

QUICK HEAL TECHNOLOGIES LIMITED

CIN: L72200MH1995PLC091408

Registered office: Solitaire Business Hub, 7010 C & D, 7th Floor, Opposite NECO Garden Society, Viman Nagar, Pune, Maharashtra, India, 411014 **Tel:** +91-20 - 66813232

E-mail: cs@quickheal.co.in; **Website:** www.quickheal.co.in

Notice

Notice is hereby given to the Shareholders (the “Shareholders” or the “Members”) of Quick Heal Technologies Limited (Company) that an Extra-Ordinary General Meeting (EGM) of the Company will be held on Friday, June 20, 2025 at 11:30 A.M. IST at the registered office of the Company at Solitaire Business Hub, 7010 C & D, 7th Floor, Opposite NECO Garden Society, Viman Nagar, Pune, Maharashtra, India, 411014, to transact the following special businesses:

SPECIAL BUSINESS:

1. Re-appointment of Mr. Kailash Katkar (DIN: 00397191) as Chairman and Managing Director of the Company and to approve the remuneration payable to him and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory amendments, modifications or re-enactments thereof for the time being in force), (the “Act”) read with Schedule V to the Act, and regulation 17 (6) (e) of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 and applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee, approval of the members be and is hereby accorded to re-appoint Mr. Kailash Katkar [DIN: 00397191] as Chairman and Managing Director of the Company, liable to retire by rotation, for a period of five years (5 years) with effect from April 1, 2025 to March 31, 2030, on terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment as it may deem fit.

FURTHER RESOLVED THAT aggregate remuneration ranging between Rs. 1.50 Crores to Rs. 2.20 Crores per annum (including basic salary, perquisites and other allowances) for a period not exceeding three years, subject to the ceiling on remuneration of Rs. 2.20 Crores per annum shall be paid/ payable as remuneration, in the event of loss or inadequacy of profits and as per prevailing limits mentioned in Companies Act, 2013 and SEBI LODR, in case of profit during tenure of appointment.

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FURTHER RESOLVED THAT Mr. Kailash Katkar shall be entitled to the reimbursement of actual entertainment, traveling, boarding, and lodging expenses and such other expenses incurred by him in connection with the Company's business and he will be provided with a Company car, which shall not be considered as part of remuneration.

2. Re-appointment of Mr. Sanjay Katkar [DIN: 00397277] as Joint Managing Director of the Company and to approve the remuneration payable to him in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory amendments, modifications or re-enactments thereof for the time being in force), (the "Act") read with Schedule V to the Act, regulation 17 (6) (e) of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 and applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee, approval of the members be and is hereby accorded to re-appoint Mr. Sanjay Katkar [DIN: 00397277] as Joint Managing Director of the Company, liable to retire by rotation, for a period of five years (5 years) with effect from April 1, 2025 to March 31, 2030, on terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment as it may deem fit.

FURTHER RESOLVED THAT aggregate remuneration ranging between Rs. 1.50 Crores to Rs. 2.20 Crores per annum (including basic salary, perquisites and other allowances) for a period not exceeding three years, subject to the ceiling on remuneration of Rs. 2.20 Crores per annum shall be paid/ payable as remuneration, in the event of loss or inadequacy of profits and as per prevailing limits mentioned in Companies Act, 2013 and SEBI LODR, in case of profit during tenure of appointment.

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FURTHER RESOLVED THAT Mr. Sanjay Katkar shall be entitled to the reimbursement of actual entertainment, traveling, boarding, and lodging expenses and such other expenses incurred by him in connection with the Company's business and he will be provided with a Company car, which shall not be considered as part of remuneration.

