QUESS CORP LIMITED
CIN: L74140KA2007PLC043909
Reg. Office: Quess Tower, Sky Walk Avenue, 32/4, Hosur Road, Roopena Agrahara,
Bommanahalli, Bengaluru – 560068, Karnataka, India
Tel: +91 080-49345666; Email: investor@quesscorp.com
Website: www.quesscorp.com

Dear Members,

Invitation to attend the 19th (Nineteenth) Annual General Meeting on Tuesday, August 25, 2026, at 03:30 P.M. (IST)

You are cordially invited to attend the 19th (Nineteenth) Annual General Meeting ('AGM') of Quess Corp Limited ('the Company') scheduled to be held on Tuesday, August 25, 2026, at 03:30 P.M. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

The Notice of the meeting, containing the business to be transacted, is enclosed herewith. The Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice.

The following outlines the essential particulars of the meeting for your attention:

Sl. No	Particulars	Details
1	Link for participating in the AGM through VC/OAVM and remote e-voting	www.evotingindia.com
2	Helpline number/ email address for VC participation and e-voting	Email: helpdesk.evoting@cdslindia.com Tel: 1800 21 09911
3	Cut-off date for e-voting	Tuesday, August 18, 2026
4	E-voting commencement date	Friday, August 21, 2026 at 09:00 A.M. (IST)
5	E-voting end date	Monday, August 24, 2026 at 05:00 P.M (IST)
6	Speaker Registration for AGM	Kindly send a request for speaker registration at corporatesecretarial@quesscorp.com on or before Tuesday, August 18, 2026
7	Record date for the final dividend for the Financial Year 2025-26	Friday, August 07, 2026
8	Company contact details	Email: investor@quesscorp.com Tel: +91 080-49345666

By Order of the Board of Directors of
Quess Corp Limited

Sd/-
Kundan K Lal
Senior Vice President and Company Secretary
Membership No. FCS 8393

NOTICE

Notice is hereby given that the 19th (Nineteenth) Annual General Meeting ('AGM') of the Members of Quess Corp Limited ('the Company') will be held on Tuesday, August 25, 2026, at 03.30 P.M. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1: To receive, consider, and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

Item No. 2: To receive, consider, and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

Item No. 3: To appoint Mr. Ajit Isaac (DIN: 00087168) as Director, liable to retire by rotation, and being eligible, offers himself for re-appointment.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ajit Isaac (DIN: 00087168), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company."

Item No. 4: To confirm the payment of the interim dividend of ₹ 5/- per equity share, special interim dividend of ₹ 3/- per equity share, and to declare a final dividend of ₹ 3/- per equity share for the Financial Year ended March 31, 2026.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** an interim dividend of ₹ 5/- per equity share of face value ₹ 10/- each, for the Financial Year 2025-26, which was approved by the Board of Directors at their meeting held on January 28, 2026, and already paid to members, be and is hereby noted and confirmed;

RESOLVED FURTHER THAT a special interim dividend of ₹ 3/- per equity share of face value ₹ 10/- each, for the Financial Year 2025-26, which was approved by the Board of Directors at their meeting held on May 04, 2026, and already paid to members, be and is hereby noted and confirmed;

RESOLVED FURTHER THAT a final dividend of ₹ 3/- per equity share of face value ₹ 10/- each as recommended by the Board of Directors for the Financial Year ended March 31, 2026, be and is hereby approved."

SPECIAL BUSINESS:

Item No. 5: To appoint Mr. Anish Thurthi (DIN: 08713000) as a Non - Executive Director of the Company.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions if any, of the Companies Act, 2013 ('Act'), and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and the applicable provisions of the Securities and Exchange of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment for the time being in force), in accordance with the provisions of Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Anish Thurthi (DIN: 08713000), who was appointed as an Additional Director (Category: Non-Executive, Non-Independent) on the Board of the Company with effect from June 01, 2026, and who holds office till the conclusion of this 19th Annual General Meeting in terms of Section 161 of the Act and the SEBI Listing Regulations, be and is hereby appointed as a Non-Executive, Non-Independent Director of the Company with effect from June 01, 2026, liable to retire by rotation;

RESOLVED FURTHER THAT any Director or the Key

Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for the appointment of Mr. Anish Thurthi, as a Non-Executive, Non-Independent Director of the Company.''

