



SEC/BSE/124/17-18  
Chennai, August 10, 2017

**The Deputy General Manager,  
Surveillance,  
BSE Ltd.**

Floor 25, P J Towers,  
Dalal Street, Mumbai 400 001.

**SQS India BFSI Limited**  
6A, Sixth Floor, Prince Infocity II  
No. 283/3 & 283/4  
Rajiv Gandhi Salai (OMR)  
Kandanchavadi, Chennai 600096, India

Phone: +91 44 4392 3200  
Fax: +91 44 4392 3258  
info-india@sqs.com  
www.sqs-bfsi.com  
CIN: L64202TN1998PLC066604

Kind Attn: Mr. Rishikesh Tamaskar.

**Re: Database of listed Shell Companies**

Dear Sirs,

We refer to your letter ref. L/SURV/OFL/KM/COMP/533121 dated August 10, 2017 on the subject along with the letter from SEBI Ref. No. SEBI/HO/ISD/ISD/OW/P/2017/18926 dated August 9, 2017 seeking certain documents from the Company for the purpose of verification of credentials / fundamentals of our Company.

In this regard, we would like to state that we enclose herewith the Auditor's Certificate covering the following points:

1. Status of filing of annual Income tax return for the last three financial years and status of any pending disputes with Income Tax Department;
2. Status of Company's compliance with all requirements of the Companies Act, 2013 and annual returns filed during the last three years;
3. The certificate on the status of the Company as a Going Concern and the description of the Company's business model. Bank statements of the Company for the last one year with status;
4. Status of Company with respect to default to any bank / financial institution; and
5. Status of Company's compliance with all the listing regulation requirements for a period of last three years.

We now request you to take on record the Auditor's Certificate and oblige and do the needful.

Yours sincerely,  
For SQS India BFSI Limited

S. Sampath Kumar  
Company Secretary and Compliance Officer  
FCS No.3838

Encl : As above.

# KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

## INDEPENDENT AUDITOR'S CERTIFICATE FOR SQS INDIA BFSI LIMITED ON INFORMATION SUBMISSION TO STOCK EXCHANGES

1. We, M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Statutory Auditors for M/s. SQS India BFSI Limited, have verified the relevant books of account and other relevant documents and records maintained by M/s. SQS India BFSI Limited ("SQS India" or "the Company"), CIN L64202TN1998PLC066604 and having its Registered office at 6A, Sixth Floor, Prince Infocity II, 283/3 & 283/4, Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai – 600 096, for the limited purpose of certifying "the specified information submitted for purpose of verification of credentials / fundamental of the Company" ("the Information") as required by National Stock Exchange of India Limited ("the NSE") vide letter no. NSE/LIST/15324 dated August 9, 2017 and BSE Limited ("the BSE") vide letter no. L/SURV/OFL/KM/COMP/53321 dated August 10, 2017, hereinafter collectively referred to as ("the Stock Exchanges").
2. The Management of the Company is responsible for the maintenance of proper books of account, such other relevant documents and records as prescribed by applicable laws and complying with the applicable laws and regulations. The Management of the Company is also responsible for the preparation and submission of the Information prepared in Annexures E1, E8, E10 and E14 as required by the Stock Exchanges. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of these Annexures and applying an appropriate basis of preparation in the circumstances.
3. Our responsibility is to obtain assurance that the Information is properly prepared by the Company on the basis of verification of the relevant books of account and other documents and records maintained by the Company. We have not evaluated the appropriateness of the criteria established by the Management to comply with various laws and regulation applicable to the Company and preparation of the Information required by the Stock Exchanges.
4. We conducted our verification in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes and Standards on Auditing issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
5. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.



LLP IN : AAH - 3437

REGISTERED OFFICE : KALPATARU HERITAGE, 127, MAHATMA GANDHI ROAD, MUMBAI 400 001

TEL.: (91) (22) 6158 7200 FAX : (91) (22) 2267 3964

TAX OFFICE : ESPLANADE HOUSE, 29, HAZARIMAL SOMANI MARG, FORT, MUMBAI 400 001

TEL.: (91) (22) 6158 6200 FAX : (91) (22) 6158 6275

6. On the basis of our verification of the aforesaid books of accounts and other relevant documents and according to the information and explanations given to us by the Management of the Company and read with para 3 and 4 above, we certify that:
- The Company has filed its annual income tax return for last three years i.e. Financial Year 2013-14, Financial Year 2014-15 and Financial Year 2015-16.
  - The status of the pending disputes under the Income Tax Act, 1961 provided in Annexure E1 of the Information, in all material aspects, is fairly stated.
  - The Company has filed its annual returns under the Companies Act, 2013 for last three financial years i.e. Financial Year 2013-14, Financial Year 2014-15 and Financial Year 2015-16.
  - The Company is a software service provider primarily delivering software validation and verification services to the banking and financial services industry worldwide and based on our assessment of the financial position of the Company as at March 31, 2017, we confirm that the Company is a going concern entity.
  - The details of bank accounts of the Company along with its status provided in the Annexure E8 of the Information is complete and correct.
  - The Company has not defaulted in repayment of dues to Banks and the Company has not availed any loans / facilities from financial institution.
7. Further, on the basis of our verification of the aforesaid books of accounts and other relevant documents and according to the information and explanations given to us by the Management of the Company and read with para 3 and 4 above, we state that:
- Nothing has come to our attention that cause us to believe that the Company has not complied, in all material aspects, with the Companies Act 2013 and the status of the compliances with the Companies Act, 2013 read with rules thereunder for the last three years as provided in the Annexure E10 of the Information is properly prepared.
  - Nothing has come to our attention that cause us to believe that the Company has not complied, in all material aspects, with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the status of the compliances with the listing regulations requirements, for the last three years as provided in the Annexure E14 of the Information is properly prepared.



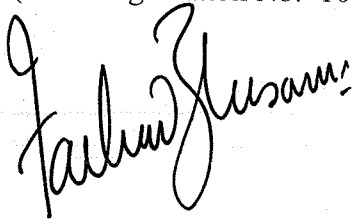
**KALYANIWALLA  
& MISTRY LLP**

8. This certificate has been issued at the request of the Company for the purpose of submitting the same to the stock exchanges and is not to be used, referred to or distributed for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **KALYANIWALLA & MISTRY LLP**

**CHARTERED ACCOUNTANTS**

(Firm Registration No: 104607W / W100166)



