Quick Heal
Security Simplified

Quick Heal Technologies Ltd.

Regd. Office: Marvel Edge, Office No. 7010 C & D, 7th Floor,
Opposite Neco Garden Society, Viman Nagar, Pune 411014.
Tel: +91 20 66813232 | Email: cs@quickheal.co.in
CIN - L72200MH1995PLC091408

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

Quick Heal Technologies Limited

CIN: L72200MH1995PLC091408

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

Phone: +91 (20) 6681 3232; **E-mail:** cs@quickheal.co.in; **Website:** www.quickheal.co.in

Contact Person: Mr. Vinay Agarwal, 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(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 had 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 CFD/CFDPUID/CVEELL/P/2015 dated April 13, 2015 read with the circulars issued in relation thereto, including the circular CFD/DCR2/CIRP/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 ₹ 6,453.72 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.

4.4. The closing market price of the Equity Shares as on the Intimation 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 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	1,551,775
2.	Sanjay Sahebrao Katkar	1,551,775
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 21, 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	(62,000)	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*	Sale in IPO	(1,840,000)	10	321	590,640,000
June 12, 2019	Buyback	(1,718,671)	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.

^ 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 21, 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	(62,000)	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^	Offer for sale in IPO	(1,840,000)	10	321	590,640,000
June 12, 2019	Buyback	(1,718,671)	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.

^ 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 22, 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	62,000	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	(4,10,800)	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	62,000	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	(4,10,800)	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;

(ii) That as regards the Company's prospects for the year 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, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date; and

(iii) That in forming the aforementioned opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITOR'S ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the Report dated March 10, 2021 of MSKA & Associates, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Quote

Statutory Auditor's report in respect of proposed buyback of equity shares by Quick Heal Technologies Limited ('the Company') in terms of clause (x) of Schedule I of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations").

To,

The Board of Directors

Quick Heal Technologies Limited

Marvel Edge, Office No. 7010 C&D,

7th Floor, Opposite Neco Garden Society,

Viman Nagar, Pune - 411014

We have performed the following procedures agreed with you vide engagement letter dated March 05, 2021, in connection with the proposal of Quick Heal Technologies Limited ('Company') to buy-back its shares in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act) read with Rule 17 of Companies (Share Capital and Debentures) Rules 2014 ('the Rules') and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 ('the Regulation'), approved by the Board of Directors of the Company at the Board Meeting held on March 10, 2021.

Board of Directors Responsibility for the statement

The preparation of the Statement of determination of the amount of permissible capital payment for the buyback is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Board of Directors are responsible to make full inquiry into the affairs and prospects of the Company and to form an opinion that the Company will not be rendered insolvent within a period of one year from the date of the board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback and such declaration has been signed by at-least two directors.

Auditor's Responsibility

Pursuant to the requirements of the Regulations, it is our responsibility to provide reasonable assurance on the following "Reporting Criteria":

i) Whether the amount of capital payment for the buyback is within the permissible limit and computed in accordance with the provision of Section 68 of the Act;

ii) Whether the Board of Directors has formed the opinion, as specified in Clause (x) of Schedule I to the Regulation, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback; and

ii) Whether, we are aware of anything to indicate that the opinion expressed by the Directors in the declaration as of any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

The standalone and consolidated financial statements as at March 31, 2020, have been audited by us, on which we issued an unmodified audit opinion vide our reports dated May 21, 2020. Our audits of those financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We have been provided with the following documents:

a) Audited standalone and consolidated financial statement of the Company for the year ended March 31, 2020

b) Board Resolution for approval of buyback of shares and approval of declaration of Directors in terms of section 68(6) of Companies Act, 2013 dated March 10, 2021

c) Calculation of permissible amount of buy back of securities as per section 68 of the Act

d) Affidavit verifying the declaration of solvency dated March 10, 2021 stating that Company shall not be rendered insolvent within a period of one year from the date as per the provision of the Act read with the Rules and the Regulation

e) Article of Association of the Company

f) Calculation of debt to capital ratio

g) Bank confirmations regarding the outstanding debts, if any

A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting criteria mentioned in Auditor's Responsibility paragraph above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the Reporting Criteria. We have performed the following procedures in relation to the Statement:

1. Inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statement for the year ended March 31, 2020
2. Examined authorization for buyback from the Article of Association of the Company
3. With respect to the amount of permissible capital payment for buy back of shares, verified whether the same is within the limits as specified under Section 68 of the Act
4. Examined the ratio of debt owned by the Company, if any, is not more than twice the capital and free reserves after such buyback, based on both, the audited standalone and consolidated financial statement of the Company as on March 31, 2020
5. Examined the bank confirmations obtained
6. Examined that all the shares for buyback are fully paid up
7. Examined resolutions passed in the meetings of the Board of Directors for approval of buyback of shares and declaration of solvency by Directors
8. Examined affidavit verifying the declaration of solvency dated March 10, 2021.

