

Ref No.: QHTL/Sec/SE/2021-22/06

April 22, 2021

The Manager,
Corporate Services,
BSE Limited,
14th floor, P J Towers, Dalal Street,
Mumbai – 400 001
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(s)

Subject: Submission of Public Announcement for the Buyback of upto 6,326,530 fully paid up equity shares of ₹ 10/- each ("Equity Shares") of Quick Heal Technologies Limited ("Company") at a price of ₹ 245 per Equity Share for a maximum amount of ₹ 1,550 million ("Buyback Size") through the tender offer process pursuant to the SEBI (Buy Back of Securities) Regulations, 2018, as amended ("Buyback Regulations")

In furtherance to our intimation dated April 19, 2021, the Company is undertaking the Buyback, in accordance with Article 9 of the Articles of Association of the Company and subject to the provisions of Section 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013 ("Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014 and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, ("Buyback Regulations"), including any statutory modification or re-enactment thereof for the time being in force.

In compliance with the requirements of the Buyback Regulations, a public announcement dated April 20, 2021 ("Public Announcement") pertaining to the Buyback was released for publication by the Company on April 22, 2021 in the following newspapers:

Publication	Language	Editions
Financial Express	English	All
Jansatta	Hindi	All
Aaj ka Anand	Hindi	All
Prabhat	Marathi	Pune

The copy of the said Public Announcement is enclosed as **Annexure A**.

Further, in terms of regulation 5(v) of the Buyback Regulations, a copy of the resolution approving the Buyback passed by the shareholders of the Company through postal ballot and e-voting, the results of which were announced on April 19, 2021 is enclosed as **Annexure B**.

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.

Please acknowledge receipt of this intimation.

Thanking you
For Quick Heal Technologies Limited

Sd/-

A. Srinivasa Rao
Company Secretary

Encl: as above

ICICI Sec Q4 PAT up twofold to ₹329 cr

PRESS TRUST OF INDIA
New Delhi, April 21

ICICI SECURITIES ON Wednesday reported an over two-fold increase in its profit after tax (PAT) to ₹329 crore for the three months ended March 2021, on account of growth in revenue and improvement in margins. In comparison, the company had posted a PAT of ₹156 crore in the same quarter of the preceding fiscal, ICICI Securities said in a statement.

The company attributed the surge in quarterly profit to growth in revenue and improvement in margins. Its revenue climbed 53% to ₹739 crore in the quarter under review from ₹482 crore in the three months ended March 31, 2020. The growth in revenue was aided by strong performance of equities and allied operations, along with distribution, private wealth manage-



ment and investment banking businesses, it added.

The company has declared a final dividend of ₹13.5 per share, taking the dividend to ₹21.5 a share for 2020-21. "We are happy to report strong all around financial and operational performance during the quarter, which is a testimony of successful implementation of the strategic vision we had articulated earlier and favourable market conditions," said Vijay Chandok, managing director and chief executive officer of the company.

5paisa reports ₹6.2-cr net profit

PRESS TRUST OF INDIA
New Delhi, April 21

5PAISA CAPITAL ON Wednesday reported a net profit of ₹6.21 crore for the fourth quarter ended March 2021. The company had posted a net loss of ₹1.76 crore in the year-ago period, it said in a statement.

The total income rose 41% to ₹49.9 crore for the quarter under review, from ₹35.41 crore a year ago.

5paisa Capital has onboarded more than 2 lakh new clients during the quarter, taking the total number of registered customers to 13.5 lakh.

For the full fiscal ended March 31, 2021, the company posted a net profit of

₹14.66 crore, compared to a net loss of ₹8.05 crore in the preceding financial year.

Total revenue from operations increased 80% to ₹194.58 crore in 2020-21.

"Our sustained efforts on focusing on growth backed by revenues and cost efficiency has helped us to report full-year profits in our 5th year of operations.

"... excited for the new phase of growth 5paisa will embark on with the proposed capital infusion of ₹250 crore. 5paisa as a part of our reorientation strategy will transform from being a mere discount broker to a digital financial platform in coming quarters," whole time director and CEO Prakash Gagdani said.

Indiabulls Housing, HDFC sign pact for co-lending

INDIABULLS HOUSING FINANCE (IBH) and mortgage lender HDFC have entered into a strategic co-lending partnership to offer housing loans at competitive rates.

IBH will originate retail home loans according to jointly drawn up credit policy and retain 20% of the loan in its books, and 80% will be on HDFC books, Indiabulls Housing said in a regulatory filing on Wednesday.

IBH will service the loan account throughout the life cycle of the loan, it said.

The co-lending partnership with HDFC will act as a cornerstone to IBH's new balance-sheet light growth business model, Indiabulls Housing said. HDFC is the market leader in the housing finance industry with assets under management of over ₹5.52 lakh crore at December-end 2020. PTI

DCB Bank picks up 9% stake in Techfino Capital

PRESS TRUST OF INDIA
New Delhi, April 21

DCB BANK SAID it has acquired a 9% stake in non-banking financial company Techfino Capital which is engaged in providing technology-based education and healthcare loans. DCB Bank and Techfino complement each other's strengths, and this is an opportunity for both organisations to grow the customer franchise, he added.

The association with DCB Bank will help in the growth of the business as TCPL goes about providing financing solutions to its customers, said Jayaprakash Patra, co-founder director, Techfino Capital. "Together, we aim to create a win-win ecosystem, offering our customers a bouquet of customised financial solutions using TCPL's robust technology platform," he said.

granular loans as a financial solution hold much promise. "We value each other's experience and expertise to build a granular loan portfolio with patience and nuance," said Narendranath Mishra, head of agri and inclusive banking, DCB Bank. DCB Bank and Techfino complement each other's strengths, and this is an opportunity for both organisations to grow the customer franchise, he added.

The association with DCB Bank will help in the growth of the business as TCPL goes about providing financing solutions to its customers, said Jayaprakash Patra, co-founder director, Techfino Capital. "Together, we aim to create a win-win ecosystem, offering our customers a bouquet of customised financial solutions using TCPL's robust technology platform," he said.

LIC collects highest-ever ₹1.84 lakh-crore new premium in corona period

LIC CONTINUED ITS impressive new business performance despite a highly challenging business environment due to the corona pandemic for the entire previous year.

In 2020-21, LIC has achieved its highest-ever first year premium income of ₹56,406 crore under individual assurance business with 10.11% growth over last year. LIC also procured 2.10 crore policies, out of which 46.72 lakh were procured in March alone. LIC's pension and group schemes vertical also created a record by clocking its highest-ever new business premium income of ₹1,27,768 crore over a base of ₹1,26,749 crore in the previous year.

-FE BUREAU

For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No. 105047W

Sd/-
Nitin Manohar Jumanani
Partner
Membership No. 111700
UDIN: 21111700AAAAG1098
Place: Pune
Date: March 10, 2021
End: Statement of permissible capital payment

Statement of permissible capital payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68(2) of the Act

(Amount in ₹ Million)

Particulars	As at March 31, 2020	
	Standalone	Consolidated
Equity Share Capital	642.03	642.03
Total (A)	642.03	642.03
Retained Earnings	4,747.59	4,707.81
Securities Premium Account	593.84	593.84
General reserves	450.26	450.26
Total Free Reserves (B)	5,791.69	5,751.91
Grand Total (A+B)	6,433.72	6,393.94
Maximum amount of capital payment permissible for the buy back-back of equity shares in accordance with Section 68(2) of the Act (25% of paid up equity capital and free reserves)	1,608.43	1,598.48

Notes:

1. Calculation in respect of Permissible Capital payment for buy back is based on the audited standalone and consolidated financial statement for the year ended March 31, 2020.

2. Amalgamation reserve, capital redemption reserve, employee stock option reserve, reserve on fair value through other comprehensive income and foreign currency translation reserve has not been considered for the purpose of above computation.

For and on behalf of Quick Heal Technologies Limited

Sd/-
Kailash Katkar
Managing Director & Chief Executive Officer
DIN Number: 00397191
Place: Pune
Date: March 10, 2021

Sd/-
Nitin Kulkarni
Chief Financial Officer
Place: Pune
Date: March 10, 2021

Unquote

10 RECORD DATE AND SHAREHOLDER ENTITLEMENT

10.1 As required under the Buyback Regulations, the Company has fixed Monday, May 03, 2021 ("Record Date"), as the Record Date for the purpose of determining the entitlement and the names of the Shareholders, who will be eligible to participate in the Buyback. Eligible Shareholders holding Equity Shares, as on the Record Date will receive a letter of offer in relation to the Buyback ("Letter of Offer") along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback.

10.2 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (a) reserved category for small shareholders; and (b) general category for all other Eligible Shareholders.

10.3 As defined in Regulation 2(1)(n) of the Buyback Regulations, a "Small Shareholder" is a shareholder of the Company who holds Equity Shares whose market value, on the basis of the closing price of the Equity Shares on the Stock Exchanges having the highest trading volume as on the Record Date, is not more than ₹ 200,000/- (Rupees Two hundred thousand only).

10.4 In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of Equity Shares which the Company proposes to buyback or number of Equity Shares entitled as per the shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

10.5 Based on the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. In order to ensure that the same shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Company proposes to club together the equity shares held by such shareholders with a common PAN for determining the category (Small Shareholder or General) and entitlement under Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of PANs of the joint shareholders is identical. The shareholding of institutional investors like mutual funds, pension funds/trusts, insurance companies etc. with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body - broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

10.6 Shareholders' participation in Buyback will be voluntary. Eligible Shareholders holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholders holding equity shares of the Company also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any.

10.7 The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the shareholder as on the Record Date. In case the Eligible Shareholder holds equity shares through multiple demat accounts, the tender through a demat account cannot exceed the number of equity shares held in that demat account.

10.8 The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. The settlement under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circulars.

10.9 Participation in the Buyback by shareholders may trigger capital gains taxation in India and in their country of residence. The Buyback transaction would also be chargeable to securities transaction tax in India. The shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

10.10 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer to be sent to the Eligible Shareholder(s).

11 PROCESS AND METHODOLOGY FOR BUYBACK

11.1 The Buyback is open to all Eligible Shareholders holding Equity Shares either in physical and/or in dematerialized form on the Record Date.

11.2 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" as specified by SEBI in the circular bearing number CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 ("SEBI Circulars"), including any further amendments thereof ("Stock Exchange Mechanism") and following the procedure prescribed in the Companies Act and the Buyback Regulations and as may be determined by the Board (including the Buyback Committee constituted by the Board authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.

11.3 For implementation of the Buyback, the Company has appointed Ambit Capital Private Limited as the registered broker to the Company ("Company's Broker") to facilitate the process of tendering of Equity Shares through the Stock Exchange Mechanism for the Buyback. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The contact details of the Company's Broker are as follows:

AMBIT

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Ambit Capital Private Limited

Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013

Tel: + 91 (22) 6623 3000; Fax: + 91 (22) 6623 3100;

Contact Person: Mr. Sameer Parkar

E-mail ID: Sameer.Parkar@ambit.co

Website: www.ambit.co

SEBI Registration Number: INZ000259334

CIN: U71440MH1997PTC107598

11.4 The Company will request BSE to provide the separate acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. BSE will be the designated stock exchange for the purpose of this Buyback ("Designated Stock Exchange"). The details of the Acquisition Window will be specified by the Designated Stock Exchange from time to time.

