

**ANNEXURE I****Format to be submitted by listed entity on quarterly basis****Quarterly Corporate Governance Report**

1. Name of Listed Entity : SQS India BFSI Limited  
 2. Quarter ending : December 31, 2017

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN <sup>S</sup> & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Date of Appointment in the current term	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.	David Bellin	06790066	Chairperson - Non-Executive Director	23/01/2014	-	NA	1	NIL	NIL
Mr.	K. Kumar	02343860	Independent Director	01/04/2014	-	5 Years	1	2	1
Ms.	Aarti Arvind	07414979	Executive Director	01/04/2016	-	NA	1	NIL	NIL
Mr.	Diederik Vos	06744640	Additional Director (Non-Executive)	26/10/2017	-	NA	1	NIL	NIL
Ms.	Lilian Jessie Paul	02864506	Independent Director	30/10/2014	-	5 Years	1	1	NIL
Mr.	S. Rajagopalan	01584674	Independent Director	01/04/2014	-	5 Years	1	2	1
Mr.	Rajiv Kuchhal	02257381	Independent Director	01/04/2014	-	5 Years	1	1	NIL
Mr.	René Gawron	06744645	Non-Executive Director	27/12/2013	-	NA	1	1	NIL
Mr.	Ulrich Bäumer	06763831	Independent Director	01/04/2014	-	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

<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson / Executive / Non-Executive / independent/ Nominee) <sup>§</sup></i>
1. Audit Committee	i) Mr. K. Kumar	Chairperson / Independent
	ii) Mr. S. Rajagopalan	Independent
	iii) Mr. Rajiv Kuchhal	Independent
	iv) Mr. René Gawron	Non-Executive
2. Nomination & Remuneration Committee	i) Mr. K. Kumar	Chairperson / Independent
	ii) Mr. S. Rajagopalan	Independent
	iii) Mr. Rajiv Kuchhal	Independent
	iv) Mr. David Bellin	Non-Executive
	v) Mr. René Gawron	Non-Executive
3. Risk Management Committee (if applicable)	NA	
4. Stakeholders Relationship Committee	i) Mr. S. Rajagopalan	Chairperson / Independent
	ii) Mr. K. Kumar	Independent
	iii) Ms. Lilian Jessie Paul	Independent

<sup>§</sup>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

## 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>
27-Jul-17	26-Oct-17	90

## 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>
26-October-2017 - Audit Committee Meeting	All Members of the Committee were present	26-July, 2017 - Audit Committee Meeting	91
26-October-2017 - Nomination and Remuneration Committee Meeting	All Members of the Committee were present	26-July, 2017 - Nomination and Remuneration Committee Meeting	91
26-October-2017 -Stakeholders Relationship Committee Meeting	All Members of the Committee were present	26-July, 2017 -Stakeholders Relationship Committee Meeting	91

\* 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

<b>Subject</b>		<b>Compliance status</b> <b>(Yes/No/NA)</b> <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 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 1<sup>st</sup> 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.