By Order of the Board of Directors of
Quess Corp Limited

Sd/-
Kundan K Lal
Senior Vice President and Company Secretary
Membership No. FCS 8393

Place: Bengaluru
Date: May 04, 2026

NOTES:

1. The Ministry of Corporate Affairs ('MCA'), Government of India, vide General Circular nos. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025, ('MCA Circulars') and in line with the Circulars issued by the Securities and Exchange Board of India ('SEBI') from time to time, permitted to conduct of Annual General Meeting ('AGM') through video conferencing ('VC') or other audio visual means ('OAVM') and dispensed personal presence of the Members at the AGM and prescribed the specified procedures to be followed for conducting the AGM through VC/OAVM. Accordingly, in accordance with the MCA Circulars and the SEBI Circular, applicable provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 19th AGM of the Members of the Company will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The deemed venue for the meeting shall be Quess Tower, Sky Walk Avenue, 32/4, Hosur Road, Roopena Agrahara, Bommanahalli, Bengaluru – 560068, Karnataka, India.

   However, in pursuance of Sections 112 and 113 of the Act, representatives of the members, such as the President of India or the Governor of a State or a body corporate, can attend the AGM through VC/OAVM and cast their votes through e-voting.

   The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith, and the same will also be available at the website of the Company at www.quesscorp.com.

2. **Proxies**: Since the 19th AGM of the Company is being held pursuant to the MCA and SEBI Circulars through VC/OAVM, where physical attendance of Members has been dispensed with, accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act will not be available for this AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Institutional/Corporate Members are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send a duly certified copy of the Board Resolution/Authority Letter, etc., authorizing their representative to attend the AGM through VC/OAVM and vote through remote e-voting on their behalf, to the Scrutinizer at email ID compliance@sreedharancs.com with a copy marked to helpdesk.evoting@cdslindia.com and corporatesecretarial@quesscorp.com, pursuant to the provisions of Section 113 of the Companies Act, 2013.

4. The explanatory statement pursuant to Section 102(1) of the Act and other applicable provisions, which sets out details relating to Special Businesses to be transacted at the meeting, which are considered to be unavoidable by the Board of Directors of the Company, is annexed hereto.

5. Only bona fide members of the Company whose names appear on the Register of Members will be permitted to attend the meeting through VC/OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-members from attending the meeting.

6. Members holding shares in electronic form (demat) form are advised to inform the particulars of their bank account, change of postal address, mobile number, and email IDs, etc., to their respective Depository Participants

only. The Company or its Registrar and Share Transfer Agent ('RTA') cannot act on any request received directly from the Members holding shares in demat mode for changes in any bank mandates or other particulars.

7. Members holding shares in physical form are advised to inform the particulars of their bank account, change of postal address, mobile number, and email ID etc., to our RTA, i.e., MUFG Intime India Private Limited (Unit: Quess Corp Limited), C-101, 247 Park, L B S Marg, Vikhroli (W), Mumbai – 400083, Maharashtra, India or the Secretarial Department of the Company. Relevant forms for making relevant requests are available at the Company's website at www.quesscorp.com.

8. The Securities and Exchange Board of India ('SEBI') has mandated the furnishing of PAN and KYC details (i.e., Contact details, bank account details, Specimen signature, etc.) by holders of physical securities in prescribed forms. Any service requests or complaints received from the Member will not be processed by RTA till the aforesaid details/ documents are provided to RTA. Accordingly, Members are requested to send requests in the prescribed forms to the RTA of the Company for availing of various investor services as per the SEBI Master Circular dated February 06, 2026 ('Master Circular'). Relevant details and forms prescribed by SEBI in this regard are made available under the investors section on the website of the Company at www.quesscorp.com. Further, the complete contact details of the RTA, MUFG Intime India Private Limited, are also available on the website of the Company.

9. In compliance with the SEBI Master Circular February 06, 2026, the Company has disseminated the requirements to be complied with by holders of physical securities on its website www.quesscorp.com. The Company has also directly intimated its security holders about folios which are incomplete with regard to details required under para 20.1 of the Master Circular.

10. Pursuant to Section 101 and Section 136 of the Act, read with the Companies (Management and Administration Rules) 2014, and Regulation 36 of the SEBI Listing Regulations, the Company shall serve Annual Report and other communications through electronic mode to those Members who have registered their email IDs either with the Company and/or with the Depository Participants.