11.5 During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("Seller Member(s)") during normal trading hours of the secondary market. The Seller Member can enter orders for Equity Shares held in dematerialized form and physical form.

11.6 In the event the Seller Member(s) of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach Company's Broker i.e., Ambit Capital Private Limited to place their bids, subject to completion of KYC requirements as required by the Company's broker.

11.7 Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance.

11.8 The cumulative quantity tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

11.9 Further, the Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer sale and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.

11.10 PROCEDURE TO BE FOLLOWED BY ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN DEMATERIALIZED FORM:

11.10.1 Eligible Shareholders who desire to tender their Equity Shares in electronic form under Buyback would have to do so through their respective Seller Member(s) by indicating to their broker the details of Equity Shares they intend to tender under the Buyback.

11.10.2 The Seller Member(s) would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of the Designated Stock Exchange. Before placing the bid, the Eligible Shareholder would be required to transfer the tendered Equity Shares to the special account of Indian Clearing Corporation Limited and/ or the National Securities Clearing Corporation ("Clearing Corporation"), by using the early pay in mechanism as prescribed by BSE or the Clearing Corporation prior to placing the bid by the Seller Member(s).

11.10.3 The details of the special account of Clearing Corporation shall be informed in the offer opening circular that will be issued by the Designated Stock Exchange or the Clearing Corporation.

11.10.4 For custodian participant orders for Equity Shares held in dematerialized form, early pay-in is mandatory prior to confirmation of the order/bid by the custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, any order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.10.5 Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered etc.

11.10.6 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt / provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

11.10.7 The reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Seller Member.

11.10.8 In case of non-receipt of the completed tender form and other documents, but receipt of Equity Shares in the accounts of the Clearing Corporation and a valid bid in the exchange bidding system, the bid by such Equity Shareholder shall be deemed to have been accepted.

11.11 PROCEDURE TO BE FOLLOWED BY ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM:

11.11.1 In accordance with SEBI's circular dated July 31, 2020 (Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144), shareholders holding Equity Shares in physical form are allowed to tender such shares in a buyback undertaken through the tender offer route. However, such tendering shall be as per the provisions of the Buyback Regulations.

11.11.2 Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (i) the Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self-attested copy of PAN Card(s) of all Eligible Shareholders, (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar card, voter identity card or passport.

11.11.3 Based on these documents, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback, using the acquisition window of the Designated Stock Exchange. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.

11.11.4 Any Seller Member /Eligible Shareholder who places a bid for physical Equity shares, is required to deliver the original share certificate(s) & documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e. Link Intime India Private Limited (at the address mentioned at paragraph 14 below) not later than 2 (two) days from the offer closing date. The envelope should be super scribed as "Quick Heal Technologies Limited Buyback 2021". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member.

11.11.5 The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange shall display such bids as "unconfirmed physical bids". Once Registrar to the Buyback confirms the bids, they will be treated as "confirmed bids".

11.11.6 In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

11.11.7 An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of his PAN card and of the person from whom he has purchased shares and other relevant documents as required for transfer, if any.

12 METHOD OF SETTLEMENT

12.1 Upon finalization of the basis of acceptance as per the Buyback Regulations:

12.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.1.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such Eligible Shareholders.

12.1.3 The Equity Shares bought back in dematerialized form would be transferred directly to the demat escrow account of the Company opened for the Buyback ("Company Demat Escrow Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Designated Stock Exchange.

12.1.4 Excess or unaccepted Equity Shares which are in dematerialized form, if any, tendered by the Eligible Shareholders would be returned to them by the Clearing Corporation in the pay-out. The Eligible Shareholders tendering Equity Shares in dematerialized form will have to ensure that they keep the depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback.

12.1.5 Excess or unaccepted Equity Shares which are in physical form, if any, tendered by the Eligible Shareholders would be returned back to the concerned Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares in physical form, in case the Equity Shares accepted by the Company are less than the Equity Shares that are tendered.

12.1.6 The settlements of fund obligation for Equity Shares in dematerialized and physical form shall be affected as per the SEBI Circulars and as prescribed by the Designated Stock Exchange and Clearing Corporation from time to time. For Equity Shares in dematerialized form accepted under the Buyback, such beneficial owners will receive funds payout in their bank account as provided by the depository system directly to the Clearing Corporation. For Equity Shares in physical form, the Clearing Corporation will release the funds to the Seller(s) as per secondary market payout mechanism. If such shareholder's bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India ("RBI") bank(s), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Seller Member for onward transfer to such shareholders.

12.1.7 In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds payout including those prescribed by the RBI) who do not opt to settle through custodians, the funds payout would be given to their respective Stock Broker's settlement accounts for releasing the same to such shareholder's account.

12.1.8 The Seller Member(s) would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.1.9 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the Seller Member(s) upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders.

12.2 The Equity Shares lying to the credit of the Company Demat Escrow Account will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13 COMPLIANCE OFFICER

The Company has designated the following as the Compliance Officer for the Buyback:

Name : Mr. Vinay Agarwal

Designation : Compliance Officer

Address : Marvel Edge 7010 C & D, Opposite Neco Garden Society, Viman Nagar, Pune 411 014

Phone : +91 (20) 66813232

Email : cs@quickheal.co.in

Website : www.quickheal.co.in

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 am to 5:00 pm on all working days except public holidays, at the above-mentioned address.

14 INVESTOR SERVICE CENTER AND REGISTRAR TO THE BUYBACK

The Company has appointed the following as the Registrar to the Buyback:

LINKIntime

Link Intime India Private Limited

Address: C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400083

Contact Person: Mr. Sumet Deshpande

Tel: +91 (22) 49186200

Fax: +91 (22) 49186195

E-mail: quickheal.buyback@linkintime.co.in

Website: www.linkintime.co.in

CIN: U67190MH1999PTC118368

SEBI Registration Number: INR000004058

In case of any query, the Shareholders may also contact the Registrar to the Buyback, from Monday to Friday between 10:00 am to 5:00 pm on all working days except public holidays at the above-mentioned address.

15 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

AMBIT

Acumen of work

AMBIT PRIVATE LIMITED

Address : Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013

Tel : + 91 (22) 6623 3000

Fax : + 91 (22) 6623 3100

Contact Person : Mr. Praveen Sangal / Mr. Miraj Sampat

Email : Quickheal.buyback@ambit.co

Website : www.ambit.co

CIN : U65923MH1997PTC109992

SEBI Registration No.: INM000010585

16 DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts full and final responsibility for all the information contained in this Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Quick Heal Technologies Limited

Sd/-
Kailash Katkar
Managing Director & CEO
DIN: 00397191

Sd/-
Sanjay Katkar
Joint Managing Director & CTO
DIN: 00397277

Sd/-
Vinay Agarwal
Compliance Officer
Membership No. A40751

Date: April 20, 2021

Place: Pune

financialexpress.in

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CONCEPT

Quick Heal

Security Simplified

Quick Heal Technologies Limited

CIN: L72200MH1995PLC091408

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PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF THE SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF QUICK HEAL TECHNOLOGIES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This Public Announcement ("Public Announcement") is being made pursuant to the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("Buyback Regulations") and contains the disclosures as specified in Schedule II to the Buyback Regulations read with Schedule I of the Buyback Regulations.

OFFER FOR BUYBACK OF UP TO 6,326,530 (SIX MILLION THREE HUNDRED AND TWENTY SIX THOUSAND FIVE HUNDRED AND THIRTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH ("EQUITY SHARES") AT A PRICE OF ₹ 245/- (RUPEES TWO HUNDRED AND FORTY FIVE ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE (THROUGH STOCK EXCHANGE MECHANISM).

1. THE BUYBACK OFFER

1.1. The Board of Directors (hereinafter referred to as the "Board", which expression includes any committee constituted by the Board to exercise its powers, including the powers conferred by this resolution) of the Quick Heal Technologies Limited ("Company"), at its meeting held on March 10, 2021 ("Board Meeting") has, subject to the approval of the shareholders of the Company by way of a special resolution through postal ballot (including e-voting) and subject to such approvals of regulatory and/or statutory authorities as may be required under applicable law, approved the proposal for the buyback of up to 6,326,530 (six million three hundred and twenty six thousand five hundred and thirty) Equity Shares at a price of ₹245/- (Rupees two hundred and forty five only) ("Buyback Price") payable in cash for an amount aggregating up to ₹ 1,550 Million (Rupees one thousand five hundred and fifty million only) ("Maximum Buyback Size") (being less than 25% of the total paid-up equity capital and free reserves of the Company as per the latest standalone and consolidated audited financial statements of the Company as on March 31, 2020), from the shareholders of the Company ("Shareholders") on a proportionate basis through the tender offer process, in accordance with Article 9 of the Articles of Association of the Company and the provisions of the Companies Act, 2013, as amended ("Companies Act" or "Act") and, the Companies (Share Capital and Debentures) Rules, 2014, as amended ("Share Capital Rules"), and in compliance with the Buyback Regulations ("Buyback" or "Buyback Offer"). The Maximum Buyback Size does not include any expenses incurred or to be incurred for the Buyback like filing fee payable to SEBI, advisory fees, public announcement publication expenses, printing and dispatch expenses, transaction costs viz. brokerage, applicable taxes such as buyback tax, securities transaction tax, goods and service tax, stamp duty, etc. and other incidental and related expenses ("Transaction Costs"). The Buyback is subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by SEBI, the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") (collectively, "Stock Exchanges") and other authorities, institutions or bodies ("Appropriate Authorities") while granting such approvals, permissions and sanctions, which may be agreed by the Board and on the terms and conditions set out in the explanatory statement contained in the notice of postal ballot dated March 15, 2021 ("Postal Ballot Notice").

1.2. Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, the Board has sought approval of the Shareholders of the Company for the Buyback, by way of a special resolution. The shareholders of the Company approved the Buyback, by way of a special resolution, through postal ballot (including e-voting) pursuant to the Postal Ballot Notice, the results of which were announced on April 19, 2021.

1.3. The Buyback is proposed to be undertaken through the "tender offer" route as prescribed under the Buyback Regulations and the Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the circulars issued in relation thereto, including the circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, including any amendment thereof ("SEBI Circulars"). The Buyback shall be undertaken on a proportionate basis from the shareholders as of Record Date (defined below) ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv) (a) of the Buyback Regulations. Please refer to Paragraph 10 below for further details regarding the Record Date and Shareholders' entitlement to tender the Equity Shares in the Buyback.

1.4. The Buyback from the Eligible Shareholders who are residents outside India including Foreign Corporate Bodies (including erstwhile Overseas Corporate Bodies), Foreign Portfolio Investors, Non-Resident Indians, shareholders of foreign nationality, shall be subject to such approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident Shareholders.

1.5. In terms of the Buyback Regulations, under tender offer route, the promoters and the promoter group of the Company ("Promoter and Promoter Group"), has the option to participate in the Buyback. In this regard, the Promoters have expressed their intention to participate in the Buyback vide their letters dated March 13, 2021 and may tender up to an aggregate maximum of 4,606,978 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. The maximum number of Equity Shares to be tendered by each of the Promoters have been detailed in Paragraph 6.3 of this Public Announcement.