**FARHAD M. BHESANIA**

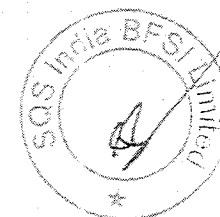
**PARTNER**

Membership No. 127355

Place: Mumbai

Date : August 10, 2017

Sl. No.	Fin Year & Date of the Notice	Parties	Brief Facts	Status
1	FY 2008-09	DCIT Corporate Circle 6(2)	<b>Highlights of the case :</b> 1. Disallowed the Branch revenue, Onsite revenue from the total export turnover for calculating Sec 10AA claim. The Initial Asst order passed during Jan 2012 with the Tax demand of INR 62.70Mn. After considering the petition for rectification, DCIT passed Rectification order with the Tax demand of INR.48.90 Mn. 2. CIT(A) rejected our appeals. ITAT passed the order & directed the DCIT to give effect to the ground of appeals of the Company. DCIT passed the revised Assessment order u/s 143(3) on 05 APR 2016 giving effect to the ITAT order. While passing the Revised Asst. order by the DCIT, the full effect of ITAT Order has not been considered. The revised Tax demand - Rs. 38.53 Mn " The Tax demand of Rs.38.53 Mn considered under Contingent liabilities in the Financials as on 31st Mar 2017"	The Company has filed a Stay of Demand. The Company has also filed an Appeal online with CIT(A).
2	FY 2009-10	DCIT Corporate Circle 6(2)	Disallowed the 10A benefits fully because the Company has already completed 10 years of STPI benefit as per DCIT. Tax demand - Rs 23 Mn. For which company already made the provision	ITAT passed order dated 11th May 2016. ITAT has mentioned that the matter needs to be re-examined and has directed the Assessing officer to verify the first year claim of the company.
			Assessing Officer has re opened the assessment by serving a notice u/s 148 of the Income Tax Act dt. 30th Mar 2017 served on us on 04th May 2017 on the ground that the AO has reason to believe that the income has escaped assessment.	The company has filed the reply letter asking for reason for reopening.
3	FY 2011-12	DCIT Corporate Circle 6(2)	The Company has received the Assessment order u/s 143(3) for the FY 11-12 on 05 APR 2016. In the asst. order the disallowance made towards Sales Commission, Professional Fees accounted in Foreign Branches. In addition to that 10AA disallowance towards Expenses, Insurance and Telecommunication Expense. The above disallowance has resulted in a Tax Demand of INR 10.48 Mn as per the Assessment order. The Tax demand of Rs.10.48 Mn considered under Contingent liabilities in the Financials as on 31st Mar 2017"	The Company has filed a Stay of Demand on 26th April 2016. The Company has filed an Appeal online with CIT(A).
4	FY 2012-13	DCIT Corporate Circle 6(2)	The Company has received the Income Tax Assessment order u/s 143(3) for the FY 12-13 on 05 APR 2016. In the asst. order the disallowance made towards Professional Fees accounted. In addition to the 10AA disallowance towards Forex Expense, Insurance and Telecommunication expenses. The above disallowance has resulted in a Tax Demand of INR 1.59 Mn as per the Assessment order. The Tax demand of Rs.1.59 Mn considered under Contingent liabilities in the Financials as on 31st Mar 2017"	The Company has filed an Appeal online with CIT(A). The case is pending before CIT (A)
5	FY 2013-14	DCIT Corporate Circle 6(2)	The Company has received the Income Tax Assessment order u/s 143(3) for the FY 13-14 on 28th Dec 2016. In the asst. order following disallowances were made : tax demand - Rs. 5.29 Mn (i) Assessing officer has reduced the 10AA claim (ii) Not considered the TDS amount (iii) Dividend Tax paid on Final Dividend declared for the year ended 31st March 2013 which is not considered in the Assessment order. The Tax demand of Rs.5.29 Mn considered under Contingent liabilities in the Financials as on 31st Mar 2017"	The Company has filed on 25th Jan 2017 rectification petition, Appeals with CIT (A) and and stay petition. Further communication is awaited from the Department.



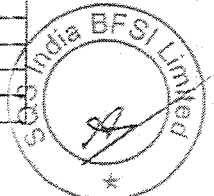
LIST OF BANK ACCOUNTS

E-8

SLNO	Bank	A/c No	Type	Currency	Branch/ address	Country	Status	Latest statement - Hard Copy (Yes/No)	Soft Copy (Yes/No)	Ref No
<b>STANDALONE ( HO + BRANCHES)</b>										
1	ICICI A/C - Velachery A/C	038505003647	Current	INR	Velachery, Chennai	India	Active		Yes	1
2	ICICI A/C - T.Nagar	602605048140	Current	INR	T.Nagar, Chennai	India	Active	Yes	Yes	2
3	Citibank A/C	342982018	Current	INR	Chennai	India	Not active			
4	LVB A/C	0434351000001342	Current	INR	CATHEDRAL ROAD, Chennai	India	Active		Yes	3
5	SBI A/C	31712824395	Current	INR	Tiruvanmiyur, Chennai	India	Active			
6	HSBC A/c	042591404001	Current	INR	CATHEDRAL ROAD, Chennai	India	Active	Yes	Yes	4
7	HSBC A/c-USD	042591404511	EEFC	USD	CATHEDRAL ROAD, Chennai	India	Active			
8	HSBC A/c-SGD	042591404512	EEFC	SGD	CATHEDRAL ROAD, Chennai	India	Active			
9	HSBC A/c-EURO	042591404513	EEFC	EUR	CATHEDRAL ROAD, Chennai	India	Active			
10	HSBC A/c-GBP	042591404514	EEFC	GBP	CATHEDRAL ROAD, Chennai	India	Active			
11	HSBC A/c-AUD	042591404515	EEFC	AUD	CATHEDRAL ROAD, Chennai	India	Not active			
12	LVB - CC	0434638000000034	Current	INR	CATHEDRAL ROAD, Chennai	India	Active	Yes	Yes	5
13	LVB - GBP	0434372000000017	EEFC	GBP	CATHEDRAL ROAD, Chennai	India	Active		Yes	6
14	LVB - SGD	0434376000000011	EEFC	SGD	CATHEDRAL ROAD, Chennai	India	Active		Yes	7
15	LVB - USD	0434371000000023	EEFC	USD	CATHEDRAL ROAD, Chennai	India	Active	Yes	Yes	8
16	LVB - AUD	0434374000000014	EEFC	AUD	CATHEDRAL ROAD, Chennai	India	Active		Yes	9
17	LVB - Euro	0434373000000013	EEFC	EUR	CATHEDRAL ROAD, Chennai	India	Active		Yes	10
18	LVB - MEPZ - SGD	0434376000000023	EEFC	SGD	CATHEDRAL ROAD, Chennai	India	Active		Yes	11
19	LVB - MEPZ - USD	0434371000000047	EEFC	USD	CATHEDRAL ROAD, Chennai	India	Active		Yes	12
20	ING Bank, Belgium - (Euro)	77330058742042	Current	EUR	Stationsstraat	Belgium	Active		Yes	13
21	HSBC Bank , Malaysia (MYR)	105718464101	Current	MYR	Malaysia	Malaysia	Active			
22	Yes Bank	059481400001261	Current	INR	CATHEDRAL ROAD, Chennai	India	Active		Yes	14
<b>SUBSIDIARIES</b>										
23	HSBC A/c, UAE -(AED)	026272518001	Current	AED	Bur Dubai	Sharjah, UAE	Active		Yes	15
24	HSBC A/c, Singapore (SGD)	052066768001	Current	SGD	Singapore,	Singapore	Active		Yes	16
25	HSBC A/c, New york,USD	006149669	Checking	USD	Newyork	US	Active		Yes	17
26	Dresdner A/c, Germany - (EURO)	0487037200	Current	EUR	Frankfurt Bankleitzah	Germany	Active			
27	ICICI Bank - UK LTD (GBP)	76111553	Current	GBP	Knightsbridge, London	UK	Active		Yes	18
<b>DIVIDEND ACCOUNTS</b>										
28	Axis - Dividend 2010-11	911020039960121	Dividend	INR	Chennai	India	Active			
29	HDFC Interim Dividend A/c 2011-12	109786000000050	Dividend	INR	Chennai	India	Active		Yes	19
30	HDFC Interim Dividend A/c 2012-13	109786000000091	Dividend	INR	Chennai	India	Active		Yes	19
31	HDFC Final Dividend A/c 2011-12	109786000000074	Dividend	INR	Chennai	India	Active		Yes	19
32	HDFC Final Dividend A/c 2012-13	50200001642950	Dividend	INR	Chennai	India	Active		Yes	19
33	HDFC Interim Dividend A/c 2013-14	50200002588679	Dividend	INR	Chennai	India	Active		Yes	19
34	HDFC Final Dividend A/c 2013-14	50200006731649	Dividend	INR	Chennai	India	Active		Yes	19
35	HDFC Interim Dividend A/c 2014-15	50200008547361	Dividend	INR	Chennai	India	Active		Yes	19
36	HDFC Final Dividend A/c 2014-15	50200013370843	Dividend	INR	Chennai	India	Active		Yes	19
37	HDFC Interim Dividend A/c 2015-16	50200015637702	Dividend	INR	Chennai	India	Active		Yes	19
38	HDFC Final Dividend A/c 2015-16	50200019821191	Dividend	INR	Chennai	India	Active		Yes	19
39	HDFC Interim Dividend A/c 2016-17	50200021934979	Dividend	INR	Chennai	India	Active		Yes	19
40	HDFC Final Dividend A/c 2016-17	50200025908292	Dividend	INR	Chennai	India	Active		Yes	19
41	HDFC Final Dividend A/c 2009-10	109786000000016	Dividend	INR	Chennai	India	CLOSED - May 17		Yes	19

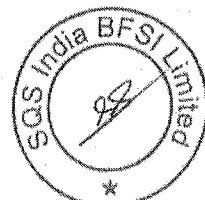
Note 1 : Bank statement provided in hard copy - for the month of JULY 2017 ( for LVB, ICIC and HSBC)

Note 2 : Bank statement provided in soft form from 01st April 2016 till 31st July 2017

