

Dated January 17, 2017

The Secretary,  
**BSE Limited**,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
MUMBAI – 400 001.

The Vice President  
**The National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra - Kurla Complex,  
MUMBAI – 400 051.

Dear Sir / Madam,

**Sub: Proposed placement of Non-convertible Debentures on private placement basis ("NCDs") by Quess Corp Limited (the "Company") under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI Regulations") (the "Offer").**

This is to inform you that subsequent to the approval accorded by the Board of Directors of the Company (the "Board") at its meeting held on November 28, 2016 and subsequent approval of the Members of the Company by way of a special resolution passed through postal ballot on January 17, 2017 for issue of NCDs upto Rs. 150 Crores, a meeting of the Administration Committee, comprising of a Committee of Directors constituted by the Board to approve the terms of issuance of the NCDs, is proposed to be convened on January 20, 2017, *inter alia*, to consider the following:

1. To discuss and finalize the issue of NCDs upto Rs. 150 Crores in accordance with the applicable provisions of the SEBI Regulations and Sections 42, 71 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder, as amended and to finalize, approve and adopt the offer document i.e. Information Memorandum, in relation to the said issue.
2. To fix the dates for opening of the Offer to issue NCDs
3. To fix issue price of the NCDs
4. To appoint the debenture trustee for the issuance.
5. To approve the other terms of the issuance

This communication is issued in terms of Regulation 29(1)(d) of the the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations), 2015, as amended.

We request you to take the above on record and acknowledge receipt.

Thanking you,

**Yours faithfully,  
For Quess Corp Limited**

  
**(Sudershan Pallap)  
Vice President & Company Secretary**