1.6. The aggregate paid-up share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2020 was ₹ 6,433.72 million and ₹ 6,393.94 million, respectively. Under the provisions of the Companies Act, the funds deployed for the Buyback cannot exceed 25% of the aggregate of the fully paid-up share capital and free reserves of the Company i.e., ₹ 1,608.43 million and ₹ 1,598.48 million, respectively. The maximum amount proposed to be utilized for the Buyback, ₹ 1,550 million (Rupees one thousand five hundred and fifty million only), is therefore within the limit of 25% of the Company's fully paid-up share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2020. Further, under the Companies Act, the number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the total paid-up equity capital of the Company in that financial year. The Company proposes to Buyback up to 6,326,530 Equity Shares, representing 9.85% of the total issued and paid-up equity share capital of the Company as of March 31, 2020. Therefore, the number of Equity Shares proposed to be purchased under the Buyback does not exceed 25% of the total paid-up equity capital of the Company as of March 31, 2020.

1.7. The Buyback will not result in any benefit to Promoters and Promoter Group or any Directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback.

1.8. A copy of this Public Announcement is available on the website of the Company at www.quickheal.co.in, and is expected to be available on the website of SEBI i.e. www.sebi.gov.in during the period of the Buyback and on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com respectively.

1.9. Participation in the Buyback by shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. The Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

2. NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the operational and strategic cash requirements of the Company in the medium term and for returning surplus funds to the Shareholders in an effective and efficient manner. The Buyback is being undertaken for the following reasons:

(i) The Buyback will help the Company to distribute surplus cash to its Shareholders holding Equity Shares thereby enhancing the overall return for them;

(ii) The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of up to 15% of the Equity Shares, which the Company proposes to buyback, for small shareholders or the actual number of Equity Shares entitled as per the shareholding of small shareholders on the Record Date, whichever is higher. The Company believes that this reservation for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as "Small Shareholders";

(iii) The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base of the Company, thereby leading to long term increase in shareholders' value; and

(iv) The Buyback gives an option to the Eligible Shareholders to either (A) participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback, or (B) not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.

3. MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES, AND SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED

3.1. The maximum amount required for Buyback will not exceed ₹ 1,550 million (Rupees one thousand five hundred and fifty million only) (excluding Transaction Costs).

3.2. The maximum amount mentioned above is 24.09% and 24.24% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2020 (being the latest audited financial statements available as on the date of the Board Meeting), respectively, which is within the prescribed limit of 25%.

3.3. The funds for the implementation of the proposed Buyback will be sourced out of free reserves and securities premium of the Company and any other source as may be permitted by the Buyback Regulations or the Companies Act. Borrowed funds from banks and financial institutions, if any, will not be used for the Buyback.

3.4. The Company shall transfer from its free reserves or securities premium account, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the Capital Redemption Reserve account and details of such transfer shall be disclosed in its subsequent audited financial statement.

4. MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK PRICE

4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹ 245/- (Rupees two hundred and forty five only) per Equity Share.

4.2. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the Stock Exchanges where the Equity Shares of the Company are listed.

4.3. The Buyback Price represents:

(i) premium of 46.37% and 46.68% to the volume weighted average market price of the Equity Shares on the BSE and the NSE, respectively, during the 3 (three) months period preceding March 04, 2021, being the date of intimation to the Stock Exchanges regarding the date of the Board Meeting ("Intimation Date"); and

(ii) premium of 51.10% and 50.67% to the volume weighted average market price of the Equity Shares on the BSE and the NSE, respectively, during the 6 (six) months preceding the Intimation Date; and

(iii) premium of 42.24% and 42.11% over the closing price of the Equity Shares on the BSE and the NSE respectively, as on the Intimation Date.

(iv) premium of 20.04% and 19.72% over the closing price of the Equity Share on BSE and NSE, as on March 10, 2021, being the date of the Board Meeting.

5. MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback up to 6,326,530 (Six million three hundred and twenty six thousand five hundred and thirty) fully paid up Equity Shares of face value of ₹ 10/- (Rupees Ten only) each, representing 9.85% of the total issued and paid-up equity share capital of the Company as of March 31, 2020.

6. DETAILS OF SHAREHOLDING AND INTENTION OF PROMOTERS AND PROMOTER GROUP TO PARTICIPATE IN THE BUYBACK

6.1. The aggregate shareholding of the Promoters and Promoter Group and persons in control of the Company as on the date of the Board meeting, i.e. March 10, 2021, the date of the Postal Ballot Notice, i.e. March 15, 2021, and the date of this Public Announcement, are as follows:

Sl. No.	Name	No. of Equity Shares	% Shareholding
1	Kailash Sahebrao Katkar	18,794,713	29.27
2	Sanjay Sahebrao Katkar	18,794,713	29.27
3	Anupama Kailash Katkar	4,585,176	7.14
4	Chhaya Sanjay Katkar	4,585,176	7.14
5	Sneha Kailash Katkar	2,567	Negligible
Total		46,762,345	72.83

6.2. No shares or other specified securities in the Company were either purchased or sold by Promoters and Promoter Group and by persons who are in control of the Company during a period of 6 months preceding the date of the Board Meeting and the date of the Postal Ballot Notice.

6.3. Intention of Promoters and Promoter Group to participate in Buyback:

In terms of the Buyback Regulations, under the tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, the Promoters have expressed their intention to participate in the Buyback vide their letters dated March 13, 2021 and may tender up to an aggregate maximum of 4,606,978 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please see below the maximum number of Equity Shares to be tendered by each of the Promoters:

Sl. No.	Name of the Promoters	Maximum Number of Equity Shares intended to be offered
1.	Kailash Sahebrao Katkar	1,851,775
2.	Sanjay Sahebrao Katkar	1,851,775
3.	Anupama Kailash Katkar	451,714
4.	Chhaya Sanjay Katkar	451,714
Total		4,606,978

6.4. Since the entire shareholding of the Promoters is in dematerialized form, the details of the date and price of acquisition/sale of the Equity Shares by the Promoters who intend to participate in the Buyback is set out below:

Kailash Sahebrao Katkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1996	Allotment	100	10	10	1,000
March 31, 1997	Allotment	16,000	10	10	160,000
May 30, 1997	Transfer	(1,000)	10	10	10,000
March 31, 1998	Allotment	8,400	10	10	84,000
February 23, 2004	Allotment	8,012	10	10	80,120
February 25, 2004	Allotment	3,488	10	10	34,880
March 31, 2005	Bonus issue	70,000	10	-	-
March 6, 2006	Bonus issue	315,000	10	-	-
March 13, 2007	Bonus issue	1,260,000	10	-	-
March 31, 2008	Bonus issue	1,260,000	10	-	-
January 29, 2009	Allotment	70,000	10	10	700,000
August 6, 2010	Transposition	(62,600)	10	-	-
September 8, 2010	Transfer	(145,464)	10	768.67	111,813,813
January 17, 2011	Transfer	(10,910)	10	768.67	8,386,190
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus issue	19,557,461	10	-	-
February 16, 2016 ^A	Offer for sale in IPO	(1,840,000)	10	321	590,640,000
June 12, 2019	Buyback	(1,716,671)	10	275	472,084,525
Total		18,794,713			

* 2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been apportioned to the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

^A Date of allotment of shares under IPO

Sanjay Sahebrao Katkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1996	Allotment	100	10	10	1,000
March 31, 1997	Allotment	7,000	10	10	70,000
May 30, 1997	Transfer	1,000	10	-	-
March 31, 1998	Allotment	4,400	10	10	44,000
June 1, 2000	Transfer	4,000	10	10	40,000
July 15, 2003	Transfer	4,000	10	10	40,000
February 23, 2004	Allotment	8,013	10	10	80,130
February 25, 2004	Allotment	6,487	10	10	64,870
March 31, 2005	Bonus issue	70,000	10	-	-
March 6, 2006	Bonus issue	315,000	10	-	-
March 13, 2007	Bonus issue	1,260,000	10	-	-
March 31, 2008	Bonus issue	1,260,000	10	-	-
January 29, 2009	Allotment	70,000	10	10	700,000
August 6, 2010	Transposition	(62,600)	10	-	-
September 8, 2010	Transfer	(145,464)	10	768.67	111,813,813
January 17, 2011	Transfer	(10,910)	10	768.67	8,386,190
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus issue	19,557,461	10	-	-
February 16, 2016 ^A	Offer for sale in IPO	(1,840,000)	10	321	590,640,000
June 12, 2019	Buyback	(1,716,671)	10	275	472,084,525
Total		18,794,713			

* 2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been apportioned to the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

^A Date of allotment of shares under IPO

Anupama Kailash Katkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1997	Allotment	3,000	10	10	30,000
February 23, 2004	Allotment	2,000	10	10	20,000
March 31, 2005	Bonus Issue	10,000	10	-	-
March 6, 2006	Bonus Issue	45,000	10	-	-
March 13, 2007	Bonus Issue	180,000	10	-	-
March 31, 2008	Bonus Issue	180,000	10	-	-
March 25, 2010	Transfer	140,000	10	10	1,400,000
August 6, 2010	Transposition	62,600	10	0	0
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus Issue	4,378,479	10	0	0
June 12, 2019	Buyback	(4,18,800)	10	275	115,170,000
Total		4,585,176	-	-	-

* 2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been apportioned to the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

Chhaya Sanjay Katkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1997	Allotment	3,000	10	10	30,000
February 23, 2004	Allotment	2,000	10	10	20,000
March 31, 2005	Bonus Issue	10,000	10	-	-
March 6, 2006	Bonus Issue	45,000	10	-	-
March 13, 2007	Bonus Issue	180,000	10	-	-
March 31, 2008	Bonus Issue	180,000	10	-	-
March 25, 2010	Transfer	140,000	10	10	1,400,000
August 6, 2010	Transposition	62,600	10	0	0
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus Issue	4,378,479	10	0	0
June 12, 2019	Buyback	(4,18,800)	10	275	115,170,000
Total		4,585,176	-	-	-

* 2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been apportioned to the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

7. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT:

(i) All the Equity Shares for Buyback are fully paid up;

(ii) The Company shall not issue any Equity Shares or other securities (including by way of bonus, or convert any outstanding ESOPs/outstanding instruments into Equity Shares) from the date of resolution passed by the Shareholders approving the proposed Buyback till the date of expiry of the Buyback period;

(iii) The Company shall not raise further capital for a period of one year from the date of expiry of the Buyback period, except in discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;

(iv) The Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or the Public Announcement of the offer to buyback is made;

(v) The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable;

(vi) The Company shall transfer from its free reserves or securities premium account, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the Capital Redemption Reserve account;

(vii) The Company confirms that there are no defaults subsisting in repayment of deposits, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend due to any Shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company;

(viii) The Company further confirms that a period of more than three years has lapsed since any such default which has ceased to subsist;

(ix) The Company shall not buyback its Equity Shares from any person through negotiated deals whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

(x) The Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act;

(xi) The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up Equity Share capital and free reserves after the Buyback;

(xii) The Company shall not make any offer of buyback within a period of one year reckoned from the date of expiry of the Buyback Period;

(xiii) The Company has not undertaken a buyback of any of its securities during the period of one year immediately preceding the date of the Board Meeting;

(xiv) That funds borrowed from banks and financial institutions, if any, will not be used for the Buyback;

(xv) The Company shall comply with the statutory and regulatory timelines in respect of the buyback in such manner as prescribed under the Companies Act and/or the Buyback Regulations and any other applicable laws;

(xvi) There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, as on date;

(xvii) The buyback shall be completed within a period of one year from the date of passing of this special resolution approving the buyback through postal ballot;

(xviii) The Company shall pay the consideration only by way of cash; and

(xix) The Company shall not buyback its shares or other specified securities so as to delist its shares or other specified securities from the stock exchange as per Regulation 4(v) of Buyback Regulation.