    In compliance with the provisions of the SEBI Listing Regulations, the Notice of the AGM, along with the Annual Report for the Financial Year 2025-26, are being sent only through electronic mode to those Members whose email IDs are available with the Company/Depositories/ RTA. Additionally, in accordance with Regulation 36(1) (b) of SEBI Listing Regulations, the Company is also sending a letter to Members whose email IDs are not registered with Company/ RTA/ Depository Participants providing the web-link, including the exact path of the Company's website and QR Code from where the AGM Notice and Annual Report for the Financial Year 2025-26 can be accessed.

11. Members may note that the Notice of the AGM and Annual Report for the Financial Year 2025-26 will also be available on the website of the Company at www.quesscorp.com and the websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively.

12. Since the AGM will be held through VC/OAVM, the Route Map is not required to be annexed to the Notice

13. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India ('ICSI'), and in terms of the SEBI Circular No. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated December 09, 2020, the Company is pleased to provide the facility of remote e-voting to all the Members as per applicable provisions relating to e-voting. The complete instructions on the e-voting facility provided by the Company are annexed to this Notice, explaining the process of e-voting. Members who have cast their vote by remote e-voting prior to the meeting may attend the meeting, but will not be entitled to cast their vote again at the meeting.

14. The Company has fixed Tuesday, August 18, 2026, as the cut-off date for determining the eligibility of Members entitled to vote at the AGM. The remote e-voting shall remain open for a period of 4 (days) days commencing from Friday, August 21, 2026, at 09:00 A.M. (IST) to Monday, August 24, 2026, at 05:00 P.M. (IST) (both days inclusive). A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

15. The Company has fixed Friday, August 07, 2026, as the Record Date for determining the names of Members eligible for a dividend on equity shares for the Financial Year ended on March 31, 2026, if declared at the AGM.

16. The dividend on equity shares as recommended by the Board, if declared at this AGM, will be paid (subject to the deduction of tax at source, as applicable) on or after 6th (sixth) day of AGM, through various modes, to those Members whose names appear on the Company's Register of Members as on Friday, August 07, 2026.

17. **Inspection by Members**: All documents referred to in the accompanying Notice and the Explanatory Statement are available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM. The said documents are also available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till the date of the AGM. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to seek inspection may send their request through email at corporatesecretarial@quesscorp.com up to the date of the AGM.

18. Information required under Regulation 36(3) of the SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the ICSI, in respect of Director(s) seeking appointment / re-appointment at the AGM is furnished as an annexure to this Notice. The Director(s) have furnished consent/declarations for their appointment/ re-appointment as required under the Act and rules made thereunder, as well as the SEBI Listing Regulations.

19. In line with the measures of “Green Initiatives”, the Act provides for sending Notice of the AGM and all other correspondence through electronic mode. Hence, Members who have not registered their email IDs so far with their Depository Participants are requested to register their email ID for receiving all the communications, including Annual Report, Notices, etc., in electronic mode. The Company is concerned about the environment and utilises natural resources in a sustainable way.

20. In case of Joint Holders attending the AGM, only such Joint Holder who is named first in the order of names in the Register of Members will be entitled to vote.

21. Any person who acquires shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the cut-off date may obtain the login ID and password by sending a request to helpdesk.evoting@cdslindia.com. However, if he/she is already registered with the CDSL for remote e-voting, then he/she can use his/her existing user ID and password for casting the vote.

22. Members seeking any information with regard to financial statements or any matter to be placed at the AGM are requested to write to the Company at corporatesecretarial@quesscorp.com on or before Tuesday August 18, 2026. The same will be replied to by the Company suitably.

23. The Board of Directors at their meetings held on January 28, 2026, and May 04, 2026, had recommended an interim dividend of ₹ 5/- and a special interim dividend of ₹ 3/- per equity share for the Financial Year 2025-26, having a face value of ₹ 10/- per equity share.

24. As per the SEBI Listing Regulations and pursuant to the SEBI circular dated April 20, 2018, a listed entity shall use any electronic mode of payment approved by the Reserve Bank of India for making payment to the members. Accordingly, the interim dividend, which was declared on January 28, 2026, and May 04, 2026, was paid through electronic mode, where the bank account details of the members were available. Where dividends were paid through electronic mode, intimations regarding such remittance were sent separately to the Members.

