

Dated: August 5, 2017

The General Manager Department of Corporate Services, BSE Limited, Floor 25, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai-400001	The Manager Listing Department, National Stock Exchange of India Limited, “Exchange Plaza”, Bandra-Kurla Complex, Bandra (E), Mumbai-400051
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Dear Sir / Madam,

Sub: Newspaper advertisement of National Company Law Tribunal (NCLT) convened meeting of the Equity Shareholders, Secured Creditors and Unsecured Creditors of Quess Corp Limited

Pursuant to Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith copy of Newspaper Notice Published on August 4, 2017 in “THE HINDU” in English and “UDAYAVANI” in Kannada inter-alia, intimating NCLT convened meetings of the Equity Shareholders, Secured Creditors and Unsecured Creditors of Quess Corp Limited shall be held on Tuesday 5th September 2017 at 10 AM, 11 AM and 12 Noon to consider the Scheme of Arrangement Between Manipal Integrated Services Private Limited And Quess Corp Limited, at Hotel Royal Orchid, 1, Golf Avenue, Adjoining KGA Golf Course, HAL Airport Road, Bengaluru, Karnataka- 560 008.

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For Quess Corp Limited



(Sudershan Pallap)

Vice President & Company Secretary



Encl: As above.

Quess Corp Limited

Quess House, 3/3/2, Bellandur Gate, Sarjapura Road, Bengaluru – 560 103, Karnataka, India

Tel: +91 80 6105 6001 | connect@quesscorp.com | CIN L74140KA2007PLC043909

www.quesscorp.com

AND
IN THE MATTER OF SECTIONS 230 AND 232 READ WITH SECTION 52
AND SECTION 66 OF THE COMPANIES ACT, 2013 AND OTHER
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013

AND
IN THE MATTER OF THE SCHEME OF ARRANGEMENT
BETWEEN MANIPAL INTEGRATED SERVICES PRIVATE LIMITED AND
QUESS CORP LIMITED

AND
THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS
CA (CAA) NO. 41/88 OF 2017

QUESS CORP LIMITED
(CIN L14140KA2007PLD043909)
Registered Office at 3/2/2, Bellandur Gate,
Sarjapur Main Road, Bengaluru - 560 103 ... **APPLICANT COMPANY No.1**

MANIPAL INTEGRATED SERVICES PRIVATE LIMITED
(CIN U14140KA2004PTC033168)
Registered Office at Tower B-1, 3rd Floor, Golden Enclave,
Old Airport Road, Bengaluru - 560 017 ... **APPLICANT COMPANY No.2**

**NOTICE OF THE MEETINGS OF EQUITY SHAREHOLDERS, PREFERENCE
SHAREHOLDER, SECURED CREDITORS AND UNSECURED CREDITORS**

NOTICE is hereby given that by an Order made on July 31, 2017 in the above
mentioned Company Application, the Hon'ble National Company Law Tribunal,
Bench at Bengaluru ("Tribunal") has directed separate meetings to be held of Equity
Shareholders, Preference Shareholder, Secured Creditors and Unsecured Creditors
of Manipal Integrated Services Private Limited ("MIS") and Equity Shareholders,
Secured Creditors and Unsecured Creditors of Quess Corp Limited ("Quess") for
the purpose of considering, and if thought fit, approving with or without
modification the Scheme of Arrangement between Manipal Integrated Services
Private Limited and Quess Corp Limited and their respective shareholders and
creditors under Sections 230 to 232 read with Section 52 and Section 66 of the
Companies Act, 2013 and any other applicable provisions of the Companies Act,
2013.

In pursuance of the said Order and as directed therein, further notice is hereby given
that the meetings of the Equity Shareholders, Secured Creditors and Unsecured
Creditors of Quess will be held on Tuesday, September 5, 2017 at Hotel Royal
Orchid, 1, Golf Avenue, Adjoining KGA Golf Course, HAL Airport Road, Bengaluru -
560 008 at which time and place the said members/creditors are requested to
attend as below:

- (a) Meeting of Equity Shareholders of Quess at 10:00 A.M.;
- (b) Meeting of Secured Creditors of Quess at 11:00 A.M.; and
- (c) Meeting of Unsecured Creditors of Quess at 12:00 P.M.

In pursuance of the said Order and as directed therein, further notice is hereby
given that the meetings of the Equity Shareholders, Preference Shareholder,
Secured Creditors and Unsecured Creditors of MIS will be held on Tuesday,
September 5, 2017 at Tower B-1, 3rd Floor, Golden Enclave Old Airport Road,
Bengaluru - 560 017 at which time and place the said members /creditors are
requested to attend as below:

- (a) Meeting of Equity Shareholders of MIS at 10:00 A.M.;
- (b) Meeting of Preference Shareholder of MIS at 11:00 A.M.;
- (c) Meeting of Secured Creditors of MIS at 12:00 P.M.; and
- (d) Meeting of Unsecured Creditors of MIS at 2:00 P.M.

Copies of the said Scheme and the Explanatory Statement under Sections 230(3),
232(1) and 232(2) and 102 of the Companies Act, 2013 read with Rule 6 of the
Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, along
with the relevant enclosures can be obtained free of charge at the registered offices
of the respective companies.

Persons entitled to attend and vote at the meetings may vote in person or by
proxy, provided that all proxies in the prescribed form are deposited at the
registered office of MIS and Quess respectively not later than 48 (Forty Eight) hours
before the meetings.

The Form of proxy can be obtained from the registered office of the companies or
can be downloaded from the website of MIS (www.manipal.com) and Quess
(www.quescorp.com).

Further, in pursuance of the said Order, the Tribunal has appointed, Mr. Subrata Nag,
CFO and Executive Director, failing him Mr. Abhinandan R, Vice-President-Strategy
and Investments, as the Chairperson of the meetings of Equity Shareholders,
Secured Creditors and Unsecured Creditors of Quess, including for any
adjournment or adjournments thereof.

In pursuance of the said Order, the Tribunal has appointed, Mr. Rajesh Moorti, failing
him Mr. Sandeep Gururaj, as the Chairperson of the meetings of Equity
Shareholders, Preference Shareholder, Secured Creditors and Unsecured Creditors
of MIS, including for any adjournment or adjournments thereof.

In pursuance of the said Order, the Tribunal has appointed Mr. S.N. Mishra,
practising Company Secretary as the Scrutinizer for all the above mentioned
meetings of Quess for conducting the voting process in a fair and transparent
manner.

In pursuance of the said Order, the Tribunal has appointed Mr. Pattabhi, practising
Chartered Accountant as the Scrutinizer for all the above mentioned meetings of
MIS for conducting the voting process in a fair and transparent manner.

The results declared along with the Scrutinizer's report, will be posted on the
website of MIS (www.manipal.com) and Quess (www.quescorp.com) and will
be displayed on the Notice Board of MIS and Quess at their registered office
immediately after the declaration of the result by the Chairperson(s). The
Chairperson(s) shall report to the Tribunal the result of the said meetings within
3 days from the date of the conclusion of the respective meetings and his
respective report shall be verified by his affidavit.

The Scheme, if approved in the aforesaid meetings, will be subject to the
subsequent approval of the National Company Law Tribunal, Bengaluru Bench.

Dated this 04th day of August 2017. Sd/-
Place: Bengaluru. Chairman appointed for the meetings

