Fairbridge Capital (Mauritius) Limited

Level 1, Maeva Tower, Silicon Avenue, CyberCity, Ebène 72201, Republic of Mauritius
Tel: (230) 464-3044 Fax: (230) 468-1930/ 468-1936

December 11, 2019

The General Manager –
Listing Dept.
Department of Corporate Services,
BSE Limited,
Floor 25, PJ Towers, Dalal Street,
Mumbai-400001.
Scrip Code: 539978

The Vice President -
Listing Dept.
National Stock Exchange of India Limited,
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai-400051
Scrip Symbol: QUESS

The Compliance Officer
Quess Corp Limited
3/3/2, Bellandur Gate,
Sarjapur Main Road,
Bengaluru- 560103

Dear Sir/Madam,

Sub: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: Composite Scheme of Arrangement and Amalgamation amongst TC Forex Services Ltd., Travel Corporation (India) Ltd., TC Travel Services Ltd., SOTC Travel Management Pvt. Ltd., Thomas Cook (India) Ltd. and Quess Corp Ltd. and their respective shareholders ("Scheme")

With reference to the captioned matter, this is to inform you that pursuant to the Scheme, we, Fairbridge Capital (Mauritius) Limited have been allotted 46,876,237 equity shares of INR 10 each by Quess Corp Ltd. on December 9, 2019. In this regard, please find attached the disclosure under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take note of the same on your records.

Thanking you,

Yours faithfully,

The Common Seal of Fairbridge Capital (Mauritius) Limited

Amy Tan
Director
On behalf of Fairbridge Capital (Mauritius) Limited
Encl: As above

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

<table>
<tr><td>1.</td><td colspan="2">Name of the Target Company (TC)</td><td colspan="2">Quess Corp Limited ("QCL")</td></tr>
<tr><td>2.</td><td colspan="2">Name(s) of the acquirer(s)</td><td colspan="2">Fairbridge Capital (Mauritius) Limited</td></tr>
<tr><td>3.</td><td colspan="2">Name(s) of the Stock Exchange(s) where the shares of TC are Listed</td><td colspan="2">NSE and BSE</td></tr>
<tr><td>4.</td><td colspan="2">Details of the transaction including rationale, if any, for the <s>transfer/</s> acquisition of shares.</td><td colspan="2">Allotment of 46,876,237 Equity Shares (face value INR 10 each) of QCL on December 9, 2019 pursuant to the Composite Scheme of Arrangement and Amalgamation amongst TC Forex Services Ltd., Travel Corporation (India) Ltd., TC Travel Services Ltd., SOTC Travel Management Pvt. Ltd., Thomas Cook (India) Ltd. and QCL</td></tr>
<tr><td>5.</td><td colspan="2">Relevant regulation under which the acquirer is exempted from making open offer.</td><td colspan="2">Regulation 10(1)(d)(ii)</td></tr>
<tr><td>6.</td><td colspan="2">Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,
- whether disclosure was made and whether it was made within the timeline specified under the regulations.
- date of filing with the stock exchange.</td><td colspan="2">No, disclosures of proposed acquisitions were not required to be made under regulation 10(5).

Not Applicable ('NA')

NA</td></tr>
<tr><td>7</td><td colspan="2">Details of acquisition</td><td>Disclosures required to be made under regulation 10(5)</td><td>Whether the disclosures under regulation 10(5) are actually made</td></tr>
<tr><td></td><td>a</td><td>Name of the transferor / seller</td><td>NA</td><td>NA</td></tr>
<tr><td></td><td>b</td><td>Date of acquisition</td><td>NA</td><td>NA</td></tr>
<tr><td></td><td>c</td><td>Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above</td><td>NA</td><td>NA</td></tr>
<tr><td></td><td>d</td><td>Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC</td><td>NA</td><td>NA</td></tr>
<tr><td></td><td>e</td><td>Price at which shares are proposed to be acquired / actually acquired</td><td>NA</td><td>NA</td></tr>
</table>

8	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer/ Transferee				
		Fairbridge Capital (Mauritius) Limited	Nil	Nil	46,876,237	31.78%
	b	Each Seller/Transferor	NA	NA	NA	NA

Yours sincerely,

Amy Tan
Director
On behalf of Fairbridge Capital (Mauritius) Limited
Place: Mauritius
Date: December 11, 2019