BY ORDER OF THE BOARD OF DIRECTORS
For Quick Heal Technologies Limited

SD/-

Kailash Katkar

Chairman and Managing Director

DIN: 00397191

Place: Pune

Date: May 6, 2025

Registered Office: Solitaire Business Hub,

Office No. 7010 C & D, 7th Floor,

Viman Nagar, Pune- 411014

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NOTES:

1. The relevant details, of SEBI LODR and Secretarial Standards (SS) issued by the Institute of Company Secretaries of India, in respect of Managing Director seeking re-appointment at this EGM is annexed.
2. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, with respect to the Special Business to be transacted as aforesaid is annexed hereto.
3. Pursuant to the provisions of the Act, a Member is entitled to attend and vote at the EGM, is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.
4. The Company has appointed Mr. Jayavant Bhawe, Practising Company Secretary (Membership No. FCS: 4266; CP No: 3068), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the EGM, in a fair and transparent manner.
5. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to jbbhave@gmail.com.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
7. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
8. Members holding shares in electronic form are requested to immediately intimate any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Registrar of the Company (MUFG Intime India Private Limited).
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / MUFG Intime India Private Limited.
10. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts and Arrangements in which Directors are Interested, as maintained under Section 170 and section 189 respectively of the Companies Act, 2013, will be available for inspection by the Members at EGM.
11. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice will also

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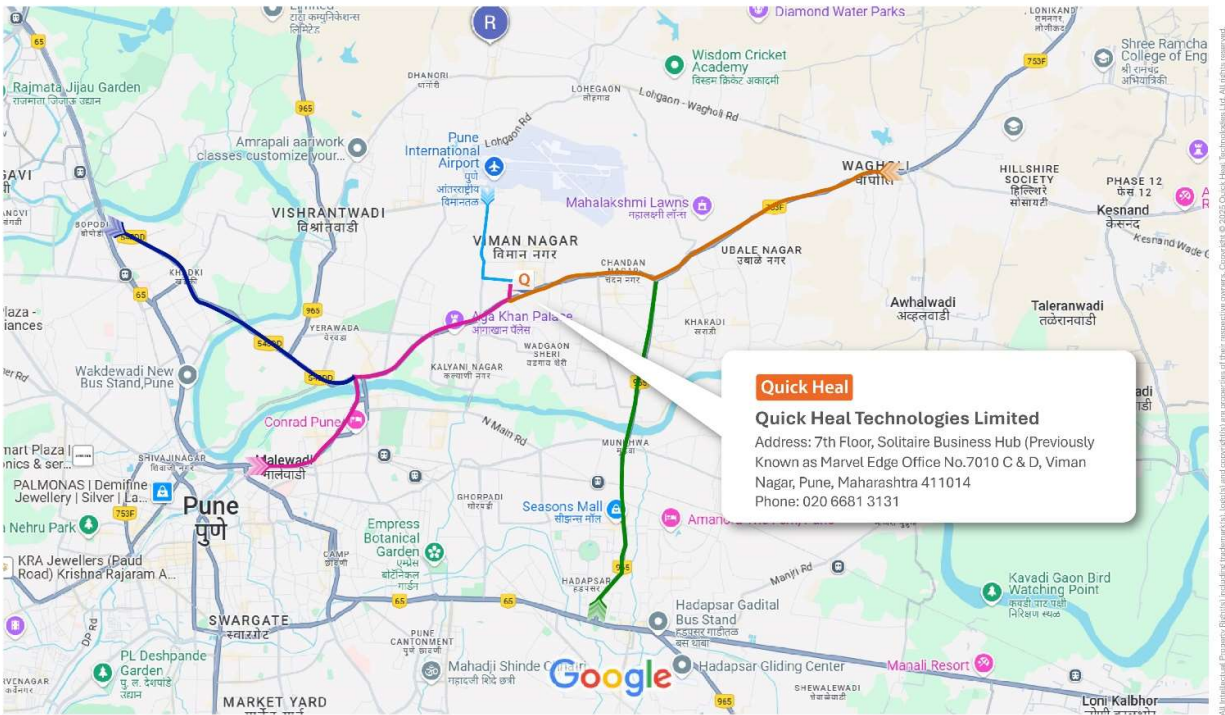
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be available on the Company's website www.quickheal.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of the Company and MUFG Intime India Private Limited <https://instavote.linkintime.co.in>