8. CONFIRMATIONS FROM THE BOARD OF DIRECTORS OF THE COMPANY

The Board of Directors of the Company has confirmed that it has made a full enquiry into the affairs and prospects of the Company and, after taking into account the financial position of the Company including the projections and also considering all contingent liabilities, has formed the opinion that:

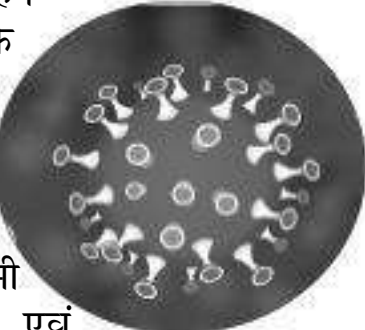
(i) That immediately following the date of the Board Meeting and the date on which the results of the postal ballot including e-voting for the proposed Buyback were announced, there will be no grounds on which the Company could be found unable to pay its debts;

तेलंगाना में एक दिन में सर्वाधिक 6,542 मामले

हैदराबाद/पोर्ट ब्लेयर/ऐजल, 21 अप्रैल (भाषा)।

तेलंगाना में बीते 24 घंटे में कोविड-19 के 6,542 नए मामले आए जो एक दिन में आए मामलों के लिहाज से सर्वाधिक है। इसके साथ ही प्रदेश में अब तक 3.67 लाख लोगों के संक्रमित होने की पुष्टि हो चुकी है। वहीं 20 और मरीजों की मृत्यु से तेलंगाना में महामारी से जान गंवाने वालों की संख्या बढ़ कर 1876 हो गई है।

कोविड-19 के बढ़ते प्रकोप के मद्देनजर केंद्र शासित प्रदेश अंडमान निकोबार ने 22 अप्रैल से सभी पर्यटकों स्थलों एवं सिनेमाघर को अगले एक महीने के लिए बंद करने का फैसला किया है। वहीं रात के



अंडमान में पर्यटक स्थल बंद

कोविड-19 के बढ़ते प्रकोप के मद्देनजर केंद्र शासित प्रदेश अंडमान निकोबार ने 22 अप्रैल से सभी पर्यटकों स्थलों एवं सिनेमाघर को अगले एक महीने के लिए बंद करने का फैसला किया है। वहीं रात के कपर्धू की अवधि में तत्काल प्रभाव से एक घंटे की वृद्धि की गई है।

कपर्धू की अवधि में तत्काल प्रभाव से एक घंटे की वृद्धि की गई है।

पूर्वोत्तर के मेघालय में संक्रमण का प्रसार जारी है और गत 24 घंटे में 90 मामलों के आने के साथ राज्य में अब तक संक्रमित हुए लोगों की संख्या पांच हजार के पार हो गई है।

तेलंगाना सरकार की ओर से जारी बुलेटिन के मुताबिक 20 अप्रैल को रात आठ बजे समाप्त हुए 24 घंटे में सबसे

अधिक 898 नए मामले ग्रेटर हैदराबाद नगर निगम (जीएचएमसी) इलाके में आए हैं। इसके साथ ही मेडचल-मल्काजगिरि में 570, रंगारेड्डी में 532 लोगों के संक्रमित होने की पुष्टि हुई है। तेलंगाना में अब तक तक सामने आए कुल कुल मामलों की संख्या 3,67,901 है जिनमें से 3,19,537 ठीक हो चुके हैं।

राज्य में 46,488 मरीज उपचाराधीन हैं जबकि मंगलवार को 1.30 लाख नमूनों की जांच की गई। एक अलग विज्ञप्ति में बताया गया कि तेलंगाना में 28.68 लाख लोगों को कोविड-19 टीके की पहली खुराक और करीब चार लाख लोगों को दूसरी खुराक 20 अप्रैल तक दी जा चुकी थी। वहीं, अंडमान निकोबार प्रशासन की ओर से जारी अधिसूचना में कहा कि मुख्य भूमि से आने वाले पर्यटकों के संक्रमित होने की वजह से पाबंदी लगाना जरूरी हो गया है जबकि कुछ

के खिलाफ रिपोर्ट में छेड़छाड़ करने के आरोप में प्राथमिकी दर्ज की गई है।

अधिसूचना के मुताबिक पोर्ट ब्लेयर में तैनात ग्रेटर अंडमान जनजाति के कर्मचारियों को विशेष छुट्टी दी गई है ताकि वे अपने घरों को लौट सकें। वहीं अब केंद्र शासित प्रदेश में रात दस बजे सुबह पांच बजे के बजाय रात नौ बजे से सुबह पांच बजे कर्फ्यू लागेगा।

मिजोरम के स्वास्थ्य अधिकारी ने बुधवार को बताया कि सीआरपीएफ के नौ जवानों सहित 90 लोगों के संक्रमित होने की पुष्टि हुई है जिन्हें मिलाकर राज्य में अब तक संक्रमित हुए लोगों की संख्या 5,085 हो गई है। उन्होंने बताया कि इस समय राज्य में 504 मरीज उपचाराधीन हैं जबकि 4,569 मरीज ठीक हो चुके हैं। अबतक राज्य में 12 मरीजों की मौत संक्रमण की वजह से हुई है।

बांग्ला कवि शंख घोष का कोरोना संक्रमण से निधन

कोलकाता, 21 अप्रैल (भाषा)।

कोविड-19 से संक्रमित पाए जाने के बाद घर पर एकांत-वास में रह रहे जाने माने बांग्ला कवि शंख घोष का बुधवार की सुबह निधन हो गया। उनके परिवार ने इस बारे में बताया। घोष 14 अप्रैल को कोविड-19 से संक्रमित पाए गए थे।

स्वास्थ्य विभाग के सूत्रों ने बताया कि 89 वर्षीय घोष डॉक्टरों की सलाह पर घर पर एकांत-वास में रह रहे थे।

घोष कई रोगों से पीड़ित थे। कुछ महीने पहले ही स्वास्थ्य बिगड़ने के कारण उन्हें अस्पताल में भर्ती कराया गया था। घोष को रवींद्र नाथ टैगोर की साहित्यिक विरासत को आगे बढ़ाने वाला रचनाकार माना जाता है। वह ‘आदिम लता – गुलमोमय’ और ‘मूर्ख बारो समझिक नै’ जैसी रचनाओं के लिए

जाने जाते हैं।

विभिन्न सामाजिक और राजनीतिक मुद्दों पर मुखरता से अपनी बात रखने वाले घोष को 2011 में पद्मभूषण से सम्मानित किया गया और 2016 में प्रतिष्ठित ज्ञानपीठ पुरस्कार से भी सम्मानित गया। पुस्तक ‘बाबरेर प्रार्थना’ के लिए उन्हें साहित्य अकादमी पुरस्कार मिला। नकी रचनाओं का अंग्रेजी और हिंदी समेत अन्य भाषाओं में अनुवाद हुआ है।

घोष के परिवार में उनकी बेटियां सेमांति और श्रावति तथा पत्नी प्रतिमा हैं।

साहित्यकार सुबोध सरकार ने कहा कि कोविड-19 ने ऐसे वक्त में घोष को छीन लिया जब उनकी सबसे अधिक जरूरत थी क्योंकि ‘राज्य फासीवाद के खतरे का सामना कर रहा है’ सरकार ने कहा, ‘घोष मृदुभाषी थे लेकिन उनकी कलम की धार तेज थी। उन्होंने हमेशा असहिष्णुता के खिलाफ आवाज उठाई।

For **MSKA & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W
Sd/-
Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 21111700AAAABG1098
Place: Pune
Date: March 10, 2021
Encl: Statement of permissible capital payment

Statement of permissible capital payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68(2) of the Act.

(Amount in ₹ Million)

Particulars	As at March 31, 2020	
	Standalone	Consolidated
Equity Share Capital	642.03	642.03
Total (A)	642.03	642.03
Retained Earnings	4,747.59	4,707.81
Securities Premium Account	593.84	593.84
General reserves	450.26	450.26
Total Free Reserves (B)	5,791.69	5,751.91
Grand Total (A+B)	6,433.72	6,393.94
Maximum amount of capital payment permissible for the buy back-back of equity shares in accordance with Section 68(2) of the Act (25% of paid up equity capital and free reserves)	1,608.43	1,598.48

Notes:

- Calculation in respect of Permissible Capital payment for buy back is based on the audited standalone and consolidated financial statement for the year ended March 31, 2020.
- Amalgamation reserve, capital redemption reserve, employee stock option reserve, reserve on fair value through other comprehensive income and foreign currency translation reserve has not been considered for the purpose of above computation.

For and on behalf of **Quick Heal Technologies Limited**

Sd/-
Kailash Katkar
Managing Director & Chief Executive Officer
DIN Number: 00397191
Place: Pune
Date: March 10, 2021

Sd/-
Nitin Kulkarni
Chief Financial Officer
Place: Pune
Date: March 10, 2021

Unquote

10 RECORD DATE AND SHAREHOLDER ENTITLEMENT

- As required under the Buyback Regulations, the Company has fixed Monday, May 03, 2021 (“**Record Date**”), as the Record Date for the purpose of determining the entitlement and the names of the Shareholders, who will be eligible to participate in the Buyback. Eligible Shareholders holding Equity Shares, as on the Record Date will receive a letter of offer in relation to the Buyback (“**Letter of Offer**”) along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback.
- The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (a) reserved category for small shareholders; and (b) general category for all other Eligible Shareholders.
- As defined in Regulation 2(1)(n) of the Buyback Regulations, a “Small Shareholder” is a shareholder of the Company who holds Equity Shares whose market value, on the basis of the closing price of the Equity Shares on the Stock Exchanges having the highest trading volume as on the Record Date, is not more than ₹ 200,000/- (Rupees Two hundred thousand only).
- In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of Equity Shares which the Company proposes to buyback or number of Equity Shares entitled as per the shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.
- Based on the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. In order to ensure that the same shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Company proposes to club together the equity shares held by such shareholders with a common PAN for determining the category (Small Shareholder or General) and entitlement under Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of PANs of the joint shareholders is identical. The shareholding of institutional investors like mutual funds, pension funds/trusts, insurance companies etc. with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of “clearing members” or “corporate body margin account” or “corporate body - broker” as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- Shareholders’ participation in Buyback will be voluntary. Eligible Shareholders holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholders holding equity shares of the Company also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any.
- The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the shareholder as on the Record Date. In case the Eligible Shareholder holds equity shares through multiple demat accounts, the tender through a demat account cannot exceed the number of equity shares held in that demat account.
- The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. The settlement under the Buyback will be done using the “Mechanism for acquisition of shares through Stock Exchange” notified by SEBI Circulars.
- Participation in the Buyback by shareholders may trigger capital gains taxation in India and in their country of residence. The Buyback transaction would also be chargeable to securities transaction tax in India. The shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer to be sent to the Eligible Shareholder(s).