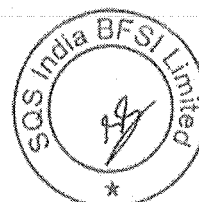


## ROC COMPLIANCE

S. No	Form	FY 2017-18 (till 31 July 2017)		FY 2016-17		FY 2015-16		FY 2014-15	
		Due Date	Date of Actual Filing	Due Date	Date of Actual Filing	Due Date	Date of Actual Filing	Due Date	Date of Actual Filing
1	Form PAS - 3 - Allotment of Shares - 27 April 2017	26-May-17	3-May-17						
2	MGT 14 - Adoption of Annual financial statements	26-May-17	24-May-17						
3	Form MGT-14 - For Appointment of Secretarial Auditor	26-May-17	24-May-17						
4	Form MGT-14 - For Approval of Boards Report	26-May-17	24-May-17						
5	Form DIR 12 - Resignation of Reji Thomas Cherian	26-May-17	4-May-17						
6	Form IEPF 1 - Details of amount transferred to IEPF	30-Jun-17	31-May-17						
7	Form MGT-14 - Special Resolutions passed at Postal Ballot			15-Apr-16	7-Apr-16				
8	Form DIR-12 - Appointment of Aarti Arvind, N. Vaidyanathan and Resignation of Gireendra Kasmalkar and Dr. Martin Mueller as Directors			30-Apr-16	2-May-16				
9	Form PAS - 3 - Allotment of Shares - 28 Apr 2016			27-May-16	18-May-16				
10	MGT 14 - Adoption of Annual financial statements			27-May-16	20-May-16	22-May-15	19-May-15		
11	Form MGT-14 - For Approval of Boards Report			27-May-16	20-May-16	16-Jun-15	16-Jun-15		
12	Form MGT-14 - For Appointment of Company Secretary (KMP)			27-May-16	27-May-16				
13	Form DIR-12 - Appointment of Reji Thomas Cherian			27-May-16	20-May-16				
14	Form DIR-12 - Appointment / Resignation of Company Secretary			27-May-16	12-May-16				
15	Form MR1 - Appointment of KMP (MD & ED)			30-Jun-16	27-May-16				
16	Form MR1 - Appointment of KMP (Company Secretary)			27-Jun-16	27-May-16				
17	Form MGT 10 - For Change In Shareholding > 2%					5-Jul-15	3-Jul-15		
18	Form MGT-14 - For Secretarial Auditor Appointment			27-Aug-16	13-Aug-16	22-Aug-15	6-Aug-15		
19	Form MGT-15 - Proceeding of AGM to ROC			27-Aug-16	13-Aug-16	22-Aug-15	6-Aug-15		
20	Form MGT-14 - Special Business transacted at AGM			27-Aug-16	13-Aug-16	22-Aug-15	8-Aug-15	23-Aug-14	31-Jul-14
21	Form PAS - 3 - Allotment of Shares 28 Jul 2016			27-Aug-16	8-Aug-16				
22	Form CHG - 4 - Satisfaction of Charges					25-May-15	20-May-15		
23	Form CHG - 1 - Creation / Modification of Charge			19-Oct-16	25-Oct-16				
24	Form IEPF 2 / Form 5 INV- Unclaimed Dividend Data as on AGM date			27-Oct-16	24-Oct-16	24-Oct-15	7-Oct-15	23-Oct-14	7-Oct-14
25	Form MGT 7 - Annual Return			29-Nov-16	26-Oct-16	30-Dec-15	3-Nov-15		
26	Form AOC - 4 XBRL - Financials Filing			29-Nov-16	31-Oct-16	30-Dec-15	19-Nov-15	23-Oct-14	7-Oct-14
27	Form IEPF 1 - Details of amount transferred to IEPF			13-Nov-16	7-Nov-16				
28	Form PAS - 3 - Allotment of Shares 2 Feb 2017			4-Mar-17	8-Feb-17				
29	Dispatch of Annual Report	3-Jul-17	26-Jun-17			1-Jul-15	29-Jun-15	2-Jul-14	27-Jun-14
30	Form DIR-12 - Appointment of Lilian Jessie Paul	3-Jul-17	26-Jun-17			22-Aug-15	8-Aug-15		
31	Form PAS - 3 - Allotment of Shares 5 Nov 2015					4-Dec-15	30-Nov-15		
32	Form PAS - 3 - Allotment of Shares 28 Jan 2016					27-Feb-16	3-Feb-16		
33	Form GNL-2 - Postal Ballot Calendar of Events					12-Feb-16	12-Feb-16		
34	Filing of B/s & P&L A/c (Form 23AC, ACA XBRL) - Due Date(30 days from the date of AGM)							23-Aug-14	21-Aug-14
35	Filing of Annual Return (Form 20B) - Due Date(60 days from the date of AGM)							23-Sep-14	20-Sep-14
36	Appointment of CFO (DIR - 12) - Board Resolution date 23.04.2014							23-May-14	23-May-14
37	Appointment of KMP (MGT - 14) - Board Resolution date 23.04.2014 - 2 Nos.							23-May-14	23-May-14
38	Allotment of Shares under ESOS (PAS - 3) - Board Resolution date 23.04.2014							23-May-14	23-May-14
39	Return of appointment of KMP - MR - 1							22-Jun-14	3-Jun-14
40	Disclosure of interest received from all the Directors MGT - 14					2-Jul-14	23-Jun-14		
41	Allotment of Shares under ESOS (PAS - 3) - Board Resolution date 2.06.2014							2-Jul-14	23-Jun-14
42	Modification of Charge on Cash Credit (CHG - 1) - Agreement date 13.06.2014							11-Jul-14	11-Jul-14
43	Modification of Charge on Term Loan (CHG - 1) - Agreement date 13.06.2014							11-Jul-14	11-Jul-14
44	Allotment of Shares under ESOS (PAS - 3) - Board Resolution date 24/07/2014							23-Aug-14	30-Jul-14
45	For GNL-2 along ADT - 1							8-Aug-14	31-Jul-14
46	Form INC 24 - (60 days from the date of filing form INC 1)					2-Sep-14	4-Aug-14		
47	GNL-2 along with MGT - 10					19-Apr-14	7-Aug-14		
48	GNL-2 along with MGT - 15					23-Aug-14	14-Aug-14		
49	DIR 12 for Appointment of Independent Directors & Redesignation of Managing Director					23-Aug-14	23-Aug-14		
50	Form MR 2 - For appointment of Managing Director					26-Mar-14	22-Aug-14		
51	MGT 14 - Adoption of Quarterly Unaudited Financial Statements					23-Aug-14	27-Sep-14		
52	MGT 14 - Adoption of Accounts, Internal Auditor Appointment, Taking note of Ms. Jessie Declaration and Mr. Ravi's disclosure					28-Nov-14	7-Nov-14		
53	DIR 12 for Appointment of Ms. Jessie Paul as Director					28-Nov-14	7-Nov-14		
54	PAS 3 - ESOP Allotment 30/10/2014					28-Nov-14	7-Nov-14		
55	Form MGT 10 - For Change In Shareholding of IDFC EQUITY OPPORTUNITY Series One - > 2%					29-Nov-14	29-Nov-14		
56	Form MGT 10 - For Change In Shareholding of ICICI SECURITIES LIMITED - > 2%					6-Dec-14	29-Nov-14		
57	Form MGT 10 - For Change In Shareholding of ICICI SECURITIES LIMITED - > 2%					20-Dec-14	17-Dec-14		
58	Form MGT 10 - For Change In Shareholding of SQS SOFTWARE QUALITY SYSTEMS AG - > 2%					27-Dec-14	17-Dec-14		
59	Form CHG - 1 - Modification of Charges					8-Jan-15	7-Jan-15		
60	Form MGT 14 - For Adoption of accounts, Secretarial Auditor Appointment, Mr. Ravi's Disclosure 22/01/2015					21-Feb-15	28-Jan-15		
61	Form PAS 3 - For Allotment of Share					21-Feb-15	29-Jan-15		
62	Form INC- Name 1 - Availability					3-Jul-15	3-Jul-15		
63	INC- 1 - Name Availability					2-May-14	2-May-14		
64	PAS 3 - Allotment of Shares					2-Jun-14	2-Jun-14		
65	PAS 3 - Allotment of Shares 23 April 2015					22-May-15	19-May-15		