12. The Members who have cast their vote by remote e-voting prior to the EGM may also attend/ participate in the EGM but shall not be entitled to cast their vote again.
13. Procedure and instructions relating to e-Voting:
14. The voting period begins on June 17, 2025 at 12:01 A.M. (IST) and ends on June 19, 2025 at 5:00 P.M. (IST). During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of June 13, 2025 may cast their vote electronically. The e-voting module shall be **disabled** by INSTAVOTE for voting thereafter. Kindly refer Annexure 3 to the Notice.
15. **The Route Map to annexed.**



— Pune Airport to HQ Quick Heal Technologies Limited

— Pune Rly Station to HQ Quick Heal Technologies Limited

— Wagholi (Ahilyanagar Road) to HQ Quick Heal Technologies Limited

— Hadapsar (Solapur Highway) to HQ Quick Heal Technologies Limited

— Bopodi (Mumbai Highway) to HQ Quick Heal Technologies Limited

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item no. 1 Re-appointment of Mr. Kailash Katkar (DIN: 00397191) as Chairman and Managing Director of the Company and to approve the remuneration payable to him:

The Board of Directors of the Company ("Board"), at its meeting held on February 04, 2025 has, subject to the approval of Members, re-appointed Mr. Kailash Katkar (DIN: 00397191) as Chairman and Managing Director, for a period of 5 (five) years, i.e. with effect from April 01, 2025 to March 31, 2030, on the terms and conditions as recommended by the Nomination and Remuneration Committee ("NRC Committee") of the Board. Further, pursuant to the section 152 (6) of the Companies Act, 2013, Mr. Kailash Katkar is liable to retire by rotation.

Profile of Managing Director:

Mr. Kailash Katkar, aged 58 years, passed his matriculation examination. He has been associated with the Company since its incorporation and has experience in General Management, Strategy, Sales, Marketing, Customer services and Administration.

He is the recipient of several awards including "Entrepreneurs International Honors" for his achievement as a first generation entrepreneur in 2002 by Charaiveti Entrepreneurs' International, "GS Parkhe Industrial Merit Award 2009" awarded by The Maharashtra Chamber of Commerce, Industries and Agriculture, "Maxell Award for Maharashtra Corporate Excellence, 2012 - Innovation" awarded by the Maxell Foundation, "CMDA Achievement Award 2010" awarded by the Computer and Media Dealers Association, Pune, "Young Entrepreneurs Award 2012" by the Army Institute of Technology, Pune, "Rashtriya Sanman Award" by the National Education and Human Resources Development Organisation, "SME Entrepreneur – Achievers' Award 2010-11" by SME Channels, and "Entrepreneur of the Year 2012" by Brands Academy.

Mr. Kailash Katkar has been honoured with the 'Iconic Punekar - Pioneers in the Technology & Innovation' Award in June 2024. This award is given to Mr. Kailash Katkar for his perseverance, vision, and undeterred commitment to ensuring a cyber-safe country.

The following additional information as required by Schedule V to the Companies Act, 2013 is given below:

I. General Information:

- 1. Nature of industry:** Cyber Security software products and solutions.
- 2. Date or expected date of commencement of commercial production:** the company was incorporated on August 7, 1995
- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable

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- 4. Financial performance based on given indicators:** Please refer to Financial Performance below:

Financial performance based on given indicators:

Standalone Financial performance based on given indicators (₹ in Crores)

Particulars	2024-25	2023-24	2022-23
Total Income	300.25	313.12	300.49
Profit before tax	1.53	26.04	9.29
Profit after tax	5.57	24.07	7.70

Consolidated Financial performance based on given indicators (₹ in Crores)

Particulars	2024-25	2023-24	2022-23
Total Income	300.30	313.14	300.22
Profit before tax	1.00	26.21	8.02
Profit after tax	5.04	24.24	6.40

- 5. Foreign investments or collaborations, if any:**

Foreign Investments as on 31 March 2025 is provided in table below:

Name of the Company	Amount invested (Rs in Crore)	Country
Quick Heal Technologies America Inc.	5.36	USA
Seqrite Technologies DMCC	0.56	UAE
Ray PTE	2.00	Singapore
L7 Defence Limited	16.91	Israel

II. Information about the appointee:

- 1. Background details:** Please refer to opening paragraphs in this item for these details.