Opinion

Based on our examination and according to the information and explanation given to us, in our opinion

1. Statement of permissible capital payment towards buyback of shares as annexed to this report, has been properly determined in accordance with Section 68 of the Act and Regulation 4(i) of Regulations; and
2. The Board of Directors at their meeting held on March 10, 2021 have formed its opinion, as specified in clause (x) of Schedule I of the Regulation, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback, and we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Our report is addressed to Board of Directors of the Company pursuant to the requirement of the Regulation solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the draft letter of offer and letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies as required by the Regulations, the National Securities Depository Limited and the Central Depository Securities (India) Limited and for providing to the Merchant Banker to the Buyback Offer, and should not be used by any other person or for any other purpose. This report may not be useful for any other purpose. MSKA & Associates shall not be liable to the Company or any other concerned, for any claims, liabilities or expenses relating to this assignment. This report relates only to the items specified above.

Contd.

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 management 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 Prakarsh 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 has acquired a minority equity stake of approximately 9% in Techfino Capital (TCPL), the lender said in a release.

Techfino is a Bengaluru based non-banking financial company which using its modern technology platform to provide customised consumer loans in education and healthcare sectors. It is present in key metros and tier II cities across India, said the new generation private sector bank.

"DCB Bank and TCPL are delighted to be associated in this manner. Micro loans or 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 a 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 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:

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

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 modificaton 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 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.

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

Date: April 20, 2021
Place: Pune

CONCEPT

financialexp.epapr.in

Quick Heal

Security Simplified

Quick Heal Technologies Limited

CIN: L72200MH1995PLC091408

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

Phone: +91 (20) 6681 3232; **E-mail:** cs@quickheal.co.in; **Website:** www.quickheal.co.in

Contact Person: Mr. Vinav Agarwal, 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(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 had 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, the maximum 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.

4.4 The closing market price of the Equity Shares as on the Intimation 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 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^	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.

^ 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^	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.

^ 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;

(ii) That as regards the Company's prospects for the year 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, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date; and

(iii) That in forming the aforementioned opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITOR'S ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the Report dated March 10, 2021 of MSKA & Associates, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Quote

Statutory Auditor's report in respect of proposed buyback of equity shares by Quick Heal Technologies Limited ('the Company') in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations").

To,

The Board of Directors

Quick Heal Technologies Limited

Marvel Edge, Office No. 7010 C&D,

7th Floor, Opposite Neco Garden Society,

Viman Nagar, Pune - 411014

We have performed the following procedures agreed with you vide engagement letter dated March 09, 2021, in connection with the proposal of Quick Heal Technologies Limited ('Company') to buy-back its shares in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act) read with Rule 17 of Companies (Share Capital and Debentures) Rules 2014 ('the Rules') and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 ('the Regulation'), approved by the Board of Directors of the Company at the Board Meeting held on March 10, 2021.

Board of Directors Responsibility for the statement

The preparation of the Statement of determination of the amount of permissible capital payment for the buyback is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Board of Directors are responsible to make full inquiry into the affairs and prospects of the Company and to form an opinion that the Company will not be rendered insolvent within a period of one year from the date of the board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback and such declaration has been signed by at-least two directors.

