

**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**

|    |                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|----|-------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Name of the Target Company (TC)                                                                 | Quess Corp Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 2. | Name of the acquirer(s)                                                                         | Isaac Enterprises LLP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| 3. | Name of the stock exchange where shares of the TC are listed                                    | BSE Limited and National Stock Exchange of India Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 4. | Details of the transaction including rationale, if any, for the transfer/acquisition of shares. | Refer to Note 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer.                | <p><b><u>Regulation 10(1)(g) which states that:</u></b></p> <p><b>10 (1) The following acquisitions shall be exempt from the obligation to make an open offer under regulation 3 and regulation 4 subject to fulfillment of the conditions stipulated therefore,—</b></p> <p><b>(g) acquisition by way of transmission, succession or inheritance;</b></p> <p><b>As per the informal guidance issued by the SEBI vide letter no CFD/DCR2/OW/P/2018/20660/1 dated July 23, 2018, conversion of company into an LLP shall be treated as succession under Regulation 10(1)(g) of the Takeover Code.</b></p> |



|    |                                                                                                                                                                                                                                                                 |                                                                     |                                                                  |                    |                                   |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|------------------------------------------------------------------|--------------------|-----------------------------------|
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so,<br>– whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>– date of filing with the Stock Exchange. | <b>No</b><br><br><b>Not Applicable</b><br><br><b>Not Applicable</b> |                                                                  |                    |                                   |
| 7. | Details of acquisition                                                                                                                                                                                                                                          | Disclosures required to be made under regulation 10(5)              | Whether the disclosures under regulation 10(5) are actually made |                    |                                   |
| a. | Name of the transferor/seller                                                                                                                                                                                                                                   | <b>Not Applicable</b>                                               | <b>Not Applicable</b>                                            |                    |                                   |
| b. | Date of acquisition                                                                                                                                                                                                                                             | <b>Not Applicable</b>                                               | <b>Not Applicable</b>                                            |                    |                                   |
| c. | Number of shares voting rights in respect of the acquisitions from each person mentioned in 7(a) above                                                                                                                                                          | <b>Not Applicable</b>                                               | <b>Not Applicable</b>                                            |                    |                                   |
| d. | Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC                                                                                                                                                                   | <b>Not Applicable</b>                                               | <b>Not Applicable</b>                                            |                    |                                   |
| e. | Price at which shares are proposed to be acquired/actually acquired                                                                                                                                                                                             | <b>Not Applicable</b>                                               | <b>Not Applicable</b>                                            |                    |                                   |
| 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 (*)                                                                                                                                                                                                                                    |                                                                     |                                                                  |                    |                                   |
|    | <b>Isaac Enterprises LLP</b>                                                                                                                                                                                                                                    | <b>NIL</b>                                                          | <b>0.00%</b>                                                     | <b>1,53,65,824</b> | <b>10.40%</b>                     |
| b  | Each Seller/ Transferor                                                                                                                                                                                                                                         |                                                                     |                                                                  |                    |                                   |
|    | <b>Isaac Enterprises Private Limited</b>                                                                                                                                                                                                                        | <b>1,53,65,824</b>                                                  | <b>10.40%</b>                                                    | <b>NIL</b>         | <b>0.00%</b>                      |

Note:

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**Note 1:** Pursuant to the conversion of the company, Isaac Enterprises Private Limited, into Limited Liability Partnership, Isaac Enterprises LLP, in accordance with the provisions of Section 56 of the Limited Liability Partnership Act, 2008 ("LLP Act") read with Third Schedule of the LLP Act, the disclosure under Regulation 10(6) read with Regulation 10(1)(g) of the Takeover Code, in respect of the change in shareholding of Qess Corp Limited is provided hereunder. Enclosed is the certificate of registration on conversion of Isaac Enterprises Private Limited to Isaac Enterprises LLP issued by Registrar of Companies as Annexure I.





**GOVERNMENT OF INDIA**  
**MINISTRY OF CORPORATE AFFAIRS**  
**Central Registration Centre**  
**Form 19**

**[Refer Rule 32(1) of the LLP Rules, 2009]**

**CERTIFICATE OF REGISTRATION ON CONVERSION**  
**OF**  
**ISAAC ENTERPRISES PRIVATE LIMITED**  
**TO**  
**ISAAC ENTERPRISES LLP**

LLP Identification Number: **AAZ-5575**

It is hereby certified that ISAAC ENTERPRISES LLP is this day registered pursuant to section 58(1) of the LLP Act, 2008.

Given under my hand at Manesar this Twenty second day of November Two thousand twenty-one.



**VIJAYA SIMHA REDDY YANNAM**

For and on behalf of the Jurisdictional Registrar of Companies

Registrar of Companies

Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the LLP on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the LLP can be verified on [www.mca.gov.in](http://www.mca.gov.in)

Mailing Address as per record available in Registrar Office:

**ISAAC ENTERPRISES LLP**

**New No. 29, Old No. 33, X Block, 5th Street, Annanagar Chennai 600040, Chennai, Chennai, Tamil Nadu, 600040, India**