- 2. Past remuneration:** During the financial year 2024-2025, the Company has paid INR 1.73 Crores to Mr. Kailash Katkar.

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3. Recognition or awards:

- a) Honoured with Maharashtra Corporate Excellence (MAXELL) Awards for Excellence in Entrepreneurship and for his contribution to the economic and industrial development of Pune City.
- b) Honoured with the J Irwin Miller Award of Excellence by Cummins for his commitment to conducting business in an ethical manner and for the value KPIT partnership has brought to Cummins.
- c) Conferred with the prestigious Samata Award by the Akhil Bhartiya Mahatma Phule Samata Parishad for his contribution to the economic and industrial development of Pune City.
- d) Awarded the prestigious Rotary Excellence Award for exemplary leadership and outstanding performance, by a chapter in Pune.

4. Job profile and his suitability: It is proposed to re-appoint Mr. Kailash Katkar as Chairman and Managing Director. Mr. Kailash Katkar will be responsible for the general management of the business of the Company and oversight of the board processes. The previous paragraphs contain information on the suitability of Mr. Kailash Katkar for the appointment.

5. Remuneration proposed: Within range of INR 1.5 crores per annum to INR 2.20 crores per annum for period not exceeding three years, in case of loss or inadequacy of profits and as per prevailing limits mentioned in Companies Act, 2013 and SEBI LODR, in case of profit during tenure of appointment.

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Taking into consideration the size of the Company and the nature of business, the profile of Mr. Kailash Katkar, the responsibilities to be shouldered by him and the industry, benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar level counterparts in other companies.

7. Pecuniary relationship directly or indirectly with the Company or relationship with managerial personnel if any: Mr. Kailash Katkar is interested in the resolution set out at Item No. 1 of the Notice. Mr. Sanjay Katkar, being related to Mr. Kailash Katkar, is interested in the resolution. The other relatives of Mr. Kailash Katkar are interested in the resolution, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

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III. Other Information

1. Reasons of loss or inadequate profits: There is inadequacy of profit in FY 2024-25, due to decline in revenue owing to headwinds in consumer business and revenue from Government in Enterprise business impacted due to general elections in the country. The cost increased largely due to investment in new age products.

2. Steps taken or proposed to be taken for improvement: We are approaching it in two-fold manner: revenue enhancement through refined Go to Market strategy and cost optimization measures across the businesses.

3. Expected increase in productivity and profits in measurable terms: Based on the two-fold strategy adopted by the Company for revenue enhancement and cost optimization measures, the Company is optimistic to provide better results for FY 2025-26.

The requisite details and information pursuant to the provisions of

- (i) the Listing Regulations; and
- (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "Annexure 1" to the Notice.

The Company has not defaulted in the payment of dues to any bank, public financial institution, non-convertible debenture holders, or any other secured creditors. Furthermore, Mr. Kailash Katkar is not debarred or disqualified from being appointed as a Director of the Company pursuant to applicable laws and regulations.

The Board of Directors recommends the Special Resolutions set forth as Item No. 1 of the notice for approval of the shareholders.

Item no. 2 Re-appointment of Mr. Sanjay Katkar [DIN: 00397277] as Joint Managing Director of the Company and to approve the remuneration payable to him:

The Board of Directors of the Company ("Board"), at its meeting held on February 04, 2025 has, subject to the approval of Members, re-appointed Mr. Sanjay Katkar [DIN: 00397277] as Joint Managing Director, for a period of 5 (five) years, i.e. with effect from April 01, 2025 to March 31, 2030, on the terms and conditions as recommended by the Nomination and Remuneration Committee ("NRC Committee") of the Board. Further, pursuant to the section 152 (6) of the Companies Act, 2013, Mr. Sanjay Katkar is liable to retire by rotation.

