

Quarterly Compliance Report on Corporate Governance for Quarter ending March 31, 2025

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Initial Date of appointment	Date of Re- appointment	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	KAILASH SAHEBRAO KATKAR	00397191	Executive Director	01-04-2015	01-04-2020		1	0	1	0
2	Mr	SANJAY SAHEBRAO KATKAR	00397277	Executive Director	01-04-2015	01-04-2020		1	0	1	0
3	Mr	AMITABHA MUKHOPADHYAY	01806781	Non-Executive - Independent Director	10-06-2019	10-06-2024	69.59	3	3	2	2
4	Ms	APURVA JOSHI	06608172	Non-Executive - Independent Director	24-09-2015	24-09-2020	114.02	5	5	6	1
5	Mr	BHUSHAN NILKANTH GOKHALE	01493276	Non-Executive - Independent Director	12-08-2020	12-08-2020	55.52	1	1	1	1
6	Mr	SHAILESH LAKHANI	03567739	Non-Executive - Nominee Director	04-09-2015	04-09-2015		2	0	2	0
7	Mr	RICHARD DENNIS STIENNON	09324046	Non-Executive - Independent Director	27-09-2021	27-09-2021	42.05	1	1	0	0
8	Mr	KAMAL KUMAR AGARWAL	02831435	Non-Executive - Independent Director	26-07-2024	26-07-2024	8.18	1	1	0	0

Audit Committee Details					
Whether the Audit Committee has a Regular Chairperson					Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	01806781	AMITABHA MUKHOPADHYAY	Non-Executive - Independent Director	Chairperson	15-07-2019
2	00397277	SANJAY SAHEBRAO KATKAR	Executive Director	Member	15-07-2019
3	01493276	BHUSHAN NILKANTH GOKHALE	Non-Executive - Independent Director	Member	15-05-2021
4	06608172	APURVA JOSHI	Non-Executive - Independent Director	Member	30-03-2023

Nomination and remuneration committee					
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	06608172	APURVA JOSHI	Non-Executive - Independent Director	Chairperson	21-05-2020
2	01806781	AMITABHA MUKHOPADHYAY	Non-Executive - Independent Director	Member	15-07-2019
3	00397191	KAILASH SAHEBRAO KATKAR	Executive Director	Member	04-01-2016

Stakeholders Relationship Committee					
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	01493276	BHUSHAN NILKANTH GOKHALE	Non-Executive - Independent Director	Chairperson	15-05-2021
2	06608172	APURVA JOSHI	Non-Executive - Independent Director	Member	15-05-2021
3	00397191	KAILASH SAHEBRAO KATKAR	Executive Director	Member	04-01-2016
4	01806781	AMITABHA MUKHOPADHYAY	Non-Executive - Independent Director	Member	15-07-2019

Risk Management Committee					
Whether the Risk Management Committee has a Regular Chairperson					Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	06608172	APURVA JOSHI	Non-Executive - Independent Director	Chairperson	15-05-2021
2	00397191	KAILASH SAHEBRAO KATKAR	Executive Director	Member	15-05-2021
3	00397277	SANJAY SAHEBRAO KATKAR	Executive Director	Member	15-05-2021

Corporate Social Responsibility Committee					
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	06608172	APURVA JOSHI	Non-Executive - Independent Director	Chairperson	21-05-2020
2	00397191	KAILASH SAHEBRAO KATKAR	Executive Director	Member	21-05-2020
3	00397277	SANJAY SAHEBRAO KATKAR	Executive Director	Member	21-05-2020

III. Meeting of Board of Directors						
Sr. No.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	17-10-2024		Yes	8	7	5
2	04-02-2025	109	Yes	8	7	5
3	27-03-2025	50	Yes	8	8	5

IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	17-10-2024		Yes	4	4	3	0
2	Audit Committee	04-02-2025	109	Yes	4	4	3	0
3	Risk Management Committee	17-10-2024		Yes	3	3	1	0
4	Risk Management Committee	04-02-2025	109	Yes	3	3	1	0
5	Nomination and remuneration committee	04-02-2025		Yes	3	3	2	0
6	Stakeholders Relationship Committee	04-02-2025		Yes	4	4	3	0

Annexure 1		
V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Sarang Deshpande
2	Designation	Company Secretary

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Sr.	Date of the event	Brief details of the event

