

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 : March 31, 2018

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 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	NA** & 06790066	Chairperson - Non-Executive Director	23/01/2014	-	NA	1	NIL	NIL
Mr.	K. Kumar	AFMPK9678R & 02343860	Independent Director	01/04/2014	-	5 Years	1	2	1
Ms.	Aarti Arvind	ADCPA5869N & 07414979	Executive Director	01/04/2016	-	NA	1	NIL	NIL
Mr.	Ramaseshan K	ADHPR8790E & '03025474	Executive Director	25/01/2018	-	NA	1	NIL	NIL
Mr.	Diederik Vos	NA** & 06744640	Additional Director (Non-Executive)	26/10/2017	-	NA	1	NIL	NIL
Ms.	Lilian Jessie Paul	ADQPP4942D & 02864506	Independent Director	30/10/2014	-	5 Years	1	1	NIL
Mr.	S. Rajagopalan	AAXPR7717G & 01584674	Independent Director	01/04/2014	-	5 Years	1	2	1
Mr.	Rajiv Kuchhal	ACRPK2447C & 02257381	Independent Director	01/04/2014	-	5 Years	1	1	NIL
Mr.	René Gawron	NA** & 06744645	Non-Executive Director	27/12/2013	-	NA	1	1	NIL
Mr.	Ulrich Bäumer	NA** & 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) [§]</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

[§]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>
26-Oct-17	25-Jan-18	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>
24-January-2018 - Audit Committee Meeting	All Members of the Committee were present	26-October-2017 - Audit Committee Meeting	89
24-January-2018 - Nomination and Remuneration Committee Meeting	All Members of the Committee were present	26-October-2017 - Nomination and Remuneration Committee Meeting	89
24-January-2018-Stakeholders Relationship Committee Meeting	All Members of the Committee were present	26-October-2017 - Stakeholders Relationship Committee Meeting	89

* 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 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.

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Item	Compliance status (Yes/No/NA) refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	NA*
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	Yes
New name and the old name of the listed entity	NA

* Shall be disclosed in the Annual Report and hence Not Applicable

II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholders Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA

Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to Code of Conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

Note

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2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

For SQS India BFSI Limited

S. Sampath Kumar

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