

September 17, 2024

To,
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

Subject: Disclosure of Voting Results of the 17th Annual General Meeting ("AGM") under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

We are submitting herewith the details regarding the voting results of the business transacted at the AGM held on Monday, September 16, 2024 at 03:30 P.M. (IST) in the format prescribed under Regulation 44 of the Listing Regulations as "**Annexure A**". The meeting was held in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. All the resolutions as set out in the Notice of 17th AGM are passed with requisite majority.

We are also enclosing consolidated Scrutinizer's Report dated September 17, 2024 on remote e-voting prior and during the AGM as "**Annexure B**".

The consolidated Scrutinizer's Report along with voting results are also being uploaded on the Company's website: <https://www.quesscorp.com/investor-other-information/>.

This is for your information and record.

Yours faithfully,
For Quess Corp Limited

Kundan K Lal
Company Secretary & Compliance Officer

Encl: a/a

Annexure A**Voting Results**

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

Date of the AGM:	September 16, 2024
Total number of shareholders as on record date (i.e., Monday, September 09, 2024 - cut-off date for voting purpose):	96,050
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	77 3 74

Agenda-wise Disclosure

The mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

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/Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
1. - To receive, consider, approve and adopt Audited Standalone Financial Statements along with the Auditor's Report of the Company for the financial year ended March 31, 2024:								
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	84,109,774	84,109,774	100.00	84,109,774	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		84,109,774	100.00	84,109,774	0	100.00	0.00
Public Institutions	E-Voting	39,607,160	24,566,269	62.02	20,796,197	3,770,072	84.65	15.35
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		24,566,269	62.02	20,796,197	3,770,072	84.65	15.35
Public Non Institutions	E-Voting	24,908,744	424,420	1.70	424,414	6	99.99	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		424,420	1.70	424,414	6	99.99	0.00
Total		148,625,678	109,100,463	73.41	105,330,385	3,770,078	99.54	3.46

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Resolution Required : (Ordinary/Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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, 2024:								
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	84,109,774	84,109,774	100.00	84,109,774	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		84,109,774	100.00	84,109,774	0	100.00	0.00
Public Institutions	E-Voting	39,607,160	24,566,269	62.02	20,796,197	3,770,072	84.65	15.35
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		24,566,269	62.02	20,796,197	3,770,072	84.65	15.35
Public Non Institutions	E-Voting	24,908,744	424,420	1.70	424,414	6	99.99	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		424,420	1.70	424,414	6	99.99	0.00
Total		148,625,678	109,100,463	73.41	105,330,385	3,770,078	96.54	3.46

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Resolution Required : (Ordinary/Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
3. - To confirm the payment of interim dividend of Rs. 4/- per equity share and to declare a final dividend of Rs. 6/- per equity share for the financial year ended March 31, 2024:								
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	84,109,774	84,109,774	100.00	84,109,774	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		84,109,774	100.00	84,109,774	0	100.00	0.00
Public Institutions	E-Voting	39,607,160	24,592,834	62.09	24,589,302	3,532	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		24,592,834	62.09	24,589,302	3,532	99.99	0.01
Public Non Institutions	E-Voting	24,908,744	424,420	1.70	424,414	6	99.99	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		424,420	1.70	424,414	6	99.99	0.00
Total		148,625,678	109,127,028	73.42	109,123,490	3,538	99.99	0.00

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Resolution Required : (Ordinary/Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
4. - To appoint Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director liable to retire by rotation:								
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	84,109,774	84,109,774	100.00	84,109,774	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		84,109,774	100.00	84,109,774	0	100.00	0.00
Public Institutions	E-Voting	39,607,160	24,592,834	62.09	23,574,241	10,18,593	95.86	4.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		24,592,834	62.09	23,574,241	10,18,593	95.86	4.14
Public Non Institutions	E-Voting	24,908,744	424,420	1.70	422,394	2,026	99.52	0.48
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		424,420	1.70	422,394	2,026	99.52	0.48
Total		148,625,678	109,127,028	73.42	108,106,409	1,020,619	99.06	0.94

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Consolidated Scrutinizer's Report

(Pursuant to section 108 of the Companies Act, 2013 read with SS2 and Rule 20(xi) and 21(2) of the Companies [Management and Administration] Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To,
The Chairman
Quess Corp Limited,
3/3/2, Bellandur Gate, Sarjapur Road,
Bengaluru – 560103.

Dear Sir,

Subject: Consolidated Scrutinizer's Report on the 17th Annual General Meeting ("17th AGM") of the Equity Shareholders of QUESS CORP LIMITED held on 16th September, 2024 at 03.30 P.M. IST through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

