

Dated: December 28, 2017

The Secretary BSE Limited PhirozeJeejeebhoy Towers Dalal Street Mumbai – 400 001	The Vice President – Listing National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex Mumbai – 400 050
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Dear Sir / Madam,

Sub: Acquisition of 70% equity in Golden Star Facilities and Services Private Limited

Ref: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

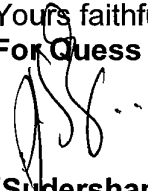
Further to the notification made on December 27, 2017, we hereby submit the disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 9, 2015 for the acquisition of 70% equity in Golden Star Facilities and Services Private Limited ("GSFS").

Please note 60% equity is acquired as part of the Scheme of Arrangement between Manipal Integrated Services Private Limited ("Transferor Company") and Quess Corp Limited ("Transferee Company"), its respective shareholders and creditors, duly approved by the Hon'ble National Company Law Tribunal, Bengaluru Bench, vide Order dated November 30, 2017 and the Board of Directors at its meeting held on December 27, 2017 has approved additional 10% equity in GSFS with an investment upto Rs. 5 Crores.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For Quess Corp Limited


(Sudershan Pallap)
Vice President & Company Secretary



Encl: As above

Information required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 09, 2015.

Sl. No	Particulars	Details
1.	Name of the transferor entity, details in brief such as size, turnover etc.;	Name: Golden Star Facilities and Services Private Limited ("GSFS") Business: GSFS is a Facilities Management company based out of Hyderabad. Established in March 2008, it provides Housekeeping, Electro-mechanical, Pest Control and Production Support services to over 200 clients in Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, Kerala, Haryana, Noida, Mumbai and New Delhi. Size & Turnover: The company has a workforce of over 8,000 professionals and it reported revenues of Rs. 123 crores in FY17.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length";	Acquired 60% stake in GSFS pursuant to the scheme of arrangement between Quess Corp Limited and Manipal Integrated Services Private Limited ("Demerger scheme") and does not fall within related party transaction(s) as the promoter/ promoter group/ group companies of Quess Corp Limited ("Quess") do not have any interest in MIS/GSFS. However, acquisition of additional 10% stake in GSFS, approved in the board meeting dated December 27, 2017 would fall within related party transactions as the Seller – Mrs. Anita Verghese qualifies as a Director/Shareholder in GSFS which is now a Quess Subsidiary. The transaction is done at "arms length" price.
3.	Industry to which the entity being acquired belongs;	Facilities Management Services.

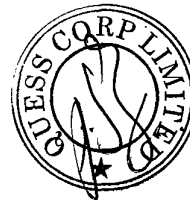


Quess Corp Limited

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Sl. No	Particulars	Details								
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	• Securing a majority stake in one of MIS' key subsidiaries and strengthening Quess' facility management presence in Southern India. • Gaining of strong operational capabilities in the niche and high growth verticals of facility management to healthcare and education sectors.								
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	NIL								
6.	Indicative time period for completion of the acquisition;	On or before January 31, 2018								
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	○ Acquisition of 60% equity stake in GSFS pursuant to the Demerger Scheme and no separate consideration was paid. ○ Additional acquisition of 10% equity stake in GSFS upto Rs. 5 crores								
8.	Cost of acquisition or the price at which the shares are acquired;	As indicated in (7) above.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	70% equity in Golden Star Facilities and Services Private Limited.								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Brief background of GSFS, line of business and country of operations: Refer Sl. No 1 above. Date of incorporation of GSFS: March 14, 2008 Key Financials (in Rs. Crores.) <table><tr><th>Particulars</th><th>FY 2015</th><th>FY 2016</th><th>FY 2017</th></tr><tr><td>Revenue</td><td>76.8</td><td>96.7</td><td>123.6</td></tr></table>	Particulars	FY 2015	FY 2016	FY 2017	Revenue	76.8	96.7	123.6
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