Profile of Joint Managing Director

Mr. Sanjay Katkar, aged 54 years, holds a Bachelor's degree in computer science from University of Pune and a Masters' degree in computer science from University of Pune. He has been associated with the Company since its incorporation and has experience in development of Anti-Virus, Software, Technology and services.

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He is the recipient of several awards including “Entrepreneurs International Honors” for his significant achievement as a first-generation entrepreneur in 2002 by Charaiveti Entrepreneurs’ International, “Maxell Award for Maharashtra Corporate Excellence, 2012 – Innovation” awarded by the Maxell Foundation, and “Entrepreneur of the Year 2012” by Brands Academy.

The following additional information as required by Schedule V to the Companies Act, 2013 is given below:

I. General Information:

- 1. Nature of industry:** Cyber Security software products and solutions.
- 2. Date or expected date of commencement of commercial production:** the company was incorporated on August 7, 1995
- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable
- 4. Financial performance based on given indicators:** Please refer to Financial Performance below:

Standalone Financial performance based on given indicators (₹ in Crores)

Particulars	2024-25	2023-24	2022-23
Total Income	300.25	313.12	300.49
Profit before tax	1.53	26.04	9.29
Profit after tax	5.57	24.07	7.70

Consolidated Financial performance based on given indicators (₹ in Crores)

Particulars	2024-25	2023-24	2022-23
Total Income	300.30	313.14	300.22
Profit before tax	1.00	26.21	8.02
Profit after tax	5.04	24.24	6.40

5. Foreign investments or collaborations, if any:

Foreign Investments as on 31 March 2025 is provided in table below:

Name of the Company	Amount invested (Rs in Crore)	Country
Quick Heal Technologies America Inc.	5.36	USA
Seqrite Technologies DMCC	0.56	UAE
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L7 Defence Limited	16.91	Israel

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II. Information about the appointee:

1. Background details: Please refer to opening paragraphs in this item for these details.

2. Past remuneration: During the financial year 2024-2025, the Company paid INR 1.68 Crores to Mr. Sanjay Katkar.

3. Recognition or awards:

- a) Honoured with Maharashtra Corporate Excellence (MAXELL) Awards for Excellence in Entrepreneurship and for his contribution to the economic and industrial development of Pune City.
- b) Honoured with the J Irwin Miller Award of Excellence by Cummins for his commitment to conducting business in an ethical manner and for the value KPIT partnership has brought to Cummins.
- c) Conferred with the prestigious Samata Award by the Akhil Bhartiya Mahatma Phule Samata Parishad for his contribution to the economic and industrial development of Pune City.
- d) Awarded the prestigious Rotary Excellence Award for exemplary leadership and outstanding performance, by a chapter in Pune.

4. Job profile and his suitability: It is proposed to re-appoint Mr. Sanjay Katkar as a Joint Managing Director. Mr. Sanjay Katkar will be responsible for the general management of the business of the Company and oversight of the board processes. The previous paragraphs contain information on the suitability of Mr. Sanjay Katkar for the appointment.

5. Remuneration proposed: Within range of INR 1.5 crores per annum to INR 2.20 crores per annum for period not exceeding three years, in case of loss or inadequacy of profits and as per prevailing limits mentioned in Companies Act, 2013 and SEBI LODR, in case of profit during tenure of appointment.

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Taking into consideration the size of the Company and the nature of business, the profile of Mr. Sanjay Katkar, the responsibilities to be shouldered by him and the industry, benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar level counterparts in other companies.