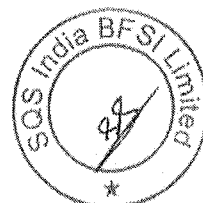


SOS India BFSI Ltd				
List of Compliance under the Companies Act, 2013 (the Act) & the rules made thereunder				
Section	Key Compliance Requirement	Financial Year 2015-17	Financial Year 2015-16	Financial Year 2014-15
12	Usage of CMT No is the Stationer's Publications and Name Boards	Complied	Complied	Complied
13	Requirements with regard to change of name such as alteration of MOA and obtaining approval pursuant to change of name of Company, the Company needs to file form MGT-14 within 30 days of passing of special resolution and file form INC-24 for approval of the Central Government.	NA	NA	Complied
23	Public offer and Private Placement	No such instance occurred	No such instance occurred	No such instance occurred during the fy
58	Transfer and Transmission of Share	Complied The Company has received share transfer request. The provisions with regards to the same has been complied with.	No such instance occurred	No such instance occurred during the fy
Acceptance of Deposits by Companies				
73	Acceptance of Deposit	No such instance occurred	No such instance occurred	No such instance occurred during the fy
77	Details of charge created/modified and satisfaction	Company has modified the existing charge on 26th October 2016	Satisfaction of charge with Lakshmi Vilas Bank vide Charge ID 10372243 on 20/05/2015	Charge created with Lakshmi Vilas Bank on 07/11/2014
Management and Administration				
91	A company may close Register of Members to determine the shareholder eligible to get dividend. Further, the company needs to give 7 days' notice in advance before closing of Register of Member.	Complied	Complied	Complied
92	Filing of Annual Return to be done within 60 days from the date of AGM	Complied The timeline for the filing annual return has been extended by MCA up to November 29, 2016. The Company has filed its annual return for the fy 2015-16 on October 28, 2016	Complied The timeline for the filing of annual return has been extended by MCA up to December 30, 2015. The Company has filed its annual return for the fy 2014-15 on November 3, 2015.	Complied Company has filed its annual return for the fy 2013-14 on September 20, 2014
93	Form MGT-10 to be filed with ROC within 15 days of any change (increase/decrease) for 2% or more, in shareholding position (value/volume) of promoters and top ten shareholders	No such instance occurred	Complied	Complied
94	Company needs to keep Register of Members and copy of annual return filed under section 92 in the registered office of the company	Complied	Complied	Complied
96	Every company other than OPC shall hold AGM each year and not more than 15 months shall elapse between two meetings. AGM to be called during business hours (9AM to 6PM) except National Holiday, in the same city where the Registered Office is situated	Complied The Annual General Meeting for the financial year ended March 31, 2016 was held on July 28, 2016	Complied The Annual General Meeting for the financial year ended March 31, 2015 was held on July 23, 2015	Complied The Annual General Meeting for the financial year ended March 31, 2014 was held on July 24, 2014
100	Calling of Extra Ordinary General Meeting	No such instance occurred	No such instance occurred	No such instance occurred
101	A general meeting of the company shall be called by giving not less than 21 clear days' notice. Every notice of the meeting shall specify place, date, day, hour of the meeting. Notice of the meeting shall be given to every member, the auditor and every director of the company.	Complied	Complied	Complied
102	Every company needs to annex to notice an explanatory statement in case any special business is conducting during the General meeting	Complied	Complied	Complied
103	Quorum for Meeting In case company having more than 5000 members, 10 members personally present is the quorum	Complied The requisite quorum was present	Complied The requisite quorum was present	Complied The requisite quorum was present
110	The Company may, in respect of any item of business transact by means of postal ballot	No such instance occurred	Complied	No such instance occurred
117	Copy of every resolution (with explanatory statement, if any) or Agreement for the specified matters to be filed with ROC in Form MGT-14 within 30 days.	Complied	Complied	Complied
118	Minutes of every general meeting, Creditors, Board, committee and postal ballot shall be prepared and signed and also entered in the minute's books within 30 days of conclusion of every meeting concerned	Complied	Complied	Complied
119	Minutes of General & Board meetings shall be kept at Registered Office and kept in custody of CS	Complied	Complied	Complied
121	Every listed public company to prepare a report on each AGM in the prescribed format and file the same with ROC in Form MGT-15 within 30 days of conclusion of AGM Report shall include specific matters and shall be signed and dated by Chairman or CS	Complied	Complied	Complied
Declaration and Payment of Dividend				
123	Declaration of dividend			Complied
	Dividend shall be paid by the company out of profit of the company			Complied
	Dividend has to be deposited in a schedule commercial bank within 5 days from the date of declaration	Complied	Complied	Complied
	Payment of dividend within 30 days from the date of declaration	Complied	Complied	Complied
124	Ø If dividend has not been paid or unclaimed within 30 days from the date of declaration, such amount needs to transfer within 7 days from the date of expiry of 30 days to the "Unpaid Dividend Account".	Complied	Since Section 124 was not notified, the Company has complied with Section 205 A of the Companies Act, 1956	Since Section 124 was not notified, the Company has complied with Section 205 A of the Companies Act, 1956
	Ø If the amount lies in the unpaid dividend account for a period of 7 years then the company needs to transfer such amount along with the shares to the EPF account	No such instance occurred	No such instance occurred	No such instance occurred
Accounts of the Companies				
129	Every Company needs to prepare its annual accounts in line with Accounting Standard In case a company has any subsidiary/ies (Includes Associate and Joint Venture Co.) it needs to prepare a consolidated financial statement	Complied	Complied	Complied