25. **Unclaimed Dividends and Investor Education and Protection Fund (‘IEPF’)**

    Members are requested to note that if dividend amounts are not encashed for a period of 7 (seven) consecutive years from the date of its transfer to the Unpaid Dividend Account of the Company, then such unclaimed/unpaid dividend amount shall be liable to be transferred to the Investor Education and Protection Fund (‘IEPF’). Further, all shares in respect of which the dividend amount has remained unclaimed for 7 (seven) consecutive years or more from the date of its transfer to the unpaid dividend account shall also be transferred to the IEPF Authority.

    The details of the unclaimed dividends and the underlying shares that are liable to be transferred to IEPF are also available at the Company’s website at https://www.quesscorp.com/investor-relations/investor-resources/. In view of this, the Members/claimants are requested to claim their dividends from the Company within the stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to the IEPF, may claim the same by making an application to the IEPF Authority, in Form IEPF-5.

26. **Dividend related information**:

    The Members may note that the Board, at its meeting held on May 04, 2026, has recommended a final dividend of ₹ 3/- per equity share for the Financial Year ended March 31, 2026. The record date for the purpose of the final dividend is Friday, August 07, 2026. The final dividend, once approved by the members at the ensuing AGM, will be paid (subject to the deduction of tax at source, as applicable) on or after the 6th (sixth) day of the AGM, through various modes.

Mandatory Electronic Payment of Dividend

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, with effect from November 19, 2025, all dividends shall be processed only in electronic mode, and payment through dividend warrants or cheques has been discontinued. Payment shall be made subject to:

- Folio being KYC compliant, i.e., PAN, contact details including Mobile No., bank account details and specimen signature are registered with the Company/ RTA (for shareholders holding shares in physical form)
- Updating of bank details with Depository Participants (for shareholders holding shares in dematerialised form)

Tax Deducted at Source ('TDS') on Dividend

For the prescribed TDS rates for various categories, please refer to the Income-tax Act, 2025 and the Finance Acts of the respective years. The shareholders are requested to update their PAN with the Depository Participants (if shares are held in dematerialised form) and the Company/ RTA (if shares are held in physical form).

To avail exemption of TDS for the Financial Year 2025-26, the Members are requested to submit the tax exemption documents electronically on or before Friday, August 14, 2026, at the following link https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html. No communication on the tax determination/deduction shall be entertained post Friday, August 14, 2026.

A separate email communication was sent to the shareholders, informing applicable provisions of the Income-tax Act, 2025 regarding the deduction of TDS, rate of TDS and the relevant procedure to be adopted by them/and format of documents to be submitted by the shareholders to avail the benefit for availing of lower / nil rate of TDS, wherever applicable.

The said communication and draft of the exemption forms and other documents/formats are available on the website of the Company at www.quesscorp.com.

Category of Shareholder	Document(s) to be submitted/uploaded
Resident individual shareholders with PAN* and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax	• Form 121 (erstwhile Form 15G or Form 15H)
Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence	• No Permanent Establishment Declaration • Beneficial Ownership Declaration • Tax Residency Certificate • Copy of electronically filed Form 41 (erstwhile Form 10F) • Any other document which may be required

**If PAN is incorrect/invalid/inoperative/not linked to Aadhaar, then tax will be deducted at higher rates and credit of TDS may not be available. [Section 397 of the Income Tax Act, 2025]*

Members are requested to submit the latest Forms to avail exemption from TDS. The erstwhile Forms shall not be accepted for this purpose.

It may be further noted that in case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible.

27. Members holding shares in the demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate immediately to their Depository Participants.

    Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to MUFG Intime India Private Limited (Unit: Quess Corp Limited), C-101, 247 Park, L B S Marg, Vikhroli (W), Mumbai– 400083, Maharashtra, India or by sending a request by email at corporatesecretarial@quesscorp.com or contact MUFG at Investor.helpdesk@in.mpms.mufg.com. Relevant forms (Form No. ISR-1) are available on the Company's website at www.quesscorp.com, to enable Members to make such requests.

28. Members may please note that the SEBI has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities

certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.quesscorp.com and on the website of the Company's RTA, MUFG Intime India Private Limited, at www.in.mpms.mufg.com. It may be noted that any service request can be processed only after the folio is KYC compliant.