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- 7. Pecuniary relationship directly or indirectly with the Company or relationship with managerial personnel if any:** Mr. Sanjay Katkar is interested in the resolution set out at Item No. 2 of the Notice. Mr. Kailash Katkar, being related to Mr. Sanjay Katkar, is interested in the resolution. The other relatives of Mr. Sanjay Katkar are interested in the resolution, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

III. Other Information

1. Reasons of loss or inadequate profits: There is inadequacy of profit in FY 2024-25, due to decline in revenue owing to headwinds in consumer business and revenue from Government in Enterprise business impacted due to general elections in the country. The cost increased largely due to investment in new age products.

2. Steps taken or proposed to be taken for improvement: We are approaching it in two-fold manner: revenue enhancement through refined Go to Market strategy and cost optimization measures across the businesses.

3. Expected increase in productivity and profits in measurable terms: Based on the two-fold strategy adopted by the Company for revenue enhancement and cost optimization measures, the Company is optimistic to provide better results for FY 2025-26.

The requisite details and information pursuant to the provisions of

(i) the Listing Regulations; and

(ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "Annexure 2" to the Notice.

The Company has not defaulted in the payment of dues to any bank, public financial institution, non-convertible debenture holders, or any other secured creditors. Furthermore, Mr. Sanjay Katkar is not debarred or disqualified from being appointed as a Director of the Company pursuant to applicable laws and regulations.

The Board of Directors recommends the Special Resolutions set forth as Item No. 2 of the notice for approval of the shareholders.

BY ORDER OF THE BOARD OF DIRECTORS

For Quick Heal Technologies Limited

SD/-

Kailash Katkar

Chairman and Managing Director

(DIN: 00397191)

Place: Pune

Date: May 6, 2025

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ANNEXURE 1 TO THE NOTICE

AS PER SS-2 READ WITH REGULATION 26 AND 36 OF SEBI [LODR] REGULATION, 2015

Name of the Director	Mr. Kailash Katkar
Age	58
Nationality	Indian
Qualifications	Matriculation
Experience	30 years on experience in Business Administration, General Management, Strategy
Terms and Conditions of Re-appointment	Re-appointment for a period of 5 years, liable to retire by rotation.
Remuneration proposed to be paid	Within range of INR 1.5 crores per annum to INR 2.20 crores per annum for period not exceeding three years, in case of loss or inadequacy of profits and as per prevailing limits mentioned in Companies Act, 2013 and SEBI LODR, in case of profit during tenure of appointment.
Remuneration last drawn (Including sitting fee & commission)	1.73 Crores
Date of first appointment on the Board	07-08-1995
Number of shares held in the Company	78,53,473
List of the directorships held in other companies	Data Security Council of India
Directorships of other Boards as on March 31, 2025	1
Number of Board Meetings attended during the FY 2024-25	5 out of 5 meetings held
Chairman/ Member in the Committees of the Boards of companies in which he is Director	Nil
Relationship with other Directors / Key Managerial Personnel	Mr. Kailash Katkar is brother of Mr. Sanjay Katkar, Joint Managing Director.
Listed entities from which the Director has resigned in the past three years	NA

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Name of the Director	Mr. Sanjay Katkar
Age	54
Nationality	Indian
Qualifications	Masters in computer science
Experience	30 years of experience in development of Anti-Virus Software, Technology and related services
Terms and Conditions of Re-appointment	Re-appointment for a period of 5 years, liable to retire by rotation.
Remuneration proposed to be paid	Within range of INR 1.5 crores per annum to INR 2.20 crores per annum for period not exceeding three years, in case of loss or inadequacy of profits and as per prevailing limits mentioned in Companies Act, 2013 and SEBI LODR, in case of profit during tenure of appointment.
Remuneration last drawn (Including sitting fee & commission)	1.68 Crores
Date of first appointment on the Board	07-08-1995
Number of shares held in the Company	1,55,88,818
List of the directorships held in other companies	Dreambook Productions (OPC)Private Limited
Directorships of other Boards as on March 31, 2025	1
Number of Board Meetings attended during the FY 2024-25	5 out of 5 meetings held
Chairman/ Member in the Committees of the Boards of companies in which he is Director	Nil
Relationship with other Directors / Key Managerial Personnel	Mr. Sanjay Katkar is brother of Mr. Kailash Katkar, Chairman and Managing Director.
Listed entities from which the Director has resigned in the past three years	NA