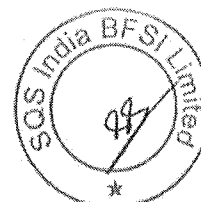




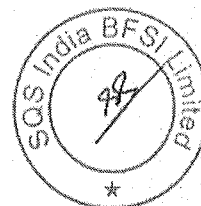
SOS India BFSI Ltd				
List of Compliance under the Companies Act, 2013 (the Act) & the rules made thereunder				
Section	Key Compliance Requirement	Financial Year 2016-17	Financial Year 2015-16	Financial Year 2014-15
137	Copies of financial statement including consolidated financial statement needs to be filed with registrar within 30 days of the AGM	The timeline for the filing of financial statement in XBRL form has been extended by MCA up to November 20, 2016. The Company has filed the financial statement on October 31, 2016	The timeline for the filing of financial statement in XBRL form has been extended by MCA up to December 30, 2015. The Company has filed the financial statement on November 19, 2015	Complied Filed with ROC on August 21,
<b>Audit and Auditors</b>				
139	The First auditor of the company shall be appointed by the Board within 30 days from the date of incorporation	Not Relevant	Not Relevant	Not Relevant
139(1)	In case appointment/re-appointment of auditor every company needs to file Form ADT-1 with ROC within 15 days of such appointment/ re-appointment.	No such instance occurred	No such instance occurred	Complied
139(2)	For Listed and other companies as prescribed, the tenure of an individual shall not exceed 5 yrs and for firms shall not exceed two consecutive term of 5 yrs	Complied	Complied	Complied
140(1)	To remove the auditors appointed by the members in AGM Form ADT-2 shall be filed with MCA within 30 days of passing the Resolution by the BOD	No such instance occurred	No such instance occurred	No such instance occurred
142(1)	The remuneration of the auditor of a company shall be fixed by passing the board resolution	Complied	Complied	Complied
<b>Appointment and Qualifications of Directors</b>				
149(1)	Appointment of Woman Director	Complied	Complied	Complied
149(3)	Every company shall have at least 1 director resident of India for a total period of not less than 182 days in previous calendar year	Complied	Complied	Complied
149(4)	Every Listed Company shall have at least one-third of total number of directors as independent director	Complied	Complied	Complied
149(7)	Every independent director shall give a declaration that he meets the criteria of Independence as under: at the first meeting in which he participates as a director, at the first meeting of the Board in each financial year, whenever any change in circumstances which affects his status as independent director	Complied	Complied	Complied
149	Appointment of independent director shall be formalized through letter of appointment.	Complied	Complied	Complied
149	Terms and conditions of appointment of independent directors shall also be posted on the company's website	Complied	Complied	Complied
149(10) & 151(13)	An Independent Director shall hold office for a term up to five consecutive years. Shall be eligible for reappointment on passing of special resolution and disclosure of such appointment in Board Report. Provisions pertaining to retirement of directors by rotation shall not be applicable to Independent Directors	Complied	Complied	Complied
150(2)	Appointment of Independent Director shall be approved in General Meeting and explanatory statement shall indicate justification for choosing such person	No such instance occurred during the audit period	Complied Done in the AGM held on 24 Jun	Complied Done in the AGM held on 24 Jun
158	Every person or company, while furnishing any return, information or particulars as are required to be furnished under this Act, shall mention the Director identification Number in such return, information or particulars in case such return, information or particulars relate to the director or contain any reference of any director	Complied	Complied	Complied
160	Right of persons other than retiring directors to stand for directorship	Complied	Complied	Complied
165	No person shall be a director in more than 20 companies. Maximum number of public companies can be 10	Complied	Complied	Complied
168	Director to intimate his resignation to the Company, which the Company shall file with ROC in Form DIR-12 in 30 days. Company to put resignation details on its website and in its Directors' Report. Director is also required to send his resignation letter directly to ROC within 30 days in Form DIR-11, along with reasons of Resignation.	No such instance occurred	Complied	No such instance occurred
170(1)	Every Company to keep at its Registered Office, a Register of Directors and KMP in the prescribed format containing prescribed particulars	Complied	Complied	Complied
170(2)	Return of Directors and KMP to be filed with ROC in Form DIR-12, within 30 days of appointment or change	Complied	Complied	Complied
<b>Meetings of Board and its Powers</b>				
173	Minimum 4 Board Meetings in a year and time gap should be not more than 120 days between two consecutive meetings	Four Board Meetings were held during the year and the gap between any two meetings did not exceed 120 days. The dates on which the said meetings were held are as follows: April 28, 2016, July 28, 2016, October 20, 2016 and February 02, 2017.	Five Board Meetings were held during the year and the gap between any two meetings did not exceed 120 days. The dates on which the said meetings were held are as follows: April 23, 2015, May 18, 2015, July 23, 2015, November 05, 2015 and January 28, 2016	Eight Board Meetings were held during the year and the gap between any two meetings did not exceed 120 days. The dates on which the said meetings were held are as follows: April 03, 2014, April 23, 2014, June 02, 2014, June 13, 2014, June 21, 2014, July 24, 2014, October 30, 2014 and January 23, 2015
173	A meeting of the board shall be called by giving not less than 7 days' notice in writing to every director at his address registered with the company.	Complied	Complied	Complied
173	In case the company is conducting Board Meeting by giving shorter notice at least one independent director must be present	No such instance occurred	No such instance occurred	No such instance occurred
118	Minutes of proceeding of Board Meeting shall be signed within 30 days from the date of conclusion of the meeting	Complied	Complied	Complied
177	Every Listed Company shall constitute an Audit Committee	Complied	Complied	Complied
177	The Audit committee shall consist of minimum 3 directors with independent director constitute majority	Complied	Complied	Complied



SQS India BFSI Ltd				
List of Compliance under the Companies Act, 2013 (the Act) & the rules made thereunder				
Section	Key Compliance Requirement	Financial Year 2016-17	Financial Year 2016-18	Financial Year 2014-16
178	Every listed company shall constitute a Nomination and Remuneration committee	Complied	Complied	Complied
178	The Nomination and Remuneration committee shall consist of minimum 3 or more Non-executive directors out of which not less than one half shall be independent directors	Complied	Complied	Complied
182	Political Contribution by the company	No such instance occurred	No such instance occurred	No such instance occurred
185	Loans to Director	No such instance occurred	No such instance occurred	No such instance occurred
188	Related Party Transactions	Complied	Complied	No such instance occurred
189	Register of Contract in which directors are interested	Updated	Updated	Updated
196	Appointment and Remuneration of Managerial Personnel	Complied	Complied	Complied
203	Requirements for Appointment of key managerial personnel	Complied	Complied	Complied
Particulars of compliance				
121	Secretarial Standards: Board Meeting	Compliance by the Board, Audit Committee, NRC, SRC and CRC	Complied	NA
122	Every Meeting shall have a serial number	Complied	Complied	NA
122	Board Meeting either original or adjourned for any purposes shall not be held on a National Holiday	Complied	Complied	NA
112	Chairman cannot adjourn the meeting when majority of the directors present at the meeting decide otherwise	Complied	Complied	NA
133	Notice shall specify the serial number, day, date, time and full address of the venue of the Meeting	Complied	Complied	NA
136	Seven clear days' notice is necessary when notice has been provided via speed post/registered post / courier	Complied	Complied	NA
131	Proof of sending Notice, agenda, notes & Minutes along with its delivery shall be maintained by the Company	Complied	Complied	NA
1311	If the Meeting is held at shorter notice such fact shall be stated in the notice	Complied	Complied	NA
134	In case the facility of participation through Electronic Mode is being made available, the Notice shall inform the Directors about the availability of such facility, and provide them necessary information to avail such facility it shall also contain the contact number or e-mail address(es) of the Chairman or the Company Secretary or any other person authorized by the Board, to whom the Director shall confirm in this regard	Complied	Complied	NA
137	Agenda and Notes on Agenda shall be sent to all Directors by hand or by speed post or by registered post or by courier or by e-mail or by any other electronic means at least seven days before the Meeting. Seven clear days if notes on agenda have been sent via Speed Post/Registered Post / Courier.	Complied	Complied	NA
416	Entries in the attendance register shall be substantiated by Company Secretary or where there is no Company Secretary by the Chairman. Attendance register should be preserved for 8 years and may be destroyed thereafter with the approval of the Board	Complied	Complied	NA
713	Timestamp is necessary in case the company opts for maintenance of minutes in e-mode	Minutes are not recorded in e-mode hence not applicable	Minutes are not recorded in e-mode hence not applicable	NA
7211	Time of commencement and conclusion of the meeting to be mentioned in the minutes	Complied	Complied	NA
7221	The fact of the dissent and name of the director who dissents or abstains from resolution has to be mentioned in the minutes	Complied	Complied	NA
7222	The minutes shall record the details of casting vote, if any	No such instance occurred.	No such instance occurred	NA
734	Where any earlier resolution has been superseded or modified a reference has to be made in the minutes	No such instance occurred	No such instance occurred	NA
736	Minutes of the preceding meeting of the Board or Committee thereof shall be noted at the subsequent meeting held after date of entry in the minutes	Complied	Complied	NA
738	Minutes may be signed and dated by the Chairman of the Meeting or by the Chairman of the next Meeting. Thus, signing may or may not happen within 30 days	Complied	Complied	NA
74	Draft minutes of the Board meeting or Committee thereof shall be sent to all the directors within 10 days of the meeting and proof of sending and delivery to be maintained by the company	Complied	Complied	NA
42	Leave of absence shall be granted to a director only when a request has been received by the Company Secretary or Chairman	Complied	Complied	NA
	An Interested Director shall not be entitled to vote	Complied	Complied	NA
136	Notice of an adjourned Meeting shall be given to all Directors including those who did not attend the Meeting on the originally convened date and unless the date of adjourned Meeting is decided at the Meeting, Notice thereof shall also be given not less than seven days before the Meeting. Notice is required even for adjourned meeting. However, seven days' notice is mandatory for adjourned meeting where the date of meeting is not decided at the original meeting	No such instance occurred	No such instance occurred	NA
822	Circular resolution	Complied	Complied	NA
	Draft resolution and necessary papers shall be sent to all the directors on the same day including interested directors. Proof of sending and delivery to be maintained by the Company.			NA
823	Each business should be explained via note stating the details, material facts, scope, implications and interest if any. Details of how to signify assent or dissent shall be explained	Complied	Complied	NA