Members may note that as per Master Circular dated February 06, 2026, issued by the SEBI, read with any other amendments therein, Members who hold shares in physical form and whose folios are not updated with any of the KYC details [viz., (i) PAN (ii) Contact Details (iii) Bank Account Details and (iv) Signature], shall be eligible to get dividend only in electronic mode with effect from April 01, 2024. Accordingly, the final dividend, subject to approval of the Members at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Members may refer to FAQs with respect to Investor Service Requests processed by RTA, issued by the SEBI in this regard on January 05, 2026, available on their website at https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf (FAQ Nos. 47 & 48). A communication in this regard has been sent to all physical holders whose folios are not KYC updated at the latest available address/email ID. Members are once again requested to update their KYC details by submitting the Investor Service Request ('ISR') Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly completed and signed by the registered holder(s) so that the folios can be KYC updated. ISR Forms can be accessed from our website at www.quesscorp.com.

29. **Dispute Resolution**

    The SEBI has made available an Online Dispute Resolution ('ODR') mechanism through the SMART ODR Portal for the investors to raise disputes in the Indian Securities Market. Pursuant to this, after exhausting the option to resolve their grievances directly with the RTA/ Company and through the existing SCORES platform, the investors can initiate dispute resolution through the SMART ODR Portal. Link to access the SMART ODR portal is available at https://smartodr.in/ and the same can also be accessed through the website of the Company at https://www.quesscorp.com/investor-relations/investor-resources/.

30. In this Notice and Annexure(s) thereto, the terms "Shareholders" and "Members" are used interchangeably.

31. The recorded transcript of the AGM will be hosted on the website of the Company post the AGM.

Instructions for E-Voting:

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and pursuant to Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, the Company is providing remote e-voting facility to its Members in respect of the business to be transacted at the 19th AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ('CDSL') for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the 19th AGM will be provided by CDSL, on all resolutions set forth in this Notice, to the Members holding shares as on Tuesday, August 18, 2026, being the cut-off date fixed to determine eligible Members to participate in the remote e-voting process.

As per the SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, on "e-voting facility provided by Listed Companies", and as part of increasing the efficiency of the voting process, e-voting process has been enabled for all individual shareholders holding securities in demat mode to vote through their demat account maintained with depositories/ depository participants.

The Members can join the 19th AGM through VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 (one thousand) members on a first-come come first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first-come, first-served basis.

The attendance of the Members attending the AGM/ EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

The remote e-voting shall remain open for a period of 4 (four) days commencing from Friday, August 21, 2026, at 09:00 A.M. (IST) to Monday, August 24, 2026, at 05:00 P.M. (IST) (both days inclusive). A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period as mentioned above or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolutions again.

The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. The voting rights for the shares of the Company are one vote per equity share, registered in the name of the member. A person, whose name is recorded in the register of members or the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting through remote e-voting. Any person who is not a member as on the cut-off date and receives this notice shall treat the same for information purposes only.

Currently, there are multiple e-voting service providers ('ESP') providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in the e-voting process.

In line with the Ministry of Corporate Affairs ('MCA') Circular No. 17/2020 dated April 13, 2020, the Notice calling the 19th AGM has been uploaded on the website of the Company at www.quesscorp.com. The Notice can also be accessed from the websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the remote e-voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

The Board of Directors has appointed Mr. V. Sreedharan (FCS 2347; CP 833) and, in his absence Mr. Pradeep B Kulkarni, (FCS 7260; CP 7835), Practicing Company Secretaries and Partners of M/s. V. Sreedharan & Associates, Company Secretaries, Bengaluru, as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

The scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through e-voting (votes cast during the AGM and votes cast through remote e-voting), count the votes and shall submit a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, within stipulated timelines from the conclusion of the voting to the Chairperson of the Company or the person authorised by him in writing who shall countersign the same. The Chairperson or a person authorised by him in writing shall declare the result of voting forthwith.

The results of the e-voting, along with the scrutinizer's report, shall be communicated immediately to the BSE Limited and National Stock Exchange of India Limited, where the shares of the company are listed and shall be placed on the Company's website www.quesscorp.com immediately after the result is declared by the Chairperson or any other person authorised by the Chairperson.

The instructions for e-voting are given below.