Auditor's Responsibility

Pursuant to the requirements of the Regulations, it is our responsibility to provide reasonable assurance on the following "Reporting Criteria":

i) Whether the amount of capital payment for the buyback is within the permissible limit and computed in accordance with the provision of Section 68 of the Act;

ii) Whether the Board of Directors has formed the opinion, as specified in Clause (x) of Schedule I to the Regulation, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback; and

iii) Whether, we are aware of anything to indicate that the opinion expressed by the Directors in the declaration as of any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

The standalone and consolidated financial statements as at March 31, 2020, have been audited by us, on which we issued an unmodified audit opinion vide our reports dated May 21, 2020. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We have been provided with the following documents:

a) Audited standalone and consolidated financial statement of the Company for the year ended March 31, 2020

b) Board Resolution for approval of buyback of shares and approval of declaration of Directors in terms of section 68(6) of Companies Act, 2013 dated March 10, 2021

c) Calculation of permissible amount of buy back of securities as per section 68 of the Act

d) Affidavit verifying the declaration of solvency dated March 10, 2021 stating that Company shall not be rendered insolvent within a period of one year from the date as per the provision of the Act read with the Rules and the Regulation

e) Article of Association of the Company

f) Calculation of debt to capital ratio

g) Bank confirmations regarding the outstanding debts, if any

A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting criteria mentioned in Auditor's Responsibility paragraph above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the Reporting Criteria. We have performed the following procedures in relation to the Statement

1. Inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statement for the year ended March 31, 2020
2. Examined authorization for buyback from the Article of Association of the Company
3. With respect to the amount of permissible capital payment for buy back of shares, verified whether the same is within the limits as specified under Section 68 of the Act
4. Examined the ratio of debt owned by the Company, if any, is not more than twice the capital and free reserves after such buyback, based on both, the audited standalone and consolidated financial statement of the Company as on March 31, 2020
5. Examined the bank confirmations obtained
6. Examined that all the shares for buyback are fully paid up
7. Examined resolutions passed in the meetings of the Board of Directors for approval of buyback of shares and declaration of solvency by Directors
8. Examined affidavit verifying the declaration of solvency dated March 10, 2021.

Opinion

Based on our examination and according to the information and explanation given to us, in our opinion

1. Statement of permissible capital payment towards buyback of shares as annexed to this report, has been properly determined in accordance with Section 68 of the Act and Regulation 4(i) of Regulations; and
2. The Board of Directors at their meeting held on March 10, 2021 have formed its opinion, as specified in clause (x) of Schedule I of the Regulation, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback, and we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matter mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Our report is addressed to Board of Directors of the Company pursuant to the requirement of the Regulation solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the draft letter of offer and letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies as required by the Regulations, the National Securities Depository Limited and the Central Depository Securities (India) Limited and for providing to the Merchant Banker to the Buyback Offer, and should not be used by any other person or for any other purpose. This report may not be useful for any other purpose. MSKA & Associates shall not be liable to the Company or any other concerned, for any claims, liabilities or expenses relating to this assignment. This report relates only to the items specified above.

Contd.

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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 कर्फ्यू 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 मेढचल-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 सके। वहीं अब केंद्र शासित प्रदेश में रात दस बजे सुबह पांच बजे के बजाय रात नौ बजे से सुबह पांच बजे कर्फ्यू लगेगा।

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 है जबकि 4,569 मरीज ठीक हो चुके हैं। अबतक राज्य में 12 मरीजों की मौत संक्रमण की वजह से हुई है।

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 कर्फ्यू की अवधि में तत्काल प्रभाव से एक घंटे की वृद्धि की गई 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 हिदी समेत अन्य भाषाओं में अनुवाद हुआ है।

घोष के परिवार में उनकी बेटियां सेमांति और श्राबंति 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:

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

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 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.

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

Date: April 20, 2021
Place: Pune

CONCEPT

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www.readwhere.com

Quick Heal Technologies Limited

Quick Heal
Security Simplified

CIN: L72200MH1995PLC091408

Registered Office: Marvel Edge, Office No. 7010 C & D, 7th Floor, Viman Nagar, Pune - 411 014, India
Phone: +91 (20) 6681 3232; **E-mail:** cs@quickheal.co.in; **Website:** www.quickheal.co.in
Contact Person: Mr. Vinav Agarwal, 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(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 had 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. 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**

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.

4.4 The closing market price of the Equity Shares as on the Intimation 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 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:

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^	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.

^ 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^	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.

^ 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;

(ii) That as regards the Company's prospects for the year 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, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date; and

(iii) That in forming the aforementioned opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITOR'S ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the Report dated March 10, 2021 of MSKA & Associates, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Quote

Statutory Auditor's report in respect of proposed buyback of equity shares by Quick Heal Technologies Limited ("the Company") in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations").