SQS India BFSI Ltd				
List of Compliance under the Companies Act, 2013 (the Act) & the rules made thereunder				
Section	Key Compliance Requirement	Financial Year 2016-17	Financial Year 2015-16	Financial Year 2014-15
631	Every circular resolution shall carry serial number. The decision of the Directors shall be sought for each Resolution separately.	Complied	Complied	NA
623	Not more than seven days from the date of circulation of draft resolution shall be given to directors to respond to the circular resolution. The votes of interested director shall not be counted.	Complied	Complied	NA
135	Check whether the company has constituted a CSR Committee	Complied	Complied	Complied
	Check whether the CSR committee comprises of 3 or more directors out of which at least one director shall be an independent director	Complied	Complied	Complied
	Check whether the CSR Committee has - formulated and recommended to the Board, a CSR Policy which indicates the activities to be undertaken by the company as specified in Schedule VII - recommended the amount of expenditure to be incurred on the activities - monitors the CSR Policy of the company from time to time	Complied	Complied	Complied
	Check whether the Board has - taken into account the recommendations of the CSR Committee and approved the CSR Policy - ensured that the activities included in the CSR Policy are related to activities included in Schedule VII to the Act (Also refer Circular 21/2014 dated 18-06-2014 for examples of activities - the activities are to be interpreted liberally)	Complied	Complied	Complied
	Check whether the CSR Policy includes the following: - a list of the CSR Projects or programs which a company plans to undertake falling within the purview of Schedule VII of the Act, specifying modalities of execution of such project or programs and implementation schedules for the same - monitoring process of such projects and programs - that the surplus arising from CSR projects or programs or activities will not form part of the business profit of a company	Complied	Complied	Complied
	Check whether the expenditure being considered for compliance with Section 135 have been incurred on projects, programs or activities undertaken only in India	Complied	Complied	Complied
	Check required disclosures have been made in the Board's Report	Complied	Complied	Complied

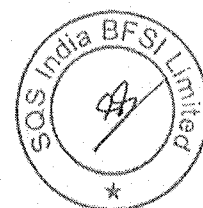


### Maintenance of Registers under the Companies Act, 2013

Every company shall have to maintain the following registers under the Companies Act, 2013.

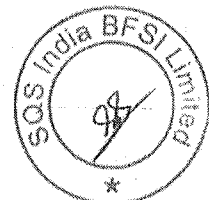
Status as on 27 July 2017

S.No	Particulars	Form No	Time Period	Status
1	Register of members under section 88(1)(a) rule 3(1).	MGT-1	Within 6 months from the date of commencement of the said rules i.e 1st April, 2014	Updated
2	Disclosures by a director of his interest under section 184(1) and rule 9(1).	MBP-1	31st March on every year	Updated
3	Register of contracts or arrangements in which directors are interested under section 189(1) and rule 16(1).	MBP-4	At the time of executing the contract / arrangement	Updated
4	Register of Charges under section 85(1) rule 10.	CHG-7	At the time of creating / modifying / satisfying charges.	Updated
5	Every company giving loan or giving guarantee or providing security or making an acquisition of securities shall, from the date of its incorporation	MBP-2	The entries in the register shall be made chronologically in respect of each such transaction within seven days from the date of such transaction	Updated
6	Register of Directors and KMP			Updated

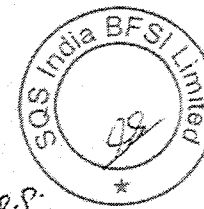


ROC COMPLIANCE

S. No	Form	FY 2017-18 (till 31 July 2017)		FY 2016-17		FY 2015-16		FY 2014-15	
		Due Date	Date of Actual Filing	Due Date	Date of Actual Filing	Due Date	Date of Actual Filing	Due Date	Date of Actual Filing
1	Form PAS - 3 - Allotment of Shares - 27 April 2017	26-May-17	3-May-17						
2	MGT 14 - Adoption of Annual financial statements	26-May-17	24-May-17						
3	Form MGT-14 - For Appointment of Secretarial Auditor	26-May-17	24-May-17						
4	Form MGT-14 - For Approval of Boards Report	26-May-17	24-May-17						
5	Form DIR 12 - Resignation of Reji Thomas Cherian	26-May-17	4-May-17						
6	Form IEPF 1 - Details of amount transferred to IEPF	30-Jun-17	31-May-17						
7	Form MGT-14 - Special Resolutions passed at Postal Ballot			15-Apr-16	7-Apr-16				
8	Form DIR-12 - Appointment of Aarti Arvind, N. Valdyathan and Resignation of Girendra Kasmalkar and Dr. Martin Mueller as Directors			30-Apr-16	2-May-16				
9	Form PAS - 3 - Allotment of Shares - 28 Apr 2016			27-May-16	18-May-16				
10	MGT 14 - Adoption of Annual financial statements			27-May-16	20-May-16	22-May-15	19-May-15		
11	Form MGT-14 - For Approval of Boards Report			27-May-16	20-May-16	16-Jun-15	16-Jun-15		
12	Form MGT-14 - For Appointment of Company Secretary (KMP)			27-May-16	27-May-16				
13	Form DIR-12 - Appointment of Reji Thomas Cherian			27-May-16	20-May-16				
14	Form DIR-12 - Appointment / Resignation of Company Secretary			27-May-16	12-May-16				
15	Form MR1 - Appointment of KMP (MD & ED)			30-Jun-16	27-May-16				
16	Form MR1 - Appointment of KMP (Company Secretary)			27-Jun-16	27-May-16				
17	Form MGT 10 - For Change in Shareholding > 2%					5-Jul-15	3-Jul-15		
18	Form MGT-14 - For Secretarial Auditor Appointment			27-Aug-16	13-Aug-16	22-Aug-15	6-Aug-15		
19	Form MGT-15 - Proceeding of AGM to ROC			27-Aug-16	13-Aug-16	22-Aug-15	6-Aug-15		
20	Form MGT-14 - Special Business transacted at AGM			27-Aug-16	13-Aug-16	22-Aug-15	8-Aug-15	23-Aug-14	31-Jul-14
21	Form PAS - 3 - Allotment of Shares 28 Jul 2016			27-Aug-16	8-Aug-16				
22	Form CHG - 4 - Satisfaction of Charges					25-May-15	20-May-15		
23	Form CHG - 1 - Creation / Modification of Charge			19-Oct-16	25-Oct-16				
24	Form IEPF 2 / Form 5 INV - Unclaimed Dividend Data as on AGM date			27-Oct-16	24-Oct-16	24-Oct-15	7-Oct-15	23-Oct-14	7-Oct-14
25	Form MGT 7 - Annual Return			29-Nov-16	26-Oct-16	30-Dec-15	3-Nov-15		
26	Form AOC - 4 XBRL - Financials Filing			29-Nov-16	31-Oct-16	30-Dec-15	19-Nov-15	23-Oct-14	7-Oct-14
27	Form IEPF 1 - Details of amount transferred to IEPF			13-Nov-16	7-Nov-16				
28	Form PAS - 3 - Allotment of Shares 2 Feb 2017			4-Mar-17	8-Feb-17				
29	Dispatch of Annual Report	3-Jul-17	26-Jun-17			1-Jul-15	29-Jun-15	2-Jul-14	27-Jun-14
30	Form DIR-12 - Appointment of Lilian Jessie Paul	3-Jul-17	26-Jun-17			22-Aug-15	8-Aug-15		
31	Form PAS - 3 - Allotment of Shares 5 Nov 2015					4-Dec-15	30-Nov-15		
32	Form PAS - 3 - Allotment of Shares 28 Jan 2016					27-Feb-16	3-Feb-16		
33	Form GNL-2 - Postal Ballot Calendar of Events					12-Feb-16	12-Feb-16		
34	Filing of B/s & P&L A/c (Form 23AC, ACA XBRL) - Due Date(30 days from the date of AGM)							23-Aug-14	21-Aug-14
35	Filing of Annual Return (Form 20B) - Due Date(60 days from the date of AGM)							23-Sep-14	20-Sep-14
36	Appointment of CFO (DIR - 12) - Board Resolution date 23.04.2014							23-May-14	23-May-14
37	Appointment of KMP (MGT - 14) - Board Resolution date 23.04.2014 - 2 figs.							23-May-14	23-May-14
38	Allotment of Shares under ESOS (PAS - 3) - Board Resolution date 23.04.2014							23-May-14	23-May-14
39	Return of appointment of KMP - MR - 1							22-Jun-14	3-Jun-14
40	Disclosure of Interest received from all the Directors MGT - 14							2-Jul-14	23-Jun-14
41	Allotment of Shares under ESOS (PAS - 3) - Board Resolution date 2.06.2014							2-Jul-14	23-Jun-14
42	Modification of Charge on Cash Credit (CHG - 1) - Agreement date 12.06.2014							11-Jul-14	11-Jul-14
43	Modification of Charge on Term Loan (CHG - 1) - Agreement date 12.06.2014							11-Jul-14	11-Jul-14
44	Allotment of Shares under ESOS (PAS - 3) - Board Resolution date 24/07/2014							23-Aug-14	30-Jul-14
45	For GNL-2 along ADT - 1							8-Aug-14	31-Jul-14
46	Form INC 24 - (60 days from the date of filing form INC 1)							2-Sep-14	4-Aug-14
47	GNL-2 along with MGT - 10							19-Apr-14	7-Aug-14
48	GNL-2 along with MGT - 15							23-Aug-14	14-Aug-14
49	DIR 12 for Appointment of Independent Directors & Redesignation of Managing Director							23-Aug-14	23-Aug-14
50	Form MR 2 - For appointment of Managing Director							26-Mar-14	22-Aug-14
51	MGT 14 - Adoption of Quarterly Unaudited Financial Statements							23-Aug-14	27-Sep-14
52	MGT 14 - Adoption of Accounts, Internal Auditor Appointment, Taking note of Mr. Jessie Declaration and Mr. Batli's disclosure							28-Nov-14	7-Nov-14
53	DIR 12 for Appointment of Ms. Jessie Paul as Director							28-Nov-14	7-Nov-14
54	PAS 3 - ESOP Allotment 30/10/2014							28-Nov-14	7-Nov-14
55	Form MGT 10 - For Change in Shareholding of IDFC EQUITY OPPORTUNITY Series One - > 2%							28-Nov-14	7-Nov-14
56	Form MGT 10 - For Change in Shareholding of ICICI SECURITIES LIMITED - > 2%							29-Nov-14	29-Nov-14
57	Form MGT 10 - For Change in Shareholding of ICICI SECURITIES LIMITED - > 2%							6-Dec-14	29-Nov-14
58	Form MGT 10 - For Change in Shareholding of SQS SOFTWARE QUALITY SYSTEMS AG - > 2%							20-Dec-14	17-Dec-14
59	Form CHG - 1 - Modification of Charges							27-Dec-14	17-Dec-14
60	Form MGT 14 - For Adoption of accounts, Secretarial Auditor Appointment, Mr. Batli's Disclosure 22/01/2015							8-Jan-15	7-Jan-15
61	Form PAS 3 - For Allotment of Share							21-Feb-15	28-Jan-15
62	Form INC - Name 1 - Availability							21-Feb-15	29-Jan-15
63	INC - 1 - Name Availability							3-Jul-15	3-Jul-15
64	PAS 3 - Allotment of Shares							2-May-14	2-May-14
65	PAS 3 - Allotment of Shares 23 April 2015					22-May-15	19-May-15	2-Jun-14	2-Jun-14



