

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

Quarterly Corporate Governance Report

1. Name of Listed Entity : Expleo Solutions Limited (formerly known as SQS India BFSI Limited)
 2. Quarter ending : June 30, 2019

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Date of Appointment in the current term	Date of Birth	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	René Gawron	NA** & 06744645	Chairperson - Non-Executive Director	27/12/2013	14-10-1961	27-12-2013		-	NA	1	1	NIL
Mr.	K. Kumar	AFMPK9678R & 02343860	Independent Director	01/04/2019	22-05-1957	17-09-2008	01-04-2019	-	5 Years	1	2	1
Mr.	Balaji Viswanathan	AAJPB9445P & '06771242	Executive Director	01/09/2018	08-12-1971	01-09-2018		-	NA	1	NIL	NIL
Mr.	Olivier Aldrin	NA** & 08345218	Non-Executive Director	31-01-2019	19-02-1965	31-01-2019		-	NA	1	NIL	NIL
Ms.	Lilian Jessie Paul	ADQPP4942D & 02864506	Independent Director	30/10/2014	05-02-1970	30-10-2014		-	5 Years	3	3	NIL
Mr.	S. Rajagopalan	AAXPR7717G & 01584674	Independent Director	01/04/2019	30-06-1955	17-09-2008	01-04-2019	-	5 Years	1	2	1
Mr.	Rajiv Kuchhal	ACRPK2447C & 02257381	Independent Director	01/04/2019	07-08-1965	21-09-2011	01-04-2019	-	5 Years	1	1	NIL
Mr.	Ralph Gillessen	NA** & 05184138	Non-Executive Director	09/08/2018	27-06-1969	09-08-2018		-	NA	1	NIL	NIL
Mr.	Ulrich Bäumer	NA** & 06763831	Independent Director	01/04/2019	31-05-1970	27-12-2013	01-04-2019	-	5 Years	1	NIL	NIL

§PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

The above details does not include Foreign entities

** Foreign Nationals & Non-Residents and not holding PAN

II. Composition of Committees

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02343860	Mr. K. Kumar	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	01584674	Mr. S. Rajagopalan	Non-Executive - Independent Director	Member	01-04-2019		
3	02257381	Mr. Rajiv Kuchhal	Non-Executive - Independent Director	Member	01-04-2019		
4	06744645	Mr. Rene Gawron	Non-Executive - Non Independent Director	Member	23-01-2014		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02343860	Mr. K. Kumar	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	01584674	Mr. S. Rajagopalan	Non-Executive - Independent Director	Member	01-04-2019		
3	02257381	Mr. Rajiv Kuchhal	Non-Executive - Independent Director	Member	01-04-2019		
4	06744645	Mr. Rene Gawron	Non-Executive - Non Independent Director	Member	09-06-2017		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01584674	Mr. S. Rajagopalan	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	02343860	Mr. K. Kumar	Non-Executive - Independent Director	Member	01-04-2019		
3	02864506	Ms. Lilian Jessie Paul	Non-Executive - Independent Director	Member	28-04-2016		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01584674	Mr. S. Rajagopalan	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	02343860	Mr. K. Kumar	Non-Executive - Independent Director	Member	01-04-2019		
3	02864506	Ms. Lilian Jessie Paul	Non-Executive - Independent Director	Member	28-04-2016		

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	<i>Whether requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors attending the meeting*</i>
31-Jan-19			Yes	8	5
11-Feb-19			Yes	7	4
29-Mar-19	06-May-19	37	Yes	9	5

IV. Meeting of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors attending the meeting*</i>
06 May 2019 - Audit Committee Meeting	All Members of the Committee were present	30-Jan-19	95	4	3
06 May 2019 - Nomination and Remuneration Committee Meeting	All Members of the Committee were present	30-Jan-19	95	4	3
06 May 2019 -Stakeholders Relationship Committee Meeting	All Members of the Committee were present	30-Jan-19	95	3	3

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject		Compliance status (Yes/No/NA) <small>refer note below</small>
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. ~~Risk management committee (applicable to the top 100 listed entities)~~
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report of the previous quarter has been placed before Board of Directors. The report of the present quarter will be placed in the ensuing Board Meeting.
Any comments/observations/advice of Board of Directors may be mentioned here: NIL

For Expleo Solutions Limited

(formerly known as SQS India BFSI Limited)

S. Sampath Kumar

Company Secretary and Compliance Officer / ~~Managing Director~~ / CEO

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.