

June 28, 2022

To,
BSE Limited
P.J. Towers, Dalal Street,
Mumbai-400 001
Scrip Code: 539978

National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (East), Mumbai 400 051
NSE Symbol: QUESS

Dear Sir, Madam

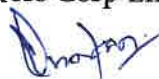
Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Scheme of Amalgamation of Allsec technologies Limited (Transferor Company) with Quess Corp Limited (Transferee Company) and their respective shareholders and creditors

In connection with the above, please find the following:

It is hereby certified that the draft scheme of Amalgamation of Allsec Technologies Limited with Quess Corp Limited and their respective shareholders and creditors under Section 230-232 of the Companies Act, 2013 does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI master circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23 November 2021 and any amendments thereto, including the following:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

Yours sincerely,
For Quess Corp Limited,



Kundan K Lal
Company Secretary and Compliance Officer




Guruprasad Srinivasan
Executive Director and Group CEO



Certified that the transactions/accounting treatment provided in the draft scheme of amalgamation of Allsec Technologies Limited with Qess Corp Limited and their respective shareholders and creditors under Section 230-232 of the Companies Act, 2013 are in compliance with all the Accounting Standards applicable to a listed entity.



N Ravi Vishwanath
Group Chief Financial Officer



Guruprasad Srinivasan
Executive Director & Group CEO



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