Instructions for the shareholders to vote electronically:

Step 1: Access through the Depositories e-voting system in case of individual shareholders holding shares in Demat mode.

Pursuant to the aforesaid SEBI Circular, the Login method for e-voting and joining virtual meetings for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for the CDSL Easi / Easiest facility can login through their existing user id and password. An option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see the e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.

Type of shareholders	Login Method
	3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on the registration option. 4) Alternatively, the user can directly access the e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on the registered mobile & email ID as recorded in the Demat Account. After successful authentication, the user will be able to see the e-voting option where the e-voting is in progress, and also be able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) Users who have already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services, and you will be able to see e-voting page. Click on the company name or e-voting service provider name, and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining a virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, the option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-voting website of NSDL. Open a web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section. A new screen will open. The user will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN, Verification code, and generate OTP. Enter the OTP received on your registered email ID/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on the company name or e-voting service provider name and you will be re-directed to the e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants ('DP')**	The users can also login using the login credentials of your demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, the user will be able to see e-voting option. Once you click on e-voting option, it will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein the user can see the e-voting feature. Click on the company name or e-voting service provider name, and you will be redirected to the e-voting service provider's website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve their User ID/Password are advised to use the Forgot User ID and Forgot Password option available at the above-mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository, i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact the CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact the toll-free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact the NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022-2499 7000

Step 2: Access through the CDSL e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

(1) Login method for e-voting and joining virtual meetings for **physical shareholders and shareholders other than individual holding in Demat form.**

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on the "Shareholders" module.
- (iii) Now enter your User ID
  - a. For CDSL: 16-digit beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter the Folio Number registered with the Company.
- (iv) Next, enter the Image Verification as displayed and click on Login.
- (v) If you are holding shares in demat form and have logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (vi) If you are a first-time user, follow the steps given below:

	For physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/RTA or contact the Company/RTA.
Dividend Bank Details **or** Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both details are not recorded with the depository or company, please enter the member ID / folio number in the Dividend Bank details field.

(2) After entering these details appropriately, click on the "SUBMIT" tab.

(3) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach the 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through the CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(4) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(5) Click on the EVSN i.e. 260723002, for Quess Corp Limited on which you choose to vote.

(6) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(7) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(8) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(9) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(10) You can also take a print of the votes cast by clicking on the "Click here to print" option on the voting page.

(11) If a demat account holder has forgotten the login password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(12) There is also an optional provision to upload BR/POA if any, which will be made available to the scrutinizer for verification.

(13) **Additional facility for Non-Individual Shareholders and Custodians for remote e-voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and signature of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA), which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; corporatesecretarial@quesscorp.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for shareholders/members to attend the Annual General Meeting through VC/OAVM & e-voting during the meeting are as under:

1. The procedure for attending the meeting & e-voting on the day of the AGM is the same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVSN (i.e. 260723002) of the Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / I-Pads for a better experience.
5. Further, the shareholders will be required to allow Camera and use the Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through a Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuations in their respective network. It is therefore recommended to use a Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. **Speaker Registration:** Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request on or before Tuesday, August 18, 2026, mentioning their name, demat account number/folio number, email ID, and mobile number at corporatesecretarial@quesscorp.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries on or before Tuesday, August 18, 2026, mentioning their name, demat account number/folio number, email ID, and mobile number at corporatesecretarial@quesscorp.com. These queries will be replied to by the Company suitably by email.
8. Those shareholders who have registered themselves as speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the remote e-voting system available during the AGM.
10. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Process for those shareholders whose email/mobile numbers are not registered with the Company/Depositories:

a. **For Physical shareholders**: Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhar Card) by email to the Company/RTA email ID.

b. **For Demat shareholders:** Please update your email ID & mobile number with your respective Depository Participant (DP).

c. For Individual Demat shareholders – Please update your email ID & mobile number with your respective Depository Participant (DP), which is mandatory while e-voting & joining virtual meetings through Depository.

d. If you have any queries or issues regarding attending AGM & e-voting from the CDSL e-voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll-free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll-free no. 1800 21 09911.

General guidelines for shareholders:

(i) During the voting period, members can login to e-voting platform any number of times till they have voted on all the resolutions for a particular 'Event'.

(ii) Shareholders holding multiple folios/Demat account shall choose the voting process separately for each of the folios/Demat account.