Annexure II			
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)			
I. Disclosure on website in terms of LODR Regulation			
Sr	Item	Compliance status (Yes/No/NA)	Web address
	As per regulation 46(2) of the LODR:		
1.1	Details of business	Yes	https://www.quickheal.co.in/investors
1.2	Memorandum of Association and Articles of Association	Yes	https://www.quickheal.co.in/investors
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	https://www.quickheal.co.in/investors
2	Terms and conditions of appointment of independent directors	Yes	https://www.quickheal.co.in/investors
3	Composition of various committees of board of directors	Yes	https://www.quickheal.co.in/investors
4	Code of conduct of board of directors and senior management personnel	Yes	https://www.quickheal.co.in/investors
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.quickheal.co.in/investors
6	Criteria of making payments to non-executive directors	Yes	https://www.quickheal.co.in/investors
7	Policy on dealing with related party transactions	Yes	https://www.quickheal.co.in/investors
8	Policy for determining 'material' subsidiaries	Yes	https://www.quickheal.co.in/investors
9	Details of familiarization programmes imparted to independent directors	Yes	https://www.quickheal.co.in/investors
10	Email address for grievance redressal and other relevant details	Yes	https://www.quickheal.co.in/investors
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.quickheal.co.in/investors
12	Financial results	Yes	https://www.quickheal.co.in/investors
13	Shareholding pattern	Yes	https://www.quickheal.co.in/investors
14	Details of agreements entered into with the media companies and/or their associates	NA	
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes	https://www.quickheal.co.in/investors
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes	https://www.quickheal.co.in/investors
16	New name and the old name of the listed entity	Yes	https://www.quickheal.co.in/investors
17	Advertisements as per regulation 47 (1)	Yes	https://www.quickheal.co.in/investors
18	Credit rating or revision in credit rating obtained	NA	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.quickheal.co.in/investors
20	Secretarial Compliance Report	Yes	https://www.quickheal.co.in/investors
21	Materiality Policy as per Regulation 30 (4)	Yes	https://www.quickheal.co.in/investors
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://www.quickheal.co.in/investors
23	Disclosures under regulation 30(8)	Yes	https://www.quickheal.co.in/investors
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	https://www.quickheal.co.in/investors
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.quickheal.co.in/investors
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	https://www.quickheal.co.in/investors
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.quickheal.co.in/investors
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://www.quickheal.co.in/investors
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
21	Role of Nomination and Remuneration Committee	19(4)	Yes
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
24	Role of Stakeholders Relationship Committee	20(4)	Yes
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
26	Meeting of Risk Management Committee	21(3A)	Yes
27	Quorum of Risk Management Committee meeting	21(3B)	Yes
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes

29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
32	Approval for material related party transactions	23(4)	NA
33	Disclosure of related party transactions on consolidated basis	23(9)	NA
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
36	Alternate Director to Independent Director	25(1)	NA
37	Maximum Tenure	25(2)	Yes
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
39	Meeting of independent directors	25(3) & (4)	Yes
40	Familiarization of independent directors	25(7)	Yes
41	Declaration from Independent Director	25(8) & (9)	Yes
42	Directors and Officers insurance	25(10)	Yes
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
44	Memberships in Committees	26(1)	Yes
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA
Any other information to be provided			

Annexure II			
1	Name of signatory	Sarang Deshpande	
2	Designation	Company Secretary	

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Annexure II		
1	Name of signatory	Sarang Deshpande
2	Designation	Company Secretary

Signatory Details	
Name of signatory	Sarang Deshpande
Designation of person	Company Secretary
Place	Pune
Date	28-04-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty					
Any Other Information for Disclosure of Imposition of Fine or Penalty				Add Notes	
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
Add		Delete			
1	Employees Provident Fund Organization	The Company has received an order on February 5, 2025 from the Regional PF Commissioner ("RPFC") passed an order under Section 7-A of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 ("Act") demanding an amount of INR 2,51,33,001 (excluding interest of INR 2,49,35,994 under section 7Q) on the grounds that it failed to remit Provident Fund ("PF") on various allowances for its employees for the period from September 2014 to March 2019 for certain components of salary.	05-02-2025	Failed to remit Provident Fund ("PF") on various allowances for its employees for the period from September 2014 to March 2019 for certain components of salary. The Company has filed an appeal with Central Government Industrial Tribunal.	There is no material impact on the financial or operation or other activities of the Company due to the said Provident Fund demand.

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Add Notes			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	17-10-2024				Yes	4	4	3	0
2	Audit Committee	04-02-2025	109			Yes	4	4	3	0
3	Risk Management Committee	17-10-2024				Yes	3	3	1	0
4	Risk Management Committee	04-02-2025	109			Yes	3	3	1	0
5	Nomination and remuneration committee	04-02-2025				Yes	3	3	2	0
6	Stakeholders Relationship Committee	04-02-2025				Yes	4	4	3	0