QUICK HEAL TECHNOLOGIES LIMITED

CIN: L72200MH1995PLC091408

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ANNEXURE 3 TO THE NOTICE

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and Password. Click on “Login”
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

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METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- a) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- b) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

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METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

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B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **NSDL form, shall provide 'D' above*

***Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

- ❖ Set the password of your choice
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- ❖ Enter Image Verification (CAPTCHA) Code
- ❖ Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

c) Click on "**Login**" under 'SHARE HOLDER' tab.

- A. User ID: Enter your User ID
- B. Password: Enter your Password
- C. Enter Image Verification (CAPTCHA) Code
- D. Click "Submit"

d) Cast your vote electronically:

- A. After successful login, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon.
- C. E-voting page will appear.
- D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

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A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on **"Sign Up"** under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **"Investor Mapping"** tab under the Menu Section
- c) Map the Investor with the following details:
 - A. 'Investor ID' –
 - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., *IN00000012345678*
 - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - B. 'Investor's Name' - Enter Investor's Name as updated with DP.
 - C. 'Investor PAN' - Enter your 10-digit PAN.
 - D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.

**File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*

- E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

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METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **“Votes Entry”** tab under the Menu section.
- c) Enter the **“Event No.”** for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under **“On-going Events”**.
- d) Enter **“16-digit Demat Account No.”** for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e. Favour / Against, click on 'Submit'.
A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the **“Notification for e-voting”**.
- c) Select **“View”** icon for **“Company's Name / Event number”**.
- d) E-voting page will appear.
- e) Download sample vote file from **“Download Sample Vote File”** tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under **“Upload Vote File”** option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

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Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

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FORM MGT - 11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L72200MH1995PLC091408

Name of the Company: Quick Heal Technologies Limited

Registered Office: Solitaire Business Hub, 7010 C & D, 7th Floor, Opposite NECO Garden Society, Viman Nagar, Pune, Maharashtra, India, 411014

I/We, being the member (s) of the company holding Equity shares/CCPS, hereby appoint

Name:

Address:

E-mail Id:

Signature:

Or failing him/her

Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on/my behalf at the Extra-Ordinary General Meeting of the Company, to be held on Friday 20th June 2025 at 11:30 A.M. at the Registered Office of the Company and any adjournment thereof in respect of such resolutions as are indicated below –

1. Re-appointment of Mr. Kailash Katkar (DIN: 00397191) as Chairman and Managing Director of the Company and to approve the remuneration payable to him.
2. Re-appointment of Mr. Sanjay Katkar [DIN: 00397277] as Joint Managing Director of the Company and to approve the remuneration payable to him.

Signed on the _____ day of _____ 2025

Signature of Shareholder

Signature of Proxy Holder(s)

Affix
revenue
stamp

NOTE - This form of Proxy in order to be valid and effective has to be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

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ATTENDANCE SLIP

The Board of Directors,

QUICK HEAL TECHNOLOGIES LIMITED

Solitaire Business Hub, 7010 C& D, 7th Floor, Opposite NECO Garden Society, Viman Nagar, Pune, Maharashtra, India, 411014, India

DP ID.	
CLIENT ID	

FOLIO NO.	
NO. OF SHARES	

Name & Address of Shareholder / Proxy holder

I certify that I am a registered Shareholder / Proxy for the registered Shareholder of the Company. I hereby record my presence at the Extra-Ordinary General Meeting of the Company held on Friday 20th June 2025 at 11:30 A.M. at the registered office of the Company at Solitaire Business Hub, 7010 C& D, 7th Floor, Opposite NECO Garden Society, Viman Nagar, Pune, Maharashtra, India, 411014, India.

Member's / Proxy's Signature