S.N. NATURE OF REPORTS		Q1 2017-18				Q1 2018-17		Q2 2018-17		Q3 2018-17		Q4 2018-17		Q1 2019-18		Q2 2019-18		Q3 2019-18		Q4 2019-18	
		Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date
A	Compliance as per SEBI (LODR) Regulation 2015																				
1	Quarterly Compliance Report on Corporate Governance	15-Apr-17	13-Apr-17			15-Apr-16	13-Apr-16	15-Jul-16	9-Jul-16	15-Oct-16	14-Oct-16	15-Jan-17	13-Jan-17	15-Apr-15	5-Apr-15	15-Jul-15	9-Jul-15	15-Oct-15	12-Oct-15	15-Jan-16	14-Jan-16
2	Shareholding Pattern to the Stock Exchanges	21-Apr-17	12-Apr-17			21-Apr-16	20-Apr-16	21-Jul-16	9-Jul-16	21-Oct-16	12-Oct-16	21-Jan-17	11-Jan-17	21-Apr-15	13-Apr-15	21-Jul-15	15-Jul-15	21-Oct-15	19-Oct-15	21-Jan-16	21-Jan-16
3	Notice of Board Meeting to the Stock Exchange to consider the Unaudited Quarterly Results (with Limited Review report) OR Annual Audited Results.	22-Apr-17	20-Apr-17			21-Apr-16	18-Apr-16	22-Jul-16	18-Jul-16	14-Oct-16	10-Oct-16	22-Jan-17	23-Jan-17	15-Apr-15	10-Apr-15	15-Jul-15	10-Jul-15	28-Oct-15	27-Oct-15	22-Jan-16	18-Jan-16
4	Half yearly compliance certificate regarding maintenance of transfer facility (signed by CO & RTA)	30-Apr-17	12-Apr-17			30-Apr-16	21-Apr-16			30-Oct-16	7-Oct-16										
5	Quarterly Investor complaint statement to be submitted to Stock Exchanges	21-Apr-17	12-Apr-17			21-Apr-16	13-Apr-16	21-Jul-16	8-Jul-16	21-Oct-16	7-Oct-16	21-Jan-17	8-Jan-17								
6	Reconciliation of Share Capital Audit Report from CA/PCS for reconciliation of physical share and Demat shares (File PDF & XBRL for BSE)	30-Apr-17	12-Apr-17			30-Apr-16	13-Apr-16	30-Jul-16	12-Jul-16	30-Oct-16	11-Oct-16	30-Jan-17	12-Jan-17	30-Apr-15	13-Apr-15	30-Jul-15	15-Jul-15	30-Oct-15	19-Oct-15	30-Jan-16	14-Jan-16
7	Publication of notice of Board Meeting to be held in newspapers	21-Apr-17	21-Apr-17			22-Apr-16	19-Apr-16	19-Jul-16	19-Jul-16	11-Oct-16	11-Oct-16	25-Jan-17	24-Jan-17	16-Apr-15	11-Apr-15	15-Jul-15	11-Jul-15	28-Oct-15	28-Oct-15	21-Jan-16	19-Jan-16
8	Declaration of the Quarterly Results with Limited Review Reports																				
9	Submission of Year end Audited Result with Auditors Report along with form A/B & Audit Report	30-May-17	27-Apr-17			30-May-16	28-Apr-16	15-Aug-16	28-Jul-16	15-Nov-16	20-Oct-16	15-Feb-17	2-Feb-17	30-May-15	23-Apr-15	15-Aug-15	23-Jul-15	15-Nov-15	5-Nov-15	15-Feb-16	28-Jan-16
10	Submission of Outcome of Board Meeting																				
11	Publication of Quarterly Results (English + Tamil)	27-Apr-17	27-Apr-17	9-Jun-17	9-Jun-17	28-Apr-16	28-Apr-16	28-Jul-16	28-Jul-16	20-Oct-16	20-Oct-16	2-Feb-17	2-Feb-17	23-Apr-15	23-Apr-15	23-Jul-15	23-Jul-15	5-Nov-15	5-Nov-15	28-Jan-16	28-Jan-16
12	Submission of Voting Results	29-Apr-17	28-Apr-17			29-Apr-16	29-Apr-16	29-Jul-16	29-Jul-16	22-Oct-16	21-Oct-16	4-Feb-17	3-Feb-17	25-Apr-15	24-Feb-15	23-Jul-15	23-Jul-15	7-Nov-15	6-Nov-15	29-Jan-16	29-Jan-16
13	Certificate from a PCS - Half yearly Compliance Certificate	30-Apr-17	12-Apr-17			30-Apr-16	13-Apr-16			30-Oct-16	11-Oct-16			30-Apr-15	16-Apr-15			30-Oct-15	19-Oct-15		
14	Copy of Annual Reports to Stock Exchanges							18-Aug-16	11-Aug-16					30-Apr-15	16-Apr-15						
15	Book Closure Publication (English + Tamil Newspapers)							4-Jul-16	1-Jul-16					29-Jun-15	29-Jun-15						
16	Notice & E voting Intimation in the News paper (English + Tamil Newspapers)							21-Jul-16	1-Jul-16							7-Aug-15	30-Jun-15				
17	Book Closure Notice to SE, RTA, Depositories							20-Jul-16	23-May-16							30-Jun-15	30-Jun-15				
18	Intimation of Press Release of Financial Results	27-Apr-17	27-Apr-17			28-Apr-16	28-Apr-16	28-Jul-16	28-Jul-16	20-Oct-16	20-Oct-16	2-Feb-17	2-Feb-17	9-Jun-15	27-May-15						
19	Proceedings of AGM							30-Jul-16	29-Jul-16					24-Apr-15	23-Apr-15						
20	Minutes of AGM															5-Aug-15	5-Aug-15				
21	Annual Listing Fees	30-Apr-17	21-Apr-17			30-Apr-16	25-Apr-16														
22	Annual Custodial fees to NSDL/CDSL	30-May-17	12-May-17			30-May-16	26-May-16	1-Jul-16	1-Jul-16					30-Apr-15	25-Apr-15			2-Sep-15	2-Sep-15		
23	Agreement with Media Companies																				
24	Submit information regarding loss of share certificates and issue of duplicate share certificates																				
25	Transfer to be completed by 15 days and transmission by 7 days																				
26	Intimation of Investor Meet schedule	29-Apr-17	25-Apr-17			28-Apr-16	26-Apr-16	28-Jul-16	26-Jul-16	20-Oct-16	18-Oct-16	2-Feb-17	2-Feb-17								
27	Intimation of other newspaper publications																				
28	Intimation of Postal Ballot Cut Off date																				
29	Intimation of Postal Ballot Calendar of Events																				
30	Submission of Postal Ballot Form																				
31	Intimation of Postal Ballot Newspaper Publication																				
32	Submission of Postal Ballot Voting Results																				
33	Submission of Postal Ballot Proceedings																				
34	Submission of Earnings Call PPT	27-Apr-17	27-Apr-17			28-Apr-16	28-Apr-16	28-Jul-16	28-Jul-16	20-Oct-16	20-Oct-16	2-Feb-17	2-Feb-17								
B	Website Upload of Documents																				
1	Corporate Governance Certificate as submitted to Stock Exchanges	15-Apr-17	13-Apr-17			15-Apr-16	13-Apr-16	9-Jul-16	9-Jul-16	15-Oct-16	14-Oct-16	12-Jan-17	13-Jan-17								
2	Shareholding Pattern submitted to SE	21-Apr-17	12-Apr-17			21-Apr-16	20-Apr-16	9-Jul-16	9-Jul-16	13-Oct-16	12-Oct-16	12-Jan-17	11-Jan-17								
3	Intimation given to SE regarding notice of Board Meeting	21-Apr-17	20-Apr-17			21-Apr-16	18-Apr-16	18-Jul-16	18-Jul-16	11-Oct-16	10-Oct-16	24-Jan-17	23-Jan-17								
4	Notice of Board Meeting as published in newspaper/s	23-Apr-17	21-Apr-17			23-Apr-16	19-Apr-16	19-Jul-16	19-Jul-16	12-Oct-16	11-Oct-16	25-Jan-17	24-Jan-17								
5	Earning Call schedule as submitted to SE	26-Apr-17	25-Apr-17			26-Apr-16	26-Apr-16	26-Jul-16	26-Jul-16	19-Oct-16	18-Oct-16	3-Feb-17	2-Feb-17								
6	Outcome of the Meeting to be submitted to SE along with Results	27-Apr-17	27-Apr-17	9-Jun-17	9-Jun-17	28-Apr-16	28-Apr-16	28-Jul-16	28-Jul-16	21-Oct-16	20-Oct-16	3-Feb-17	2-Feb-17								
7	Intimation submitted SE regarding Press Release	27-Apr-17	27-Apr-17			28-Apr-16	28-Apr-16	28-Jul-16	28-Jul-16	21-Oct-16	20-Oct-16	3-Feb-17	2-Feb-17								
8	Limited review results as published in the newspaper	1-May-17	1-May-17			1-May-16	1-May-16	1-Aug-16	1-Aug-16	22-Oct-16	21-Oct-16	3-Feb-17	2-Feb-17								
9	Earning Call PPT as submitted to SE	27-Apr-17	27-Apr-17			28-Apr-16	28-Apr-16	28-Jul-16	28-Jul-16	21-Oct-16	20-Oct-16	3-Feb-17	2-Feb-17								
10	Agreement with Media Companies							1-Jul-16	1-Jul-16												



