

### General information about company

Scrip code	533121
NSE Symbol	EXPLEOSOL
MSEI Symbol	
ISIN	INE201K01015
Name of the entity	Expleo Solutions Limited (formerly known as SQS India BFSI Limited)
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I																				
Annexure I to be submitted by listed entity on quarterly basis																				
I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory					Add Notes															
Whether the listed entity has a Regular Chairperson					No															
Whether Chairperson is related to MD or CEO					No															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	K. Kumar	AFMPK9678R	02343860	Non-Executive - Independent Director	Chairperson		22-05-1957	NA		17-09-2008	01-04-2019		60	1	1	2	1		
2	Mr	Balaji Viswanathan	AAJP89445P	06771242	Executive Director	Not Applicable	CEO-MD	08-12-1971	NA		01-09-2018				1	0	0	0		
3	Mr	Olivier Aldrin	ZZZZ9999Z	08345218	Non-Executive - Non Independent Director	Not Applicable		19-02-1965	NA		31-01-2019		15-07-2020		1	0	0	0	155	
4	Mr	Rajesh Krishnamurthy	AEWPM6776K	08288884	Non-Executive - Non Independent Director	Not Applicable		07-07-1970	NA		01-09-2020				1	0	0	0		
5	Ms	Lilian Jessie Paul	ADQPP4942D	02864506	Non-Executive - Independent Director	Not Applicable		05-02-1970	NA		30-10-2014	30-10-2019		60	4	4	4	0		
6	Mr	Martin Hodgson	ZZZZ9999Z	08720176	Non-Executive - Non Independent Director	Not Applicable		30-04-1960	NA		09-04-2020				1	0	0	0	156	
7	Mr	S. Rajagopalan	AAXPR7717G	01584674	Non-Executive - Independent Director	Not Applicable		30-06-1955	NA		17-09-2008	01-04-2019		60	1	1	2	1		
8	Mr	Rajiv Kuchhal	ACRPK2447C	02257381	Non-Executive - Independent Director	Not Applicable		07-08-1965	NA		21-09-2011	01-04-2019		60	1	1	1	0		
9	Mr	Ralph Gillissen	ZZZZ9999Z	05184138	Non-Executive - Non Independent Director	Not Applicable		27-06-1969	NA		09-08-2018				1	0	0	0	157	
10	Mr	Ulrich Baumer	ZZZZ9999Z	06763831	Non-Executive - Independent Director	Not Applicable		31-05-1970	NA		27-12-2013	01-04-2019		60	1	1	0	0	158	

## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30,2020.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	30-10-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	30-10-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

**Add Notes**

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	28-05-2020			Yes	8	5
2	20-08-2020	83		Yes	8	5

\* to be filled in only for the current quarter meetings

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

**Add Notes**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	27-05-2020				Yes	3	3
2	Audit Committee	19-08-2020	83			Yes	3	3
3	Stakeholders Relationship Committee	27-05-2020				Yes	3	3
4	Stakeholders Relationship Committee	19-08-2020				Yes	3	3
5	Corporate Social Responsibility Committee	13-04-2020				Yes	3	3
6	Corporate Social Responsibility Committee	21-07-2020				Yes	3	3

\* to be filled in only for the current quarter meetings

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
<b>Disclosure of notes on related party transactions</b>			<a href="#" style="background-color: #f4a460; padding: 5px 15px; border-radius: 5px; text-decoration: none; color: white;">Add Notes</a>
<b>Disclosure of notes of material transaction with related party</b>			<a href="#" style="background-color: #f4a460; padding: 5px 15px; border-radius: 5px; text-decoration: none; color: white;">Add Notes</a>

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<b>Add Notes</b>

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	S. Sampath Kumar
2	Designation	Company Secretary and Compliance Officer



Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				<a href="#">Add Notes</a>

Annexure III		
1	Name of signatory	S. Sampath Kumar
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	S. Sampath Kumar
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	15-10-2020