(iii) In case the shareholders have any queries or issues regarding e-voting, please refer to the Frequently Asked Questions ('FAQs') and e-voting manual available on the CDSL website.

By Order of the Board of Directors of
Quess Corp Limited

Sd/-
Kundan K Lal
Senior Vice President and Company Secretary
Membership No. FCS 8393

Place: Bengaluru
Date: May 04, 2026

Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013

Item No. 5: To appoint Mr. Anish Thurthi (DIN: 08713000) as a Non – Executive Director of the Company

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company at its Meeting held on May 04, 2026, had appointed Mr. Anish Thurthi (DIN: 08713000) as an Additional Director (Category: Non-Executive, Non-Independent) of the Company w.e.f. June 01, 2026.

Pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the Company is required to obtain approval of shareholders for the appointment of a Director at the next general meeting or within a time period of 3 (three) months from the date of appointment, whichever is earlier.

Accordingly, in compliance with the above and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the Act), Mr. Anish holds the office as an Additional Director till the date of the ensuing 19th Annual General Meeting (AGM) to be held on August 25, 2026, and is eligible for appointment as a Director (Category: Non-Executive, Non-Independent), and will be liable to retire by rotation.

Further, based on the recommendation of the NRC, the Board of Directors of the Company at its meeting held on May 04, 2026, also recommended the appointment of Mr. Anish as a Non-Executive, Non-Independent Director on the Board of the Company w.e.f. June 01, 2026, liable to retire by rotation, subject to the approval of the shareholders of the Company.

Mr. Anish is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received the consent and requisite disclosures/ declarations from Mr. Anish as per the provisions of the Act and the rules made thereunder. Further, Mr. Anish is not debarred from holding the office of Director pursuant to any Order issued by the SEBI or any other authority.

Mr. Anish possesses the required skills, knowledge, and experience as identified by the Board in the fields of Corporate Strategy & Capital Allocation, Corporate and Board Governance, Global Business Management, Technology-led Transformation, and Finance and Risk Management Professional, and his induction on the Quess Board will immensely benefit the Company.

Considering his expertise and knowledge, the Board considers that the appointment of Mr. Anish as a Non-Executive, Non-Independent Director of the Company will be in the interest of the Company, and hence, it recommends the appointment of Mr. Anish as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

The Company has also received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Anish as Non-Executive, Non-Independent Director of the Company.

Accordingly, the Board recommends the resolution as set out at Item No. 5 of this 19th AGM Notice for approval of the Members of the Company as an Ordinary Resolution.

Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), requisite particulars of Mr. Anish, including his profile and specific areas of expertise, are given in this AGM Notice as **'Annexure 1'**.

Save and except Mr. Anish and his relatives, none of the other Director(s) and Key Managerial Personnel(s) or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board of Directors of
Quess Corp Limited

Sd/-
Kundan K Lal
Senior Vice President and Company Secretary
Membership No. FCS 8393

Place: Bengaluru
Date: May 04, 2026

Annexure 1

ADDITIONAL INFORMATION ON DIRECTOR(S) SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE 19TH AGM.

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the ICSI]

Brief Profile of Ajit Isaac

Mr. Ajit Isaac, the founder of Quess, has spent over two decades building leading enterprises in India's business services sector. Under his leadership, Quess has expanded to a workforce of over 479,000, generating around $2.5 billion in revenues, and has emerged as a structurally important player in the Indian economy.

Ajit's vision and focus on execution have driven Quess' rapid growth. His leadership has led to transformative partnerships during his tenure, including the investment by Fairfax Financial Holdings in 2013, which remains the single largest shareholder.

A gold medalist in PG-HR and British Chevening Scholar from Leeds University, Ajit worked in corporate roles for a decade before starting his entrepreneurial journey in 2000.

Beyond business, Ajit is deeply committed to social impact. He established the Quess Foundation, CSR arm of Quess Corp, that has so far supported over 16,000 students across 75 government-run schools. His personal philanthropic initiatives under the Ajit Isaac Foundation include partnerships with the Indian Institute of Science, Bangalore to set up The Isaac Centre of Public Health, and with CMC Vellore to establish a paediatric specialty centre in collaboration with Fairfax and Quess. Ajit Isaac Foundation in partnership with John Hopkins University is also developing a 63-bed palliative care centre in Karnataka.

