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Opposite Neco Garden Society, Viman Nagar, Pune 411014.
Tel: +91 20 66813232 | Email: info@quickheal.com
CIN - L72200MH1995PLC091408

Ref. No.: QHTL/Sec/SE/2020-21/14

May 29, 2020

The Manager,
Corporate Services,
BSE Limited,
14th floor, P J Towers, Dalal Street,
Mumbai – 400 001
Ref: Security ID : QUICKHEAL
Security Code: 539678

The Manager,
Corporate Services,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Symbol: QUICKHEAL
Series : EQ

Dear Sir/Madam,

Sub: Submission of Annual Secretarial Compliance Report for the Financial Year 2019-20

Pursuant to regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, we are submitting herewith 'Annual Compliance Report' issued by J.B. Bhawe & Co., Company Secretaries, Pune for the Financial Year 2019-20.

As permitted, this letter is being submitted under Sd/- mode due to work from home as per the Government advisory on Covid-19 and as a part of safety measure.

This is for your information and records.

For Quick Heal Technologies Limited

Sd/-

A. Srinivasa Rao
Company Secretary

**ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
QUICK HEAL TECHNOLOGIES LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2020**

I have examined:

- All the documents and records made available to us and explanation provided by **QUICK HEAL TECHNOLOGIES LIMITED** ("the listed entity"),
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31st March 2020 ("Review Period") in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not applicable during the Audit Period]**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not applicable during the Audit Period]**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **[Not applicable during the Audit Period]**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

And based on the above examination, I hereby report that, during the Review Period:



- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Reg. 34(1)- Annual Report submission to Stock Exchanges	Annual report for 2018-2019 was submitted to Stock Exchanges on 26 th July 2019 which is post the Annual General Meeting dated 15 th July 2019.	<p>The Company received letters/e-mails from The National Stock Exchange Limited (dated 15th October 2019) and from Bombay Stock Exchange Limited (dated 15th October 2019) regarding delay in submission of Annual Report and consequent fine of RS. 75,520 each for the period of delay.</p> <p>The Company applied for waiver of the fine on 24th October 2019.</p> <p>Subsequently, the Company has received communication from The National Stock Exchange Limited (dated 1st January 2020) and from Bombay Stock Exchange Limited (dated 7th January 2020) regarding withdrawal of the said fine amount.</p>

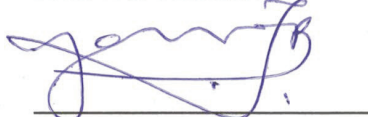
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	The National Stock Exchange Limited and from Bombay Stock Exchange Limited	Delay in submission of Annual Report for the Financial Year 2018-2019	Fine of Rs. 75,520 levied by each of the Stock Exchanges	<p>The Company applied for waiver of the fine on 24th October 2019.</p> <p>Subsequently, the Company has received communication from The National Stock Exchange Limited (dated 1st January 2020) and from Bombay Stock Exchange Limited (dated 7th January 2020) regarding withdrawal of the said fine amount.</p>

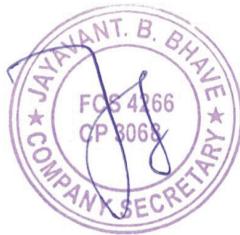
- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	NIL	NIL	NIL	NIL

FOR J. B. BHAVE & CO.
COMPANY SECRETARIES



JAYAVANT B. BHAVE
PROPRIETOR
FCS: 4266 CP: 3068



UDIN: F004266B000260335
PR No.: 486/ 2016

Place: Pune
Date: 20th May, 2020

Annexure to the Annual Secretarial Compliance Report [ASCR] of Quick Heal Technologies Limited

Auditors' Responsibility

In accordance with the ICSI Auditing Standards (CSA1 to CSA4), the undersigned wish to state as under-

My responsibility as the Auditor is to express the opinion on the compliance with the applicable laws and maintenance of Records based on ASCR Audit conducted by me.

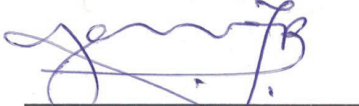
The ASCR Audit needs to be conducted in accordance with applicable Auditing Standards. These Standards require that the Auditor should comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of Records.

I am also responsible to perform procedures to identify, assess and respond to the risks of material misstatement or non-compliance arising from the Company's failure appropriately to account for or disclose an event or transaction. However, due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit was properly planned and performed in accordance with the Standards.

Accordingly, in my opinion,

1. The ASCR Audit for the financial year 2019-2020 has been conducted as per the applicable Auditing Standards.
2. I have obtained reasonable assurance that the statements prepared, documents or Records maintained by the Company are free from misstatement.
3. My responsibility is limited to only express my opinion on the basis of evidences collected, information received and Records maintained by the Company or given by the Management.
4. The Company has followed applicable laws, act, rules or regulations in maintaining their Records, documents, statements and has complied with applicable laws or rules while performing any corporate action.
5. Due to COVID-19 pandemic and subsequent lockdown declared by the Central, State and Local governments, physical verification of documents/ registers/ papers was not possible and hence, we have relied on the scanned copies / emails/ digitally accessible data, information, registers, documents and papers provided by the Company for carrying out the Audit and to that extent our verification of documents and records might have been impacted.

**FOR J. B. BHAVE & CO.
COMPANY SECRETARIES**



**JAYAVANT B. BHAVE
PROPRIETOR**

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Place: Pune

Date: 20th May, 2020