To,

The Board of Directors

Quick Heal Technologies Limited

Marvel Edge, Office No. 7010 C&D,

7th Floor, Opposite Neco Garden Society,

Viman Nagar, Pune - 411014

We have performed the following procedures agreed with you vide engagement letter dated March 09, 2021, in connection with the proposal of Quick Heal Technologies Limited ('Company') to buy-back its shares in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act) read with Rule 17 of Companies (Share Capital and Debentures) Rules 2014 ('the Rules') and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 ('the Regulation'), approved by the Board of Directors of the Company at the Board Meeting held on March 10, 2021.

Board of Directors Responsibility for the statement

The preparation of the Statement of determination of the amount of permissible capital payment for the buyback is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Board of Directors are responsible to make full inquiry into the affairs and prospects of the Company and to form an opinion that the Company will not be rendered insolvent within a period of one year from the date of the board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback and such declaration has been signed by at-least two directors.

Auditor's Responsibility

Pursuant to the requirements of the Regulations, it is our responsibility to provide reasonable assurance on the following "Reporting Criteria":

i) Whether the amount of capital payment for the buyback is within the permissible limit and computed in accordance with the provision of Section 68 of the Act;

ii) Whether the Board of Directors has formed the opinion, as specified in Clause (x) of Schedule I to the Regulation, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback; and

iii) Whether, we are aware of anything to indicate that the opinion expressed by the Directors in the declaration as of any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

The standalone and consolidated financial statements as at March 31, 2020, have been audited by us, on which we issued an unmodified audit opinion vide our reports dated May 21, 2020. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We have been provided with the following documents:

a) Audited standalone and consolidated financial statement of the Company for the year ended March 31, 2020

b) Board Resolution for approval of buyback of shares and approval of declaration of Directors in terms of section 68(6) of Companies Act, 2013 dated March 10, 2021

c) Calculation of permissible amount of buy back of securities as per section 68 of the Act

d) Affidavit verifying the declaration of solvency dated March 10, 2021 stating that Company shall not be rendered insolvent within a period of one year from the date as per the provision of the Act read with the Rules and the Regulation

e) Article of Association of the Company

f) Calculation of debt to capital ratio

g) Bank confirmations regarding the outstanding debts, if any

A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting criteria mentioned in Auditor's Responsibility paragraph above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the Reporting Criteria. We have performed the following procedures in relation to the Statement

1. Inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statement for the year ended March 31, 2020
2. Examined authorization for buyback from the Article of Association of the Company
3. With respect to the amount of permissible capital payment for buy back of shares, verified whether the same is within the limits as specified under Section 68 of the Act
4. Examined the ratio of debt owned by the Company, if any, is not more than twice the capital and free reserves after such buyback, based on both, the audited standalone and consolidated financial statement of the Company as on March 31, 2020
5. Examined the bank confirmations obtained
6. Examined that all the shares for buyback are fully paid up
7. Examined resolutions passed in the meetings of the Board of Directors for approval of buyback of shares and declaration of solvency by Directors
8. Examined affidavit verifying the declaration of solvency dated March 10, 2021.

Opinion

Based on our examination and according to the information and explanation given to us, in our opinion

1. Statement of permissible capital payment towards buyback of shares as annexed to this report, has been properly determined in accordance with Section 68 of the Act and Regulation 4(i) of Regulations; and
2. The Board of Directors at their meeting held on March 10, 2021 have formed its opinion, as specified in clause (x) of Schedule I of the Regulation, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback, and we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matter mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Our report is addressed to Board of Directors of the Company pursuant to the requirement of the Regulation solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the draft letter of offer and letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies as required by the Regulations, the National Securities Depository Limited and the Central Depository Securities (India) Limited and for providing to the Merchant Banker to the Buyback Offer, and should not be used by any other person or for any other purpose. This report may not be suitable for any other purpose. MSKA & Associates shall not be liable to the Company or any other concerned, for any claims, liabilities or expenses relating to this assignment. This report relates only to the items specified above.

(Cont. On Page 11)

भाजपा नेता पवन बेनीवाल ने पार्टी छोड़ी

सिरसा, 21 अप्रैल (वार्ता)

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 ऐलान किया.

बेनीवाल ने सिरसा के शहीद भगत सिंह स्टेडियम में किसानों के धरना स्थल पर यह घोषणा की और कहा कि अब वह किसानों के साथ हैं. श्री बेनीवाल करीब सात वर्ष पहले इंडियन नेशनल लोकदल छोड़कर भाजपा में आए थे उन्हें ऐलानाबाद 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 गत विधानसभा चुनाव में एक बार फिर पार्टी ने उन पर विश्वास व्यक्त किया लेकिन वह फिर चुनाव हार गए.