11 PROCESS AND METHODOLOGY FOR BUYBACK

- The Buyback is open to all Eligible Shareholders holding Equity Shares either in physical and/or in dematerialized form on the Record Date.
- The Buyback shall be implemented using the “Mechanism for acquisition of shares through Stock Exchange” as specified by SEBI in the circular bearing number CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 (“**SEBI Circulars**”), including any further amendments thereof (“**Stock Exchange Mechanism**”) and following the procedure prescribed in the Companies Act and the Buyback Regulations and as may be determined by the Board (including the Buyback Committee constituted by the Board authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.
- For implementation of the Buyback, the Company has appointed Ambit Capital Private Limited as the registered broker to the Company (“**Company’s Broker**”) to facilitate the process of tendering of Equity Shares through the Stock Exchange Mechanism for the Buyback. In the tendering process, the Company’s Broker may also process the orders received from the Eligible Shareholders. The contact details of the Company’s Broker are as follows:

AMBIT
Acumen at work
Ambit Capital Private Limited
Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013
Tel: + 91 (22) 6623 3000; **Fax:** + 91 (22) 6623 3100;
Contact Person: Mr. Sameer Parkar
E-mail ID: Sameer.Parkar@ambit.co
Website: www.ambit.co
SEBI Registration Number: INZ000259334
CIN: U74140MH1997PTC107598

- The Company will request BSE to provide the separate acquisition window (“**Acquisition Window**”) to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. BSE will be the designated stock exchange for the purpose of this Buyback (“**Designated Stock Exchange**”). The details of the Acquisition Window will be specified by the Designated Stock Exchange from time to time.
- During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers (“**Seller Member(s)**”) during normal trading hours of the secondary market. The Seller Member can enter orders for Equity Shares held in dematerialized form and physical form.
- In the event the Seller Member(s) of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code (“**UCC**”) facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach Company’s Broker i.e., Ambit Capital Private Limited to place their bids, subject to completion of KYC requirements as required by the Company’s broker.
- Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as “one bid” for the purposes of acceptance.
- The cumulative quantity tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.
- Further, the Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer/ sale and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.

11.10 PROCEDURE TO BE FOLLOWED BY ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN DEMATERIALIZED FORM:

- Eligible Shareholders who desire to tender their Equity Shares in electronic form under Buyback would have to do so through their respective Seller Member(s) by indicating to their broker the details of Equity Shares they intend to tender under the Buyback.
- The Seller Member(s) would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of the Designated Stock Exchange. Before placing the bid, the Eligible Shareholder would be required to transfer the tendered Equity Shares to the special account of Indian Clearing Corporation Limited and/ or the National Securities Clearing Corporation (“**Clearing Corporation**”), by using the early pay in mechanism as prescribed by BSE or the Clearing Corporation prior to placing the bid by the Seller Member(s).
- The details of the special account of Clearing Corporation shall be informed in the offer opening circular that will be issued by the Designated Stock Exchange or the Clearing Corporation.
- For custodian participant orders for Equity Shares held in dematerialized form, early pay-in is mandatory prior to confirmation of the order/bid by the custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, any order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip (“**TRS**”) generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered etc.
- The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt / provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.
- The reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Seller Member.
- In case of non-receipt of the completed tender form and other documents, but receipt of Equity Shares in the accounts of the Clearing Corporation and a valid bid in the exchange bidding system, the bid by such Equity Shareholder shall be deemed to have been accepted.

11.11 PROCEDURE TO BE FOLLOWED BY ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM:

- In accordance with SEBI’s circular dated July 31, 2020 (Circular no. SEBI/HO/CFD/CMD1/ CIR/P/2020/144), shareholders holding Equity Shares in physical form are allowed to tender such shares in a buyback undertaken through the tender offer route. However, such tendering shall be as per the provisions of the Buyback Regulations.
- Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (i) the Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self-attested copy of PAN Card(s) of all Eligible Shareholders, (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar card, voter identity card or passport.
- Based on these documents, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback, using the acquisition window of the Designated Stock Exchange. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.
- Any Seller Member /Eligible Shareholder who places a bid for physical Equity hares, is required to deliver the original share certificate(s) & documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e. Link Intime India Private Limited (at the address mentioned at paragraph 14 below) not later than 2 (two) days from the offer closing date. The envelope should be super scribed as “Quick Heal Technologies Limited Buyback 2021”. One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member.
- The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange shall display such bids as ‘unconfirmed physical bids’. Once Registrar to the Buyback confirms the bids, they will be treated as ‘confirmed bids’.
- In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

- 11.11.7 An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of his PAN card and of the person from whom he has purchased shares and other relevant documents as required for transfer, if any.

12 METHOD OF SETTLEMENT

- 12.1 Upon finalization of the basis of acceptance as per the Buyback Regulations:

- 12.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.
- 12.1.2 The Company will pay the consideration to the Company’s Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation’s bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholders’ bank account details are not available or if the funds transfer instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned Seller Member’s settlement bank account for onward transfer to such Eligible Shareholders.
- 12.1.3 The Equity Shares bought back in dematerialized form would be transferred directly to the demat escrow account of the Company opened for the Buyback (“**Company Demat Escrow Account**”) provided it is indicated by the Company’s Broker or it will be transferred by the Company’s Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Designated Stock Exchange.
- 12.1.4 Excess or unaccepted Equity Shares which are in dematerialized form, if any, tendered by the Eligible Shareholders would be returned to them by the Clearing Corporation in the pay-out. The Eligible Shareholders tendering Equity Shares in dematerialized form will have to ensure that they keep the depository participant (“**DP**”) account active and unlocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback.
- 12.1.5 Excess or unaccepted Equity Shares which are in physical form, if any, tendered by the Eligible Shareholders would be returned back to the concerned Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares in physical form, in case the Equity Shares accepted by the Company are less than the Equity Shares that are tendered.
- 12.1.6 The settlements of fund obligation for Equity Shares in dematerialized and physical form shall be affected as per the SEBI Circulars and as prescribed by the Designated Stock Exchange and Clearing Corporation from time to time. For Equity Shares in dematerialized form accepted under the Buyback, such beneficial owners will receive funds payout in their bank account as provided by the depository system directly to the Clearing Corporation. For Equity Shares in physical form, the Clearing Corporation will release the funds to the Seller(s) as per secondary market payout mechanism. If such shareholder’s bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India (“**RBI**”) bank(s), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Seller Member for onward transfer to such shareholders.
- 12.1.7 In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds payout including those prescribed by the RBI) who do not opt to settle through custodians, the funds payout would be given to their respective Stock Broker’s settlement accounts for releasing the same to such shareholder’s account.
- 12.1.8 The Seller Member(s) would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients. The Company’s Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- 12.1.9 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the Seller Member(s) upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders.

- 12.2 The Equity Shares lying to the credit of the Company Demat Escrow Account will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13 COMPLIANCE OFFICER

The Company has designated the following as the Compliance Officer for the Buyback:

Name : Mr. Vinav Agarwal
Designation : Compliance Officer
Address : Marvel Edge 7010 C & D, Opposite Neco Garden Society, Viman Nagar, Pune 411 014
Phone : +91 (20) 66813232
Email : cs@quickheal.co.in
Website : www.quickheal.co.in

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 am to 5:00 pm on all working days except public holidays, at the above-mentioned address.

14 INVESTOR SERVICE CENTER AND REGISTRAR TO THE BUYBACK

The Company has appointed the following as the Registrar to the Buyback:

LINKIntime

Link Intime India Private Limited
Address: C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400083
Contact Person: Mr. Sumet Deshpande
Tel: +91 (22) 49186200
Fax: +91 (22) 49186195
E-mail: quickheal.buyback@linkintime.co.in
Website: www.linkintime.co.in
CIN: U67190MH1999PTC118368
SEBI Registration Number: INR000004058
In case of any query, the Shareholders may also contact the Registrar to the Buyback, from Monday to Friday between 10:00 am to 5:00 pm on all working days except public holidays at the above-mentioned address.

15 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

AMBIT
Acumen at work
AMBIT PRIVATE LIMITED
Address : Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013
Tel : + 91 (22) 6623 3000
Fax : + 91 (22) 6623 3100
Contact Person : Mr. Praveen Sangal / Mr. Miraj Sampat
Email : Quickheal.buyback@ambit.co
Website : www.ambit.co
CIN : U65923MH1997PTC109992
SEBI Registration No.: INM000010585

16 DIRECTORS’ RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts full and final responsibility for all the information contained in this Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of

Quick Heal Technologies Limited

Sd/- Kailash Katkar Managing Director & CEO DIN: 00397191	Sd/- Sanjay Katkar Joint Managing Director & CTO DIN: 00397277	Sd/- Vinav Agarwal Compliance Officer Membership No. A40751
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Date: April 20, 2021

Place: Pune

Quick Heal Technologies Limited

CIN: L72200MH1998PLC091408

Registered Office: Marvel Edge, Office No. 7010 C & D, 7th Floor, Viman Nagar, Pune - 411 014, India

Phone: +91 (20) 6881 3232, E-mail: cs@quickheal.com, Website: www.quickheal.co.in

Contact Person: Mr. Vinay Agrawal, Compliance Officer

PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF THE SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF QUICK HEAL TECHNOLOGIES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This Public Announcement ("Public Announcement") is being made pursuant to the provisions of Regulation 7(a) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ("Buyback Regulations") and contains the disclosures as specified in Schedule III to the Buyback Regulations and Schedule I of the Buyback Regulations.

OFFER FOR BUYBACK OF UP TO ₹ 3,26,530 (SIX MILLION THREE HUNDRED AND TWENTY SIX THOUSAND FIVE HUNDRED AND THIRTY FIFTY PAID-UP) EQUITY SHARES OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH ("EQUITY SHARES") AT A PRICE OF ₹ 245/- (RUPEES TWO HUNDRED AND FORTY FIVE ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE (THROUGH STOCK EXCHANGE MECHANISM).

1. THE BUYBACK OFFER

1.1. The Board of Directors (hereinafter referred to as the "Board", which expression includes any committee constituted by the Board to exercise its powers, including the powers conferred by this resolution) of the Quick Heal Technologies Limited ("Company"), at its meeting held on March 10, 2021 ("Board Meeting"), has, subject to the approval of the shareholders of the Company by way of a special resolution through postal ballot (including e-voting) and subject to such approvals of regulatory and statutory authorities as may be required, under applicable law, approved the proposal for the buyback of up to 3,26,530 (six million three hundred and twenty six thousand five hundred and thirty five) Equity Shares at a price of ₹245/- (Rupees two hundred and forty five only) ("Buyback Price") payable in cash for an amount aggregating up to ₹ 1,550 Million (Rupees one thousand five hundred and fifty million only) ("Maximum Buyback Size") (being less than 25% of the total paid up equity capital and free reserves of the Company as per the latest standalone and consolidated audited financial statements of the Company as on March 31, 2020), from the shareholders of the Company ("Shareholders") on a proportionate basis through the tender offer process, in accordance with Section 6 of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended ("Share Capital Rules"), and in compliance with the Buyback Regulations ("Buyback Offer"). The Maximum Buyback Size does not include any expenses incurred or to be incurred for the Buyback Offer, including but not limited to, legal fees, professional fees and public announcement publication expenses, printing and dispatch expenses, transaction costs etc., brokerage, applicable taxes such as buyback tax, securities transaction tax, goods and service tax, stamp duty, etc. and other incidental and related expenses ("Transaction Costs"). The Buyback is subject to such approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by SEBI, the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") (collectively, "Stock Exchanges") and other authorities, institutions or bodies ("Appropriate Authorities") while granting such approvals, permissions and sanctions, which may be agreed by the Board and on the terms and conditions set out in the explanatory statement contained in the notice of postal ballot dated March 15, 2021 ("Postal Ballot Notice").