I, S.N. Mishra, Practicing Company Secretary, having office at No. P41, 9th A Main, LIC Colony, Jeevanbhima Nagar, Bangalore - 560075, was appointed as the Scrutinizer of Quess Corp Limited ("the Company") for the purpose of scrutinizing the remote e-voting process as well as e-voting by the Members of the Company at the 17th AGM, in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies [Management and Administration] Rules, 2014 and to scrutinize the electronic voting process provided during the 17th AGM pursuant to the General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Act and the rules made there under on account of the threat posed by COVID-19", General Circular no. 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 11/2022 and 09/2023 dated May 5, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively issued by the Ministry of Corporate Affairs (MCA) and circular no. SEBI /HO/CFD/CMD1 /CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by Securities Exchange Board of India (SEBI) (collectively referred to as "Circulars") and ascertaining the requisite majority on below mentioned resolutions, at the 17th Annual General Meeting (AGM) of the equity shareholders of the Company.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at the Annual General Meeting held through Video Conference (VC) or Other Audio-Visual Means (OAVM) for the Resolutions proposed in the Notice of 17th Annual General Meeting of the Members of the Company held on 16th

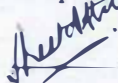
Phone: (O) 080 – 25296825 / 25283637, Fax – 080 - 25283637
Mobile – 98456 41548, E-mail: surjva.mishra@gmail.com / mishra@snmassociates.in



September, 2024. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting process and electronic voting by use of VC/OAVM at the 17th AGM, are conducted in a fair and transparent manner and prepare a consolidated 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 the "remote e-voting" and "e-voting" system provided at the 17th AGM.

I submit herewith my Consolidated Scrutinizer's Report as under:

1. The e-voting was kept open from 12th September, 2024 (09.00 A.M. IST) to 15th September, 2024 (05.00 P.M. IST).
2. The e-voting facility both for remote e-voting and e-voting at the AGM was provided by Central Depository Services Ltd. (CDSL).
3. The members holding shares as on the "cut off" date i.e. 9th September, 2024 were entitled to vote on the proposed resolutions (Item No.1 to 4 as set out in the Notice of 17th AGM of the Company).
4. E-voting facility was provided at the 17th AGM to the members to enable them to exercise their voting rights on the resolutions as contained in the 17th AGM Notice. Pursuant to the Circulars issued by the MCA, the facility to appoint a proxy to attend and cast vote for the members was not made available for the 17th AGM. However, Body Corporates were entitled to appoint authorized representatives to attend the 17th AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. Shareholders/Members, who were present at the 17th AGM through **CDSL Video Conferencing** facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, were eligible to vote through e-Voting facility during the meeting. Shareholders/Members who have voted through remote e-Voting prior to the 17th AGM were not eligible to vote again during the meeting.
6. The votes were unblocked on 16th September 2024 at around 4.56 PM in the presence of two witnesses namely Ms. Sheetal Atal & Mr. Sumanth More residing at Bangalore who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Sheetal Atal



Name: Sumanth More

6. Thereafter the details containing, interalia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website www.evotingindia.com.
7. The result of the remote e-voting and e-voting at the 17th AGM through VC / OAVM is as under.



- (a) **Resolution 1-** To receive, consider, approve and adopt Audited Standalone Financial Statements along with the Auditor's Report of the Company for the financial year ended March 31, 2024. (As an Ordinary Resolution)

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	328	10,53,30,355	96.52
E-Voting at AGM	3	30	0.00
Total	331	10,53,30,385	96.52

Voted against the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	23	37,70,078	3.45
E-Voting at AGM	0	0	0.00
Total	23	37,70,078	3.45

Invalid/Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	1	26,565	0.02
E-Voting at AGM	0	0	0.00
Total	1	26,565	0.02

The resolution is passed by Requisite Majority

- (b) **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, 2024. (As an Ordinary Resolution)



Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	328	10,53,30,355	96.52
E-Voting at AGM	3	30	0.00
Total	331	10,53,30,385	96.52

Voted against the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	23	37,70,078	3.45
E-Voting at AGM	0	0	0.00
Total	23	37,70,078	3.45

Invalid / Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	1	26,565	0.02
E-Voting at AGM	0	0	0.00
Total	1	26,565	0.02

The resolution is passed by Requisite Majority

- (c) **Resolution 3 – To confirm the payment of Interim Dividend of Rs 4/- per equity share and to declare a final dividend of Rs. 6/- per equity share for the financial year ended March 31, 2024.: (As an Ordinary Resolution)**

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	349	10,91,23,460	99.99
E-Voting at AGM	3	30	0.00
Total	352	10,91,23,490	99.99



Voted against of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	3	3,538	0.00
E-Voting at AGM	0	0	0.00
Total	3	3,538	0.00

Invalid / Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00
Total	0.00	0.00	0.00

The resolution is passed by Requisite Majority

- (d) **Resolution 4 – To appoint Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director liable to retire by rotation. (As an Ordinary Resolution)**

Voted in favour of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	325	10,81,06,399	99.06
E-Voting at AGM	2	10	0.00
Total	327	10,81,06,409	99.06

Voted against of the resolution.

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	33	10,20,619	0.94
E-Voting at AGM	1	20	0.00
Total	34	10,20,639	0.94



Invalid / Abstain votes

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Remote E-voting	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00
Total	0.00	0.00	0.00

The resolution is passed by Requisite Majority.

- (a) All relevant records relating to remote e-voting and electronic voting at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the 17th AGM.

Thanking you,

Yours faithfully,

Place: Bangalore

Date: 17th September 2024

Signature

Name

S. N. Mishra

Company Secretary



C.P.No. : 4684

FCS No. : 6143

UDIN NO.: F006143F001233261