संस्कृत व्याकरण आचार्य में गोल्ड मेडल पाने वाली पहली मुस्लिम बनेंगी अस्मत

सेंटर पर 5 मिनट लेट हुई, रोते-रोते पेपर दिया, तय किया टॉप करूंगी : अस्मत

अस्मत के पिता मंजूर आलम शिरवानी सरकारी स्कूल में प्राचार्य पद से वीआरएस ले चुके हैं. उनके सात संतानें हैं और अस्मत तीसरे नंबर की बेटी हैं. बोले- उनकी बेटी और रिश्तेदारों ने भी संस्कृत में कॉलेज टॉप किया था, पर गोल्ड मेडल अस्मत को मिला.



जयपुर – मदरसे की उर्दू से लेकर संस्कृत में शिक्षा प्राप्त करने वाली अस्मत परवीन शिरवानी प्रदेश की एकमात्र मुस्लिम युवती बन गई हैं, जिन्हें संस्कृत आचार्य व्याकरण में गोल्ड मेडल के लिए संस्कृत यूनिवर्सिटी ने चुना है. प्रदेश की एकमात्र जगद्गुरु रामानंदाचार्य राजस्थान संस्कृत यूनिवर्सिटी ने 14 लोगों को गोल्ड मेडल देने के लिए सूची जारी की है. इसमें अस्मत का नाम शामिल है. यूनिवर्सिटी ने दीक्षांत समारोह में गोल्ड मेडल दिलाने के लिए राज्यपाल कलराज मिश्र से इसकी अनुमति भी मांगी है.

संस्कृत के विकास में मुसलमानों का भी योगदान है. सोहलवीं शताब्दी में अब्दुल रहीम खानखाना ने संस्कृत में 'खेटकौतुकम्' व 'रहीमकाव्यम्' ग्रन्थ लिखे. बादशाह शाहजहां और बेगम मुमताज के दरबार में संस्कृत कवि पंडित जगन्नाथ त्रिशूली थे. पिछले दिनों तिरुपति के राष्ट्रीय संस्कृत विश्वविद्यालय में एक मुस्लिम प्राध्यापक ने 'माधवीधातुवृत्ति' पर काम किया है. मुंबई के गुलाम दस्तगीर संस्कृत में गजल लिखते हैं. अभी भी अनेक मुस्लिम संस्कृत विद्वान् हैं, जो निरंतर संस्कृत लेखन कर रहे हैं.

सेंटर वाले जलील नहीं करते तो मैं टॉप नहीं करती

सवाई माधोपुर के बोली निवासी अस्मत ने बताया कि संस्कृत कॉलेज में टॉप करने के बाद संस्कृत आचार्य में व्याकरण विषय लिया था. जयपुर, शाहपुरा बाग में सेंटर आया और वह पहले दिन जयपुर पहुंची थी. सेंटर पर 5 मिनट लेट थीं. इसी सेंटर पर सब्जेक्ट चेंज का विवाद भी हुआ था. इन दोनों को लेकर सेंटर के लोग उससे नाराज थे और उसे परीक्षा देने से रोक दिया था. सेंटर के गेट बंद कर लिए थे. वह बाहर खड़ी होकर रोने लगीं तो परीक्षा के 20-25 मिनट बाद अंदर बुलाकर परीक्षा में बैठने की मंजूरी मिली थी. आंसुओं के साथ पेपर लिखा था. पेपर देते समय ही तय कर लिया था कि ये परीक्षाएं पूरी मेहनत के साथ दूंगी ताकि सबको बता सकूं कि जिस लड़की को बाहर खड़ा रखकर सबके सामने जलील किया था, वो टॉपर है. मैं टॉप करने में सेंटरवालों का बड़ा हाथ मानती हूं, मुझे बेइज्जत करके और टॉप करने के लिए उकसाया.