1.2. Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, the Board of Directors of the Company has to seek the approval of the Shareholders of the Company by way of a special resolution. The shareholders of the Company approved the Buyback, by way of a special resolution, through postal ballot (including e-voting) for the Buyback Offer, the results of which were announced on April 19, 2021.

1.3. The Buyback is proposed to be undertaken through the "tender offer" route as prescribed under the Buyback Regulations and the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/COL/CELL/2015 dated April 13, 2015 read with the circulars issued in relation thereto, including the circular C/OCD/CFD/COL/2016 dated 09, 2016, including any amendment thereto ("SEBI Circulars"). The Buyback will be undertaken on a proportionate basis from the Shareholders of the Company (defined below) ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv) (a) of the Buyback Regulations. Please refer to Paragraph 10 below for further details regarding the Record Date and Shareholders' entitlement to tender the Equity Shares in the Buyback.

1.4. The Buyback from the Eligible Shareholders who are residents outside India including Foreign Corporate Bodies (including overseas Overseas Corporate Bodies), Foreign Portfolio Investors, Non-Resident Indians, shareholders of foreign nationalities, shall be subject to such approval, if any, and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident Shareholders.

1.5. In terms of the Buyback Regulations, under tender offer, the promoters and the promoter group of the Company ("Promoter and Promoter Group"), has the option to participate in the Buyback. In this regard, the Promoters have expressed their intention to participate in the Buyback, vide their letter dated March 13, 2021, and may tender up to an aggregate maximum of 4,606,978 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. The maximum number of Equity Shares to be tendered by each of the Promoters have been detailed in Paragraph 6.2 of the Public Announcement.

1.6. The aggregate paid-up share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2020 was ₹ 6,43,72.72 million and ₹ 6,39,34.91 million, respectively. Under the provisions of the Companies Act, the funds deposited for the Buyback cannot exceed 25% of the aggregate of the fully paid-up share capital and free reserves of the Company i.e., ₹ 1,60,84.68 million and ₹ 1,58,68.48 million, respectively. The maximum amount proposed to be utilized for the Buyback ₹ 1,550 million (Rupees one thousand five hundred and fifty million only), is therefore within limit of 25% of the Company's fully paid-up share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2020. Further, under the Companies Act, the number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the total paid-up equity capital of the Company in that financial year. The Company proposes to buyback up to 3,26,530 Equity Shares, representing 9.85% of the total issued and paid-up equity share capital of the Company as on March 31, 2020. Therefore, the number of Equity Shares proposed to be purchased under the Buyback does not exceed 25% of the total paid-up equity capital of the Company as of March 31, 2020.

1.7. The Buyback will not result in any benefit to Promoters and Promoter Group or any Directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to the respective participation in the Buyback. In their capacity as equity shareholders of the Company, the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will result in reduction in the equity share capital of the Company post buyback.

1.8. A copy of this Public Announcement is available on the website of the Company at www.quickheal.co.in and is expected to be available on the website of SEBI (i.e., www.sebi.gov.in) during the period of the Buyback and on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com respectively.

1.9. Participation in the Buyback by shareholders may trigger capital gains tax in India and in their country of residence. The transaction Buyback would also be chargeable to securities transaction tax in India. The Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

2. NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the operational and strategic cash requirements of the Company in the medium term and for returning surplus funds to the Shareholders in an effective and efficient manner. The Buyback is being undertaken for the following reasons:

(i) The Buyback will help the Company to distribute surplus cash to the Shareholders holding Equity Shares thereby enhancing the overall return for them;

(ii) The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a redemption of up to 15% of the Equity Shares, which the Company proposes to buyback, for small shareholders or the actual number of Equity Shares owned by the shareholders of the Company (small shareholders) on the Record Date, whichever is higher. The Company believes that this redemption for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as "Small Shareholders";

(iii) The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base of the Company, thereby leading to long term increase in shareholder value; and

(iv) The Buyback gives an option to the Eligible Shareholders to either (A) participate in the Buyback and receive cash in lieu of their Equity Shares which are acquired under the Buyback, or (B) not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.

3. MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES, AND SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED

3.1. The maximum amount required for Buyback will not exceed ₹ 1,550 million (Rupees one thousand five hundred and fifty million only) (excluding Transaction Costs).

3.2. The maximum amount mentioned above is 24.05% and 24.24% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2020 (being the latest audited financial statements available as on the date of the Board Meeting), respectively, which is within the prescribed limit of 25%.

3.3. The funds for the implementation of the proposed Buyback will be sourced out of free reserves and securities premium of the Company and any other sources as may be permitted by the Buyback Regulations or the Companies Act. Borrowed funds from banks and financial institutions, if any, will not be used for the Buyback.

3.4. The Company shall transfer from its free reserves or securities premium account, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the Capital Redemption Reserve account and details of such transfer shall be disclosed in its subsequent audited financial statement.

4. MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF FIXING AT THE BUYBACK PRICE

4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹ 245/- (Rupees two hundred and forty five only) per Equity Share.

4.2. The volume weighted average price and closing price of the Equity Shares on the Stock Exchanges where the Equity Shares of the Company are listed:

4.3. The Buyback Price represents:

- premium of 46.37% and 46.88% to the volume weighted average market price of the Equity Shares on the BSE and the NSE, respectively, during the 3 (three) months period preceding March 04, 2021, being the date of initiation of the Stock Exchanges regarding the Buyback ("Bidding Date Data");
- premium of 51.10% and 50.67% to the volume weighted average market price of the Equity Shares on the BSE and the NSE, respectively, during the 6 (six) months period preceding the Initiation Date; and
- premium of 42.24% and 42.11% over the closing price of the Equity Shares on the BSE and the NSE, respectively, as on the Initiation Date.

(iv) premium of 20.40% and 19.72% over the closing price of the Equity Share on BSE and NSE, as on March 10, 2021, being the date of the Board Meeting.

4.4. The closing market price of the Equity Shares as on the Initiation Date was ₹ 172.25 and ₹ 172.40 and as on the date of the Board Meeting was ₹ 204.10 and ₹ 204.65 on BSE and NSE, respectively.

5. MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback up to 3,26,530 (Six million three hundred and twenty six thousand five hundred and thirty five) Equity Shares of face value of ₹ 10/- (Rupees ten only) each, representing 9.85% of the total issued and paid-up equity share capital of the Company as of March 31, 2020.

6. DETAILS OF SHAREHOLDING AND INTENTION OF PROMOTERS AND PROMOTER GROUP TO PARTICIPATE IN THE BUYBACK

6.1. The equity shareholding of the Promoters and Promoter Group and persons in control of the Company as on the date of the Board Meeting, i.e. March 10, 2021, the date of the Postal Ballot Notice, i.e. March 15, 2021, and the date of this Public Announcement, are as follows:

Sl. No.	Name	No. of Equity Shares	% Shareholding
1.	Kalash Sahasrabhar Kakkar	18,794,713	29.27
2.	Sanjay Sahasrabhar Kakkar	18,794,713	29.27
3.	Anupama Kalash Kakkar	4,585,176	7.14
4.	Chhaya Sanjay Kakkar	4,585,176	7.14
5.	Sheela Kalash Kakkar	2,567	Negligible
Total		46,972,345	72.83

6.2. No shares of other special securities in the Company were either purchased or sold by Promoters and Promoter Group and by persons who are in control of the Company during a period of 6 months preceding the date of the Board Meeting and the date of the Postal Ballot Notice.

6.3. Intention of Promoters and Promoter Group to participate in Buyback:

In terms of the Buyback Regulations, under the tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, the Promoters have expressed their intention to participate in the Buyback vide their letters dated March 13, 2021 and may tender up to an aggregate maximum of 4,606,978 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please see below the maximum number of Equity Shares to be tendered by each of the Promoters:

Sl. No.	Name of the Promoters	Maximum Number of Equity Shares Intended to be offered
1.	Kalash Sahasrabhar Kakkar	1,851,775
2.	Sanjay Sahasrabhar Kakkar	1,851,775
3.	Anupama Kalash Kakkar	457,174
4.	Chhaya Sanjay Kakkar	457,174
Total		4,606,978

6.4. Since the entire shareholding of the Promoters is in dematerialized form, the details of the date and price of acquisition of the Equity Shares by the Promoters who intend to participate in the Buyback is set out below:

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1996	Allotment	100	10	10	1,000
March 31, 1997	Allotment	16,000	10	10	160,000
May 30, 1997	Transfer	(1,000)	10	10	10,000
March 31, 1998	Allotment	8,400	10	10	84,000
February 23, 2004	Allotment	8,012	10	10	80,120
February 25, 2004	Allotment	3,488	10	10	34,880
March 31, 2005	Bonus Issue	10,000	10	-	-
March 6, 2006	Bonus Issue	315,000	10	-	-
March 13, 2007	Bonus Issue	1,260,000	10	-	-
March 31, 2008	Bonus Issue	1,260,000	10	-	-
March 29, 2009	Allotment	70,000	10	10	700,000
August 6, 2010	Transfer	(62,600)	10	0	0
September 8, 2010	Transfer	(145,464)	10	768.67	111,813,813
January 17, 2011	Transfer	(10,910)	10	768.67	8,386,190
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus Issue	16,587,461	10	-	-
February 16, 2016*	Offer for sale in IPO	(1,840,000)	10	321	590,640,000
June 12, 2019	Buyback	(1,716,671)	10	275	472,084,525
Total		18,794,713			

*2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been ascertained to be the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

* Date of allotment of shares under IPO

Sanjay Sahasrabhar Kakkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1996	Allotment	100	10	10	1,000
March 31, 1997	Allotment	7,000	10	10	70,000
May 30, 1997	Transfer	1,000	10	-	-
March 31, 1998	Allotment	4,400	10	10	44,000
February 23, 2004	Allotment	4,000	10	10	40,000
July 15, 2005	Transfer	4,000	10	10	40,000
February 23, 2004	Allotment	8,013	10	10	80,130
February 25, 2004	Allotment	6,487	10	10	64,870
March 31, 2005	Bonus Issue	70,000	10	-	-
March 6, 2006	Bonus Issue	315,000	10	-	-
March 13, 2007	Bonus Issue	1,260,000	10	-	-
March 31, 2008	Bonus Issue	1,260,000	10	-	-
March 29, 2009	Allotment	70,000	10	10	700,000
August 6, 2010	Transfer	(62,600)	10	0	0
September 8, 2010	Transfer	(145,464)	10	768.67	111,813,813
January 17, 2011	Transfer	(10,910)	10	768.67	8,386,190
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus Issue	16,587,461	10	-	-
February 16, 2016*	Offer for sale in IPO	(1,840,000)	10	321	590,640,000
June 12, 2019	Buyback	(1,716,671)	10	275	472,084,525
Total		18,794,713			

*2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been ascertained to be the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

* Date of allotment of shares under IPO

Anupama Kalash Kakkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1997	Allotment	3,000	10	10	30,000
February 23, 2004	Allotment	2,000	10	10	20,000
March 31, 2005	Bonus Issue	10,000	10	-	-
March 6, 2006	Bonus Issue	45,000	10	-	-
March 13, 2007	Bonus Issue	180,000	10	-	-
March 31, 2008	Bonus Issue	180,000	10	-	-
March 25, 2010	Transfer	140,000	10	10	1,400,000
August 6, 2010	Transfer	62,600	10	0	0
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus Issue	4,378,479	10	-	-
June 12, 2019	Buyback	(4,18,800)	10	275	115,70,000
Total		4,585,176	-	-	-

*2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been ascertained to be the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

Chhaya Sanjay Kakkar

Date of Transaction	Nature of Transaction	No. of Equity Shares	Face Value (₹)	Issue/ Acquisition/ Sale Price per Equity Share (₹)	Consideration
March 31, 1997	Allotment	3,000	10	10	30,000
February 23, 2004	Allotment	2,000	10	10	20,000
March 31, 2005	Bonus Issue	10,000	10	-	-
March 6, 2006	Bonus Issue	45,000	10	-	-
March 13, 2007	Bonus Issue	180,000	10	-	-
March 31, 2008	Bonus Issue	180,000	10	-	-
March 25, 2010	Transfer	140,000	10	10	1,400,000
August 6, 2010	Transfer	62,600	10	0	0
May 25, 2011	Allotment	2,897	10	0.5178*	1,500*
February 26, 2014	Bonus Issue	4,378,479	10	-	-
June 12, 2019	Buyback	(4,18,800)	10	275	115,70,000
Total		4,585,176	-	-	-

*2,897 Shares were issued as per Scheme of merger of Cat Labs Private Limited (Transferor) and Quick Heal Technologies Private Limited (Transferee) in 2011. Therefore cost of acquisition of shares in the Transferor Company has been ascertained to be the shares of Transferee Company as 150 Shares of Cat Labs Private Limited of ₹ 10 each aggregating to ₹ 1,500.

7. CONTRIBUTIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT.

(i) All the Equity Shares for Buyback are fully paid up;

(ii) The Company shall not issue any Equity Shares or other securities (including by way of bonus, or convert any outstanding SCSP into additional fully paid up Equity Shares) from the date of resolution passed by the Shareholders approving the proposed Buyback till the date of expiry of the Buyback period.

(iii) The Company shall not raise further capital for a period of one year from the date of expiry of the Buyback period, except in discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;

(iv) The Company shall not withdraw the Buyback Offer until the date of offer is filed with SEBI or the Public Announcement of the offer to buyback is made;

(v) The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable;

(vi) The Company shall transfer from its free reserves or securities premium account, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the Capital Redemption Reserve account;

(vii) The Company confirms that there are no defaults subsisting in repayment of deposits, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend due to any Shareholder; or repayment of any term loans or interest payable thereon to any financial institution or banking company;

(viii) The Company further confirms that a period of more than three years has lapsed since any such default which has ceased to subsist;

(ix) The Company shall not buyback its Equity Shares from any person through negotiated deals whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

(x) The Company has been in compliance with Sections 92, 123, 127 and 128 of the Companies Act;

(xi) The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up Equity Share capital and free reserves after the Buyback;

(xii) The Company shall not make any offer of buyback within a period of one year reckoned from the date of expiry of the Buyback Period;

(xiii) The Company has not undertaken a buyback of any of its securities during the period of one year immediately preceding the date of the Board Meeting;

(xiv) That funds borrowed from banks and financial institutions, if any, will not be used for the Buyback;

(xv) The Company shall comply with the statutory and regulatory limitations in respect of the buyback in such manner as prescribed under the Companies Act and/or the Buyback Regulations and any other applicable laws;

(xvi) There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, as on date;

(xvii) The Buyback shall be completed within a period of one year from the date of passing of this special resolution approving the buyback through postal ballot;

(xviii) The Company shall pay the consideration only by way of cash; and

(xix) The Company shall not buyback its shares or other specified securities as to delist its shares or other specified securities from the stock exchange as per Regulation 4(v) of Buyback Regulation.

8. CONFIRMATIONS FROM THE BOARD OF DIRECTORS OF THE COMPANY

The Board of Directors of the Company has confirmed that it has made a full inquiry into the affairs and prospects of the Company and, after taking into account the financial position of the Company including the projections and also considering all contingent liabilities, has formed the opinion that:

(i) That immediately following the date of the Board Meeting and the date on which the results of the postal ballot (including e-voting for the proposed Buyback) were announced, there will be no grounds on which the Company could be found liable to pay its debts;

भाजपा नेता पवन बेनीवाल ने पार्टी छोड़ी

सिरसा, 21 अप्रैल (वाता)

हरियाणा बीज विकास निगम के पूर्व चेयरमैन एवं भारतीय जनता पार्टी (भाजपा) नेता पवन बेनीवाल ने अपने समर्थकों के साथ किसान आंदोलन के समर्थन में बुधवार पार्टी को छोड़ने का फैसला किया।

बेनीवाल ने सिरसा के शहीद भगत सिंह स्टेडियम में किसानों के परचा स्थल पर यह घोषणा की और कहा कि अब वह किसानों के साथ हैं। श्री बेनीवाल करीब साठ वर्ष पहले रॉडियन नेशनल लोकसेट छोड़कर भाजपा में आए थे उन्हें ऐलानबाद विधानसभा क्षेत्र से पार्टी का उम्मीदवार बनाया लेकिन वह हार गए।

इसके बाद मनोहर लाल खट्टर सरकार में उन्हें हरियाणा बीज विकास निगम का चेयरमैन बनाया गया, वहीं तब विधानसभा चुनाव में एक बार फिर पार्टी ने उन पर विन्यास व्यक्त किया लेकिन वह फिर चुनाव हार गए।

संस्कृत व्याकरण आचार्य में गोल्ड मेडल पाने वाली पहली मुस्लिम बनेंगी अस्मत् सेंटर पर 5 मिनट लेट हुई, गेटे-गेते पपर दिया, तय किया टॉप करुंगी : अस्मत्

अस्मत् के पिता मंजूर आलम शिरवाली सरकारी स्कूल में प्रचार्य पद से वीथारस ले चुके हैं। उनके सारा संस्कारों में और अस्मत् तीसरे नंबर की बेटी हैं। वोले- उनकी बेटी और शिस्तेदारों ने भी संस्कृत में कैंटीन टॉप किया था, पर गोल्ड मेडल अस्मत् को मिला।

जबपु - मदरसे की उर्दू से लेकर संस्कृत में शिक्षा प्राप्त करने वाली अस्मत् प्रवीन शिरवाली प्रेक्षा की एकमात्र मुस्लिम युवती बन गई हैं, जिन्हें संस्कृत आचार्य व्याकरण में गोल्ड मेडल के लिए संस्कृत यूनिवर्सिटी ने चुना है। प्रेक्षा की एकमात्र जगजगत् रामानंदनाराय राजस्थान संस्कृत यूनिवर्सिटी में 14 लोगों को गोल्ड मेडल देने के लिए सूची जारी की है, इसमें अस्मत् का नाम शामिल है। यूनिवर्सिटी ने दीक्षा



समारोह में गोल्ड मेडल दिलाने के लिए राजस्थान केसाज मिश्र ने इनामी अस्मत् की मांगी है।

संस्कृत के विकास में मुसलमानों का भी योगदान है, मोहल्लायी शास्त्री ने अख्युल

सेंटर वाले जलील नहीं करते तो मैं टॉप नहीं करती

सवाई माधोपुर के बोली निवासी अस्मत् ने बताया कि संस्कृत कॉलेज में टॉप करने के बाद संस्कृत आचार्य में व्याकरण विषय लिखा था। जगजगत् बाग में सेंटर आया और वह पहले दिन जगजगत् पहुंची थीं। सेंटर पर 5 मिनट लेट थीं। जलील सेंटर पर संस्कृत चेंज का विवाद भी हुआ था। इन दोनों को लेकर सेंटर के लोग उससे नाराज थे और उसे पेशा देने से रोक दिया था। सेंटर के गेटे बंद कर लिए थे। वह बाहर उड़ी होकर सेने लगीं तो परीक्षा के 20-25 मिनट बाद अंदर बुलाकर परीक्षा में बैठने की मंजूरी मिली थी। आंसुओं के साथ पपर लिखा था। पपर देने समय ही तय कर लिया था कि वो परीक्षा पूरी मेहनत के साथ पूरी ताकत सबको बता सकूँ कि जिस तरह की को बाहर खड़ा रखकर सबको सामने जलील किया था, वो टॉपर है। मैं टॉप करने में सेंटरवाली का बड़ा हाथ मानी है। मुझे इंडेजत करके और टॉप करने के लिए उत्साहा।

रहीम जाखाना ने संस्कृत में 'छेत्कीतुकम्' व 'धर्मकाव्यम्' ग्रन्थ लिखे। बादशाह शाहजहाँ और बेगम मुमताज के दरबार में संस्कृत काफ़ी पंडित जानाब गिहली है, पिछले दिनों तिगिफ के राष्ट्रीय संस्कृत

विश्वविद्यालय में एक मुस्लिम प्राध्यापक ने 'माधवीयधनुर्वातु' पर काम किया है, मुंबई के गुलाम दस्तगीर संस्कृत में गाल लिखें हैं, अभी भी अनेक मुस्लिम संस्कृत विद्वान हैं, जो सिरात संस्कृत लेखक का रहे हैं।

बस के दुर्घटनाग्रस्त होने के बाद लौट आया, एक की मौत सिरसा, 21 अप्रैल (वाता)

हरियाणा में सिरसा दिल्ली राष्ट्रीय राजमार्ग संख्या-नी पर सिकंदरपुर गाँव के निकट मंगलवार शाम फेकलवार की ओर से आ रही सिरसा डिपो की रोडवेज बस और मोटारसाइकिल के बीच टक्कर हुई। हादसे में मोटारसाइकिल सवार युवक की मौत पर ही मौत हुई। रोडवेज बस मोटारसाइकिल को धक्का देते हुए काफी दूर तक ले गई। इसके बाद बस में आया लग रहा था। हादसे के कि मोटारसाइकिल की टंकी फटने की वजह से बस में आग लगी। सूचना मिलने पर दमनक विभाग की दो गाड़ियाँ मौक पर पहुंचीं और आग पर काबू पाया। बस में आया लगते ही सभी सवारों को से नीचे उतराई गई जिससे एक बड़ा हादसा होने से बच गया। सभी यात्रियों को सुरक्षित दुरी बस में सिरसा से अड्डा भेज दिया गया। मृतक युवक के परिवार में मौके पहुंचे। युवक की पहचान विपुल निवासी ताजिबा खड़ा के रूप में हुई है, बताया गया है कि युवक सिरसा में इकस्तीता लड़का था।

(Cont. From Page 10)

For MSKA & Associates

Chartered Accountants

ICAI Firm Registration No. 105047W

Sd/-

Nitin Manohar Jumar

Partner

Membership No. 111700

UDIN: 21111700AAAAG1098

Place: Pune

Date: March 10, 2021

End: Statement of permissible capital payment

Statement of permissible capital payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68(2) of the Act

(Amount in ₹ Million)

Particulars	As at March 31, 2020	As at March 31, 2020
Equity Share Capital	642.03	642.03
Total (A)	642.03	642.03
Retained Earnings	4,747.59	4,707.81
Securities Premium Account	550.94	550.94
General Reserve	450.26	450.26
Total Free Reserves (B)	5,799.69	5,760.91
Grand Total (A+B)	6,431.72	6,393.94
Maximum amount of capital payment permissible for the buy-back of equity shares in accordance with Section 68(2) of the Act (25% of paid up equity capital and free reserves)	1,606.43	1,586.48

Notes:

- Calculation in respect of Permissible Capital payment for buy back is based on the audited standalone and consolidated financial statement for the year ended March 31, 2020.
- Amalgamation reserve, capital redemption reserve, employee stock option reserve, reserve on fair value through other comprehensive income and foreign currency translation reserve are not considered for the purpose of above computation.

