

SQS India BFSI Limited

Registered Office : 6A, Sixth Floor, Prince Infocity II, No. 283/3 & 283/4, Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai – 600 096, India

• **Phone:** + 91 44 43923200 • **Fax No.** + 91 44 43923258

• **Website:** www.sqs-bfsi.com • **CIN :** L64202TN1998PLC066604

**NOTICE OF THE 20th ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE**

Notice is hereby given that:

1. The 20th Annual General Meeting (20th AGM) of the members of the Company will be held on Thursday, July 26, 2018 at 3.30 P.M. at The Residency Towers, The Town Hall, 115, Sir Thyagaraya Road, T Nagar, Chennai 600 017 to transact the business contained in the notice dated May 4, 2018.

2. As permitted under the Rule 11 of the Companies (Accounts) Rules, 2014, the electronic copies of the Notice convening 20th AGM together with the Annual Report for the financial year 2017-18 has been sent to all the members of the Company holding shares either in physical form or in dematerialized form whose email IDs are registered with the Company / Depository Participant(s). However, such members have been offered the facility of opting for a physical copy of the Annual Report. Physical copies of the same have been sent to all other members at their registered address in the permitted mode. The Notice of the 20th AGM and the Annual Report are also available on the Company's website www.sqs-bfsi.com. These documents are also available for inspection at the Registered Office of the Company during normal business hours on working days except Saturdays, Sundays and public holidays prior to the date of 20th AGM.

3. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'). The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the Agency to provide e-voting facility. The details of instructions for e-voting are given in 20th AGM notice sent through prescribed mode.

The Members are informed that:-

(a) The Notice of the 20th AGM has been sent to all the members whose names appear on the Register of Members/Register of Beneficial Owners maintained by Depositories as at the close of business hours on Friday, June 22, 2018.

(b) the electronic transmission / physical dispatch of Annual Report, Notice of 20th AGM and other documents were done during the period between June 27, 2018 to June 30, 2018;

(c) the remote e-voting shall commence on Monday, July 23, 2018 @ 9.00 a.m. (IST) and ends on Wednesday, July 25, 2018 @ 5.00 p.m. (IST);

(d) remote e-voting shall not be allowed beyond 5.00 p.m. on July 25, 2018;

(e) A person, whose name appears in the register of Members/Beneficial Owners as on the cut-off date i.e. July 20, 2018 only shall be entitled to avail the facility of remote e-voting as well as voting at the 20th AGM.

(f) Any person who becomes member of the Company after dispatch of the Notice of meeting and holding shares as on the cut-off date i.e. July 20, 2018, may obtain the User ID and password by sending a request at helpdesk.evoting@cdslindia.com. The Notice of the 20th AGM is also available on the Cameo's website <https://cameoindia.com>; and

(g) In case of any queries, you may refer Help & FAQ section of www.evotingindia.com (CDSL Website) or write an e-mail to helpdesk.evoting@cdslindia.com. In case of any grievances connected with facility for voting by electronic means, please contact Mr. Rakesh Dalvi, Manager – E-voting, Central Depository Services (India) Limited, Unit no.A-2501, A Wing, Marathon Futurex, 25th Floor, Mafatal Mill Compound, N M Joshi Marg, Lower Parel (E), Mumbai 400 012 Ph: +91 022 2305 8542, Toll Free No. 1800-22-5533, E-mail: helpdesk.evoting@cdslindia.com.

4. Mr. V Suresh, Practicing Company Secretary, Chennai, has been appointed as Scrutiniser for Remote E-voting process and voting at the meeting.

5. The facility for voting through electronic voting system shall also be made available at the 20th AGM and Members who have not already cast their vote by remote e-voting shall be able to exercise their right at the 20th AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the 20th AGM but shall not be entitled to cast their vote again.

6. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 91 of the Companies Act, 2013 and the applicable Rules thereunder, as amended, the Register of Members and Share Transfer Books for equity shares of the Company will remain closed from Saturday, July 21, 2018 to Thursday, July 26, 2018 (both days inclusive), to determine the names of the members who will be entitled to receive final dividend on the equity shares for the financial year ended March 31, 2018.

7. Persons entitled to attend and vote at the meeting, may vote in person or by proxy/ through authorized representative, provided that all proxies in the prescribed form/authorization duly signed by the person entitled to attend and vote at the meeting are deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting and proxy need not be a member of the Company.

