Monday, December 09, 2024 at 12:00 P.M. (IST) and concluded at 12.30 P.M. (IST) (including time allowed for e-voting at the meeting) through VC/OAVM. The meeting was held in compliance with the circulars issued by the Securities and Exchange Board of India and Ministry of Corporate Affairs.

The transcript of the meeting 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.

Yours sincerely,
For Quess Corp Limited

Kundan K Lal
Company Secretary & Compliance Officer

Encl: a/a

Proceedings of meeting of the Unsecured Creditors of the Company convened pursuant to the Order of Hon'ble National Company Law Tribunal, Bengaluru Bench ("NCLT") held on Monday, 09 December, 2024 ("Meeting")

A. Date, time and venue of the Meeting

The meeting of the Unsecured Creditors of Quess Corp Limited ("**the Company**") convened pursuant to the order of Hon'ble NCLT dated October 22, 2024 ("**Order**") on Monday, December 09, 2024 at 12:00 P.M. (IST) through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**").

B. Proceedings in brief

Ms. Krishna Anmol Singh, the Chairperson welcomed the Unsecured Creditors who were participating in the Meeting through VC/OAM, in terms of the Order and commenced the proceedings.

The requisite quorum being present, the Chairperson called the Meeting to order.

The Chairperson informed the Meeting was held through VC/OAVM in compliance with the directions of the Hon'ble NCLT vide Order dated 22 October, 2024, in accordance with the provisions of the Companies Act, 2013 and the rules thereunder.

The Chairperson thereafter addressed the Unsecured Creditors. She informed that the remote e-voting commenced at 9:00 a.m. (IST) on Thursday, 5 December, 2024 and concluded at 5:00 p.m. (IST) on Sunday, 8 December, 2024.

The resolution regarding the Composite Scheme of Arrangement (with or without modifications) between the Company, Digitide Solutions Limited and Bluspring Enterprises Limited and its shareholders and creditors ("**Scheme**") was placed before the Unsecured Creditors for consideration and approval.

The Chairperson provided general instructions to the Unsecured Creditors regarding participation in the Meeting and the e-voting procedure. She further informed the Unsecured Creditors that the notice dated November 05, 2024 including the explanatory statement prescribed under Sections 230, 232 and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the Scheme and other annexures to such statements ("**Notice**") convening the Meeting was already circulated on November 07, 2024 in compliance with the Order and was therefore taken as read.

The Chairperson informed that Shri K Dushyanth Kumar, Practicing Company Secretary (CP No. 6003) was appointed as the Scrutinizer to scrutinize the voting through electronic means (i.e., remote e-voting and voting at the Meeting by using electronic system) ("**e-voting**").

The Chairperson announced that the details of the voting results (remote e-voting and e-voting at the AGM) along with the consolidated Scrutinizer's Report shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and Central Depository Services Limited ("**CDSL**"), the authorized agency providing e-voting facility. She, then thanked the Unsecured Creditors present at the meeting and appreciated them for their support and declared the meeting as closed.

Quess Corp Limited

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C. Voting by Unsecured Creditors

The Company had provided remote e-voting facility to its Unsecured Creditors to cast votes electronically on the business set out in the Notice of the Meeting from 09:00 a.m. (IST) on Thursday, December 5, 2024 to 05:00 p.m. (IST) on Sunday, December 08, 2024.

Further, the facility to vote on the resolution through electronic voting system at the Meeting was made available to the Unsecured Creditors who participated in the Meeting and had not cast their votes through remote e-voting.

D. Results of e-voting (remote e-voting and e-voting at the Meeting)

Votes in favour - 100%.

The Meeting was concluded at 12.30 p.m. (including time allowed for e-voting at the meeting).

The resolution as set forth in the notice of the meeting was approved on December 09, 2024 with requisite majority.

Note:

This document does not constitute the minutes of the proceedings of the Meeting of the Company.

Yours sincerely,
For Quess Corp Limited

Kundan K Lal
Company Secretary & Compliance Officer