**SQS India BFSI Limited**

**Listing Regulations - Status of Compliance from FY 2014-15**

**S.No NATURE OF REPORTS**

S.No	NATURE OF REPORTS	Q1 2014-15		Q2 2014-15		Q3 2014-15		Q4 2014-15	
		Due Date	Act Date	Due Date	Act Date	Due Date	Act Date	Due Date	Act Date
A	<b>Compliance as per Listing Agreement</b>								
1	Quarterly Compliance Report on Corporate Governance (CLAUSE 49)	15-Apr-14	14-Apr-14	15-Jul-14	14-Jul-14	15-Oct-14	8-Oct-14	15-Jan-15	14-Jan-15
2	Shareholding Pattern to the Stock Exchange (Clause 35)	21-Apr-14	16-Apr-14	21-Jul-14	15-Jul-14	21-Oct-14	15-Oct-14	21-Jan-15	14-Jan-15
3	Notice of Board Meeting to the Stock Exchange to consider the Unaudited Quarterly Results (with Review report) OR Annual Audited Results (CLAUSE 41)	15-Apr-14	15-Apr-14	16-Jul-14	16-Jul-14	22-Oct-14	16-Oct-14	14-Jan-15	12-Jan-15
4	Reconciliation of Share Capital Audit Report from CA/PCS for reconciliation of physical share and Demat shares	30-Apr-14	16-Apr-14	30-Jul-14	16-Jul-14	30-Oct-14	20-Oct-14	30-Jan-15	14-Jan-15
5	Publication of notice of Board Meeting to be held in newspaper	16-Apr-14	16-Apr-14	17-Jul-14	17-Jul-14	22-Oct-14	18-Oct-14	15-Jan-15	13-Jan-15
6	Declaration of the Qtr. Results (Clause 41)	23-Apr-14	23-Apr-14	15-Aug-14	24-Jul-14	15-Nov-14	30-Oct-14	15-Feb-15	22-Jan-15
7	Submission of Audited Result with Auditors Report (Only in case of Audited results)	30-May-14	23-Apr-14						
8	Qtr. Result to Stock Exchange (Outcome)	23-Apr-14	23-Apr-14	24-Jul-14	24-Jul-14	30-Oct-14	30-Oct-14	22-Jan-15	22-Jan-15
9	Intimation of Publication of Qtr. Result (Eng.+Hindi)	25-Apr-14	24-Apr-14	26-Jul-14	25-Jul-14	1-Nov-14	31-Oct-14	24-Jan-15	23-Jan-15
10	Submission of Voting Results (Clause 35A)			26-Jul-14	25-Jul-14				
11	Certificate from a PCS - Half yearly Compliance Certificate (CLAUSE 47C)	30-Apr-14	16-Apr-14			30-Oct-14	20-Oct-14		
12	Information as per Reg. 8(3) SAST								
13	Disclosure of Shareholding by Directors/ designated employee/ dependents under regulation 13(3) and 13(6), if any			23-Sep-14	23-Sep-14				
14	Information as per Reg. 30(2) SAST (Annual Information of Promoters)								
15	Six Copies of Annual Reports to Stock Exchanges Clause 31(A)	27-Jun-14	27-Jun-14						
16	Book Closure Publication (Vernacular +English Newspaper)			16-Jul-14	12-Jul-14				
17	E voting Intimation in the News paper			12-Jul-14	12-Jul-14				
18	Book Closure Notice to SE, RTA, Depositories (Clause 16) (book Closure on 15th July)			10-Jul-14	16-Jun-14				
19	Intimation of Audited financial results (yearly)	30-May-14	23-Apr-14						
20	Intimation of Press Release of Audited Financial Result (Yearly)	25-Apr-14	24-Apr-14						
21	Proceedings of AGM			30-Jul-14	30-Jul-14				
22	Minutes of AGM			30-Jul-14	30-Jul-14				
23	Annual Listing Fees	30-Apr-14	17-Apr-14						
24	Annual Custodial fees to NSDL/CDSL	30-Apr-14	29-Apr-14						
25	Memorandum and Article of Association - Clause 33 Requirement-Amended as of 24-07-2014			12-Aug-14	12-Aug-14				
26	Agreement with Media Companies								