For and on behalf of Quick Heal Technologies Limited

Sd/-

Kalish Kalkar

Managing Director & Chief Executive Officer

DIN Number: 00397191

Place: Pune

Date: March 10, 2021

Sd/-

Nitin Kulkarni

Chief Financial Officer

DIN Number: 00397191

Place: Pune

Date: March 10, 2021

10. RECORD DATE AND SHAREHOLDER ENTITLEMENT

10.1 As required under the Buyback Regulations, the Company has fixed Monday, May 03, 2021 ("Record Date"), as the Record Date for the purpose of determining the entitlement and the names of the Shareholders, who will be eligible to participate in the Buyback. Eligible Shareholders holding Equity Shares as on the Record Date will receive a letter of offer in relation to the Buyback ("Letter of Offer") along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback.

10.2 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (a) reserved category for small shareholders and (b) general category for all other Eligible Shareholders.

10.3 As defined in Regulation 2(1)(i) of the Buyback Regulations, a "Small Shareholder" is a shareholder of the Company who holds Equity Shares whose market value, on the basis of the closing price of the Equity Shares on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs, is not more than ₹ 2,00,000 (Rupees Two hundred thousand only).

10.4 In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of Equity Shares which the Company proposes to buyback in number of Equity Shares entitled as per the shareholders of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

10.5 Based on the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. In order to ensure that the same shareholder with multiple demat accounts does not receive a higher entitlement under the small shareholder category, the Company proposes to club together the equity shares held by such shareholders with a common PAN for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of PANs of the joint shareholders is identical. The shareholding of institutional investors like mutual funds, pension funds, insurance companies etc. with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held by different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "dealing members" or "corporate body margin account" or "corporate body - broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

10.6 Shareholders' participation under the Buyback will be voluntary. Eligible Shareholders holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholders holding equity shares of the Company also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any.

10.7 The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the shareholder as on the Record Date. In case the Eligible Shareholder holds equity shares through multiple demat accounts, the tender through a demat account cannot exceed the number of equity shares held in that demat account.

10.8 The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. The settlement under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" followed by SEBI Circulars.

10.9 Participation in the Buyback by shareholders may trigger capital gains taxation in India and in their country of residence. The Buyback transaction would also be chargeable to securities transaction tax in India. The shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

10.10 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer to be sent to the Eligible Shareholders.

11. PROCESS AND METHODOLOGY FOR BUYBACK

11.1 The Buyback is open to all Eligible Shareholders holding Equity Shares either in physical and/or in dematerialized form on the Record Date.

11.2 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" as specified by SEBI in the circular bearing number CIR/DPD/POLICY/CELL/1015 dated April 13, 2015 as amended by SEBI circular CIR/DPD/POLICY/CELL/1015 dated December 08, 2016 ("SEBI Circular"). The process will include any further amendments thereof ("Stock Exchange Mechanism") and following the procedure prescribed in the Companies Act and the Buyback Regulations and as may be determined by the Board (including the Buyback Committee constituted by the Board authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.

11.3 For implementation of the Buyback, the Company has appointed Ambit Capital Private Limited as the registered broker to the Company ("Company's Broker"). To facilitate the processing of tender of Equity Shares through the Stock Exchange Mechanism for the Buyback. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The contact details of the Company's Broker are as follows:



Ambit Capital Private Limited

Address: 449, Senapati Bapat Marg, Lower Panel, Mumbai - 400 013

Tel: +91 (22) 6623 3000. Fax: +91 (22) 6623 3100;

Contact Person: Mr. Sameer Parkar

Email ID: Sameer.Parkar@ambit.co

Website: www.ambit.co

SEBI Registration Number: IN020529334

CIN: U74104MH1997PTC101598

11.4 The Company will request BSE to provide the separate acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. BSE will be the designated stock exchange for the purpose of this Buyback ("Designated Stock Exchange"). The details of the Acquisition Window will be specified by the Designated Stock Exchange from time to time.

11.5 During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("Seller Members") during normal trading hours of the secondary market. The Seller Member can enter orders for Equity Shares held in dematerialized form and physical form.

11.6 In the event the Seller Member(s) of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique demat code ("UCC") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach Company's Broker i.e., Ambit Capital Private Limited to place their bids, subject to compliance with UCC requirements as required by the Company's broker.

11.7 Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids by a single Eligible Shareholder for selling Equity Shares shall be dubbed and considered as "one bid" for the purposes of acceptance.

11.8 The cumulative quantity tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

11.9 Further, the Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer and/ or in lieu of respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate shares certificates have not been issued either due to such request being under process or as per the provisions of law or otherwise.

11.10 PROCEDURE TO BE FOLLOWED BY ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN DEMATERIALIZED FORM:

11.10.1 Eligible Shareholders who desire to tender their Equity Shares in electronic form under Buyback would have to do so through their respective Seller Members ("Sellers") by indicating to their broker the details of Equity Shares they intend to tender under the Buyback.

11.10.2 The Seller Member(s) would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of the Designated Stock Exchange. Before placing the bid, the Eligible Shareholder is required to transfer the tendered Equity Shares to the special account of Indian Clearing Corporation Limited and/ or the National Securities Clearing Corporation ("Clearing Corporation"), by using the early pay in mechanism as prescribed by BSE or the Clearing Corporation prior to placing the bid by the Seller Member(s).

11.10.3 The details of the special account of Clearing Corporation shall be informed in the offer opening circular that will be issued by the Designated Stock Exchange or the Clearing Corporation.

11.10.4 For custodian participation orders for Equity Shares held in dematerialized form, early payment is mandatory prior to confirmation of the order/bid in the system. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participation orders, any order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian for confirmation.

11.10.5 Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder or whose behalf the bid has been placed. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered.

11.10.6 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any. Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/ provision by all Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, the approval from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

11.10.7 The reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Seller Member.

11.10.8 In case of non-resident of the company tender from their other documents, bid receipt of Equity Shares in the accounts of the Clearing Corporation and a valid bid in the exchange bidding system, the bid by such Equity Shareholder shall be deemed to have been accepted.

11.11 PROCEDURE TO BE FOLLOWED BY ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM:

11.11.1 In accordance with SEBI's circular dated July 31, 2020 (Circular no. SEBI/HO/DPD/CMD1/CRP/2020/144), shareholders holding Equity Shares in physical form are allowed to tender such shares in a buyback undertaken through the tender offer route. However, such tendering shall be as per the provisions of the Buyback Regulations and the Company's offer document.

11.11.2 Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification purposes to be carried out before placement of the bid. Such documents will include (i) the Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s) Form SH-4 duly filled and signed by the transferor(s) i.e., by all registered Shareholders in same order as and as per the specimen signatures registered with the Company and duly witnessed at the appropriate place authorizing the transfer in favour of the Company (i.e., self-attested copy of PAN Card(s) of all Eligible Shareholders), (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/management signature), notarized copy of death certificate and succession certificate (where applicable), if the original share certificate is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Address card, voter identity card or passport.

11.11.3 Based on these documents, the concerned Seller Member shall place an order/bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback, using the acquisition window of the Designated Stock Exchange. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.

11.11.4 Any Seller Member/ Eligible Shareholder who places a bid for physical Equity shares, is required to deliver the original share certificate(s) and documents as mentioned above along with the tendered by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e., Link Intime India Private Limited (at the address mentioned at paragraph 14 below) not later than 2 (two) days from the offer closing date. The envelope should be super scribed as "Quick Heal Technologies Limited Buyback 2021". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member.

11.11.5 The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and if such verification, the Designated Stock Exchange shall display such bids as unconfirmed physical bids. Once Registrar to the Buyback confirms the bids, they will be treated as confirmed bids.

11.11.6 In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

11.11.7 An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for the Equity Shares purchased prior to the Record Date, in their name, along with the offer form, copy of his PAN card and of the person from whom he has purchased shares and other relevant documents as required for transfer, if any.

12. METHOD OF SETTLEMENT

12.1 Upon finalization of the basis of acceptance as per the Buyback Regulations:

12.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.1.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Designated Stock Exchange bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payable to respective Eligible Shareholders. If the Eligible Shareholders bank account details are not available or if the funds transfer instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such Eligible Shareholders.

12.1.3 The Equity Shares bought back in dematerialized form would be transferred directly to the demat account of the Company operated for the Buyback ("Company Demat Escrow Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Designated Stock Exchange.

12.1.4 Excess or unaccepted Equity Shares which are in dematerialized form, if any, tendered by the Eligible Shareholders would be returned to them by the Clearing Corporation in the pay-out. The Eligible Shareholders tendering Equity Shares in dematerialized form will have to ensure that they keep the depository participant ("DP") account active and authorized to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback.

12.1.5 Excess or unaccepted Equity Shares which are in physical form, if any, tendered by the Eligible Shareholders would be returned back to the concerned Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares in physical form, in case the Equity Shares accepted by the Company are less than the Equity Shares that are tendered.

12.1.6 The settlements of fund obligation for Equity Shares in dematerialized and physical form shall be effected as per the SEBI Circulars and as prescribed by the Designated Stock Exchange and Clearing Corporation from time to time. For Equity Shares in dematerialized form accepted under the Buyback, such beneficial owners will receive funds payable in their bank account as provided by the depository system directly to the Clearing Corporation. For Equity Shares in physical form, the Clearing Corporation will release the funds to the Seller(s) as per secondary market payout mechanism. If such shareholder's bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India ("RBI"/ banks), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Seller Member for onward transfer to such shareholders.

12.1.7 In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds payable including those prescribed by the RBI) who do not opt to settle through outsiders, the funds payable would be given by their respective Stock Broker's settlement accounts for releasing the same to such shareholder's account.

12.1.8 The Seller Member(s) would maintain control and take the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.1.9 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost applicable taxes, charges and expenses (including brokerage) etc. that may be levied by the Seller Member(s) upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and Company assume no responsibility to bear or pay such additional costs, charges and expenses (including brokerage) incurred solely by the shareholder.

12.2 The Equity Shares lying to the credit of the Company Demat Escrow Account will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13. COMPLIANCE OFFICER

The Company has designated the following as the Compliance Officer for the Buyback:

Name : Mr. Vinay Agarwal
Designation : Compliance Officer
Address : Marol Edge 7010 C.A.D. Opposite Neco Garden Society, Viman Nagar, Pune 411 014
Phone : +91 (20) 68813222
Email : cs@quickheal.co.in
Website : www.quickheal.co.in

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 am to 5:00 pm on all working days except public holidays, at the above mentioned address.

14. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

The Company has appointed the following as the Registrar to the Buyback:

LINK Intime

Link Intime India Private Limited

Address: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400083

Contact Person: Mr. Sumedh Deshpande

Tel: +91 (22) 49186200

Fax: +91 (22) 49186195

Email: quickheal.buyback@linkintime.co.in

Website: www.linkintime.co.in

CIN: U67100MH1999PTC118368

SEBI Registration Number: RA0000040598

In case of any clarifications or to address investor grievance, the Shareholders may also contact the Registrar to the Buyback, from Monday to Friday between 10:00 am to 5:00 pm on all working days except public holidays at the above-mentioned address.

15. MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

AMBIT

Ambit Capital Private Limited

Address: 449, Senapati Bapat Marg, Lower Panel,