**For and behalf of Board of Directors
SQS India BFSI Limited**

**Aarti Arvind
Managing Director and CEO**

Place: Chennai
Date : June 30, 2018

SQS India BFSI Limited

Registered Office : 6A, Sixth Floor, Prince Infocity II, No. 283/3 & 283/4,
Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai – 600 096, India

• **Phone:** + 91 44 43923200 • **Fax No.** + 91 44 43923258

• **Website:** www.sqs-bfsi.com • **CIN :** L64202TN1998PLC066604

**NOTICE OF THE 20th ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE**

Notice is hereby given that:

1. The 20th Annual General Meeting (20th AGM) of the members of the Company will be held on Thursday, July 26, 2018 at 3.30 P.M. at The Residency Towers, The Town Hall, 115, Sir Thyagaraya Road, T Nagar, Chennai 600 017 to transact the business contained in the notice dated May 4, 2018.

2. As permitted under the Rule 11 of the Companies (Accounts) Rules, 2014, the electronic copies of the Notice convening 20th AGM together with the Annual Report for the financial year 2017-18 has been sent to all the members of the Company holding shares either in physical form or in dematerialized form whose email IDs are registered with the Company / Depository Participant(s). However, such members have been offered the facility of opting for a physical copy of the Annual Report. Physical copies of the same have been sent to all other members at their registered address in the permitted mode. The Notice of the 20th AGM and the Annual Report are also available on the Company's website www.sqs-bfsi.com. These documents are also available for inspection at the Registered Office of the Company during normal business hours on working days except Saturdays, Sundays and public holidays prior to the date of 20th AGM.

3. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'). The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the Agency to provide e-voting facility. The details of instructions for e-voting are given in 20th AGM notice sent through prescribed mode.

The Members are informed that:-

(a) The Notice of the 20th AGM has been sent to all the members whose names appear on the Register of Members/Register of Beneficial Owners maintained by Depositories as at the close of business hours on Friday, June 22, 2018.

(b) the electronic transmission / physical dispatch of Annual Report, Notice of 20th AGM and other documents were done during the period between June 27, 2018 to June 30, 2018;

(c) the remote e-voting shall commence on Monday, July 23, 2018 @ 9.00 a.m. (IST) and ends on Wednesday, July 25, 2018 @ 5.00 p.m. (IST);

(d) remote e-voting shall not be allowed beyond 5.00 p.m. on July 25, 2018;

(e) A person, whose name appears in the register of Members/Beneficial Owners as on the cut-off date i.e. July 20, 2018 only shall be entitled to avail the facility of remote e-voting as well as voting at the 20th AGM.

(f) Any person who becomes member of the Company after dispatch of the Notice of meeting and holding shares as on the cut-off date i.e. July 20, 2018, may obtain the User ID and password by sending a request at helpdesk.evoting@cdslindia.com. The Notice of the 20th AGM is also available on the Cameo's website <https://cameoindia.com>; and

(g) In case of any queries, you may refer Help & FAQ section of www.evotingindia.com (CDSL Website) or write an e-mail to helpdesk.evoting@cdslindia.com. In case of any grievances connected with facility for voting by electronic means, please contact Mr. Rakesh Dalvi, Manager – E-voting, Central Depository Services (India) Limited, Unit no.A-2501, A Wing, Marathon Futurex, 25th Floor, Mafatal Mill Compound, N M Joshi Marg, Lower Parel (E), Mumbai 400 012 Ph: +91 022 2305 8542, Toll Free No. 1800-22-5533, E-mail: helpdesk.evoting@cdslindia.com.

4. Mr. V Suresh, Practicing Company Secretary, Chennai, has been appointed as Scrutiniser for Remote E-voting process and voting at the meeting.

5. The facility for voting through electronic voting system shall also be made available at the 20th AGM and Members who have not already cast their vote by remote e-voting shall be able to exercise their right at the 20th AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the 20th AGM but shall not be entitled to cast their vote again.

6. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 91 of the Companies Act, 2013 and the applicable Rules thereunder, as amended, the Register of Members and Share Transfer Books for equity shares of the Company will remain closed from Saturday, July 21, 2018 to Thursday, July 26, 2018 (both days inclusive), to determine the names of the members who will be entitled to receive final dividend on the equity shares for the financial year ended March 31, 2018.

7. Persons entitled to attend and vote at the meeting, may vote in person or by proxy/ through authorized representative, provided that all proxies in the prescribed form/authorization duly signed by the person entitled to attend and vote at the meeting are deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting and proxy need not be a member of the Company.

**For and behalf of Board of Directors
SQS India BFSI Limited**

**Aarti Arvind
Managing Director and CEO**

Place: Chennai
Date : June 30, 2018