He currently serves on the Board of Karnataka Technology, Innovation Museum Foundation and Governor at St. Joseph's University, Bangalore. Ajit is also a distinguished Co-founder and Trustee of Ashoka University.

Brief Profile of Anish Thurthi

Mr. Anish Thurthi is a highly accomplished Chartered Accountant (ICAI) with over 20+ years of experience in investment management, Mergers & Acquisitions (M&A), and financial advisory. He holds a Bachelor of Commerce degree from Bangalore University.

He currently is a Director at Fairbridge Capital Private Limited, an investment advisory firm managing investments for Fairfax Financial Holdings Limited and Fairfax India Holdings Corporation. In this role, he plays a key part in sourcing and executing new investments and investment management.

Prior to this, Anish was a Partner in the Deal Advisory practice of KPMG India where he spent over 13 years advising more than 200 corporate M&A transactions and private equity investments. His expertise spanned financial due diligence, structuring, buyouts, and merger integrations across sectors such as infrastructure, consumer goods, and industrials.

With a strong background in financial strategy, investment management, M&A, and investment advisory, Anish Thurthi is a seasoned leader in the finance and investment industry.

He is currently serving as a Non-Executive Director on the Board of Bluspring Enterprises Limited and Digitide Solutions Limited, listed companies in India.

Other details:

Name of the Director	**Mr. Ajit Isaac (DIN: 00087168)**	**Mr. Anish Thurthi (DIN: 08713000)**
Date of Birth & age	June 29, 1967 (58 Years)	September 30, 1982 (43 Years)
Date of Appointment	April 01, 2022 (Retiring by rotation at the AGM)	June 01, 2026
Nature of his/ her expertise in specific functional areas	• Corporate strategy & Capital allocation • Corporate and Board Governance • Global Business Management • Service Business Management • Technology-led Transformation • Finance & Risk Management Professional • Environment, Sustainability, and Governance	• Corporate strategy & Capital allocation • Corporate and Board Governance • Global Business Management • Technology-led Transformation • Finance & Risk Management Professional
Qualification	Mr. Ajit is a gold medallist in PG-HR and a British Chevening Scholar from Leeds University.	Mr. Anish is a qualified Chartered Accountant and holds a Bachelor's of Commerce degree from Bangalore University.
Relationship with other Directors, Managers and KMPs	Nil	Nil
Directorship held in other listed entities	3 (three) 1. Alldigi Tech Limited 2. Digitide Solutions Limited 3. Bluspring Enterprises Limited	2 (two) 1. Digitide Solutions Limited 2. Bluspring Enterprises Limited
Membership of Committees of the Board in other listed entities	6 (six) 1. Alldigi Tech Limited • Stakeholders Relationship Committee (Chairman) • Corporate Social Responsibility Committee (Chairman) • Nomination and Remuneration Committee (Member) • Risk Management Committee (Member) 2. Digitide Solutions Limited • Nomination and Remuneration Committee (Member) 3. Bluspring Enterprises Limited • Nomination and Remuneration Committee (Member)	7 (seven) 1. Digitide Solutions Limited • Audit Committee (Member) • Stakeholders Relationship Committee (Member) • Risk Management Committee (Member) 2. Bluspring Enterprises Limited • Audit Committee (Member) • Stakeholders Relationship Committee (Member) • Risk Management Committee (Member) • Corporate Social Responsibility Committee (Member)
Listed entities from which he/she has resigned in the past 3 (three) years	Nil	Nil
Number of meetings of the Board attended during the year 2025-26 [Out of 9 (nine) held]	9 (nine)	Not Applicable

Name of the Director	**Mr. Ajit Isaac (DIN: 00087168)**	**Mr. Anish Thurthi (DIN: 08713000)**
Terms and Conditions of Appointment or Reappointment	Mr. Ajit is retiring by rotation at this AGM and is being appointed as a Director.	Mr. Anish is appointed as a Non-Executive, Non-Independent Director, w.e.f. June 01, 2026, liable to retire by rotation.
Remuneration last drawn (FY 2025-26)	Nil	Not Applicable
Remuneration sought to be paid	Nil	Nil
Shareholding in Quess Corp Limited	1,78,96,832 equity shares (11.98%)	Nil
Shareholding as a beneficial owner	1,53,65,824 equity shares* (10.29%)	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	-	-

**Through Isaac Enterprises LLP, the registered owner*