बस के दुर्घटनाग्रस्त होने के बाद लगी आग, एक की मौत

सिरसा, 21 अप्रैल (वार्ता)

हरियाणा में सिरसा दिल्ली राष्ट्रीय राजमार्ग संख्या-नौ पर सिकंदरपुर गांव के निकट मंगलवार शाम फतेहाबाद की ओर से आ रही सिरसा डिपो की रोडवेज बस और मोटरसाइकिल के बीच टक्कर हो गई. हादसे में मोटरसाइकिल सवार युवक की मौके पर ही मौत हो गई. रोडवेज बस मोटरसाइकिल को घसीटते हुए काफी दूर तक ले गई. इसके बाद बस में आग लग गई. बताया जा रहा है कि मोटरसाइकिल की टंकी फटने की वजह से बस में आग लगी. सूचना मिलने पर दमकल विभाग की दो गाड़ियां मौके पर पहुंचीं और आग पर काबू पाया. बस में आग लगते ही सभी सवारियां बस से नीचे उतर गईं जिससे एक बड़ा हादसा होने से बच गया. सभी यात्रियों को सकुशल दूसरी बस में सिरसा बस अड्डा भेज दिया गया. मृतक युवक के परिजन भी मौके पहुंचे. युवक की पहचान विपुल निवासी ताजिया खेड़ा के रूप में हुई है. बताया गया है कि युवक परिवार में इकलौता लड़का था.

(Cont. From Page 10)

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

Sd/-
Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 21111700AAABG1098

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:

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/-	Sd/-
Kailash Katkar	Nitin Kulkarni
Managing Director & Chief Executive Officer	Chief Financial Officer
DIN Number: 00397191	
Place: Pune	Place: Pune
Date: March 10, 2021	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: U74140MH1997PTC107598

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 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 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.

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

Date: April 20, 2021
Place: Pune

CONCEPT

Quick Heal Technologies Limited

CIN: L72200MH1995PLC091408
Registered Office: Marvel Edge, Office No. 7010 C & D, 7th Floor, Viman Nagar, Pune - 411 014, India
Phone: +91 (20) 6681 3232; **E-mail:** cs@quickheal.co.in; **Website:** www.quickheal.co.in
Contact Person: Mr. Vinav Agarwal, 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(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 had 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.

4.4 The closing market price of the Equity Shares as on the Intimation 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 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^	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.

^ 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^	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.

^ 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;

(ii) That as regards the Company's prospects for the year 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, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date; and

(iii) That in forming the aforementioned opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITOR'S ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the Report dated March 10, 2021 of MSKA & Associates, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Quote

Statutory Auditor's report in respect of proposed buyback of equity shares by Quick Heal Technologies Limited ('the Company') in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations").

To,

The Board of Directors

Quick Heal Technologies Limited

Marvel Edge, Office No. 7010 C&D,

7th Floor, Opposite Neco Garden Society,

Viman Nagar, Pune - 411014

We have performed the following procedures agreed with you vide engagement letter dated March 09, 2021, in connection with the proposal of Quick Heal Technologies Limited ('Company') to buy-back its shares in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act') read with Rule 17 of Companies (Share Capital and Debentures) Rules 2014 ('the Rules') and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 ('the Regulation'), approved by the Board of Directors of the Company at the Board Meeting held on March 10, 2021.

Board of Directors Responsibility for the statement

The preparation of the Statement of determination of the amount of permissible capital payment for the buyback is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Board of Directors are responsible to make full inquiry into the affairs and prospects of the Company and to form an opinion that the Company will not be rendered insolvent within a period of one year from the date of the board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback and such declaration has been signed by at-least two directors.

Auditor's Responsibility

Pursuant to the requirements of the Regulations, it is our responsibility to provide reasonable assurance on the following "Reporting Criteria":

i) Whether the amount of capital payment for the buyback is within the permissible limit and computed in accordance with the provision of Section 68 of the Act;

ii) Whether the Board of Directors has formed the opinion, as specified in Clause (x) of Schedule I to the Regulation, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback; and

iii Whether, we are aware of anything to indicate that the opinion expressed by the Directors in the declaration as of any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

The standalone and consolidated financial statements as at March 31, 2020, have been audited by us, on which we issued an unmodified audit opinion vide our reports dated May 21, 2020. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We have been provided with the following documents:

a) Audited standalone and consolidated financial statement of the Company for the year ended March 31, 2020

b) Board Resolution for approval of buyback of shares and approval of declaration of Directors in terms of section 68(6) of Companies Act, 2013 dated March 10, 2021

c) Calculation of permissible amount of buy back of securities as per section 68 of the Act

d) Affidavit verifying the declaration of solvency dated March 10, 2021 stating that Company shall not be rendered insolvent within a period of one year from the date as per the provision of the Act read with the Rules and the Regulation

e) Article of Association of the Company

f) Calculation of debt to capital ratio

g) Bank confirmations regarding the outstanding debts, if any

A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting criteria mentioned in Auditor's Responsibility paragraph above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the Reporting Criteria. We have performed the following procedures in relation to the Statement

1. Inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statement for the year ended March 31, 2020
2. Examined authorization for buyback from the Article of Association of the Company
3. With respect to the amount of permissible capital payment for buy back of shares, verified whether the same is within the limits as specified under Section 68 of the Act
4. Examined the ratio of debt owned by the Company, if any, is not more than twice the capital and free reserves after such buyback, based on both, the audited standalone and consolidated financial statement of the Company as on March 31, 2020
5. Examined the bank confirmations obtained
6. Examined that all the shares for buyback are fully paid up
7. Examined resolutions passed in the meetings of the Board of Directors for approval of buyback of shares and declaration of solvency by Directors
8. Examined affidavit verifying the declaration of solvency dated March 10, 2021.

Opinion

Based on our examination and according to the information and explanation given to us, in our opinion

1. Statement of permissible capital payment towards buyback of shares as annexed to this report, has been properly determined in accordance with Section 68 of the Act and Regulation 4(i) of Regulations; and
2. The Board of Directors at their meeting held on March 10, 2021 have formed its opinion, as specified in clause (x) of Schedule I of the Regulation, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of board meeting as well as the date of special resolution passed by the Shareholders at their meeting held for the purposes of the buyback, and we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matter mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Our report is addressed to Board of Directors of the Company pursuant to the requirement of the Regulation solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the draft letter of offer and letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies as required by the Regulations, the National Securities Depository Limited and the Central Depository Securities (India) Limited and for providing to the Merchant Banker to the Buyback Offer, and should not be used by any other person or for any other purpose. This report may not be useful for any other purpose. MSKA & Associates shall not be liable to the Company or any other concerned, for any claims, liabilities or expenses relating to this assignment. This report relates only to the items specified above.

Contd.

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:

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

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 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.

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. 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. Sumeet 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
Private ltd 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/-	Sd/-	Sd/-
Kailash Katkar	Sanjay Katkar	Vinav Agarwal
Managing Director & CEO	Joint Managing Director & CTO	Compliance Officer
DIN: 00397191	DIN: 00397277	Membership No. A40751

Date: April 20, 2021
Place: Pune

CONCEPT

अधिक माहितीसाठी अवश्य वाचा www.eprabhat.net

जाहीर नोटीस

तमाम लोकांस कळविण्यात येते की, खालील परिशिष्टात वर्णन केलेली फ्लॅट/ सदनिका मिळकत श्री. अजित सुनिल सरोदे, रा. फ्लॅट नं. ९, सागर एक्व्हलेव्ह, शिवकार रोड, चानवडी, पुणे ४११०४० यांचे स्वतंत्र खरेदी मालकी वहिवाटीची असून, सदर फ्लॅट / सदनिका मिळकत श्री. अजित सुनिल सरोदे यांनी एचडीएफसी बँक, कॅम्प, पुणे शाखा या बँकेकडे तारण देवोनी असून, सदर बँकेचा सदर फ्लॅट/सदनिका मिळकतीचा बोजा दाखल आहे. तरी सदर बँक व्यतिरिक्त इतर कोणाचाही हक्क, हितसंबंध असल्यास परिशिष्ट मिळकत ही बँकेच्या बोजा व्यतिरिक्त निर्वेध व निजोखमी असल्याचा भरवसा विश्वास मालकांनी आमचे अशिलांना दिलेला असून, त्या अनुषंगाने सदर परिशिष्ट मिळकत आमच्या अशिलांना कायमखूश खरेदी देण्याचे मान्य व कबूल केलेले आहे. त्यापोटी सदर विश्वास मालकांनी आमच्या अशिलांकडून विसारापोटी रकम स्वीकारलेली आहे. तरी सदर फ्लॅट/सदनिका मिळकतीत एचडीएफसी बँक, कॅम्प, पुणे या व्यतिरिक्त इतर कोणाचाही, कोणत्याही प्रकारचा हक्क, हितसंबंध असल्यास त्यांनी ही नोटीस प्रसिद्ध झालेपासून १० (दहा) दिवसांचे आत आमचे खालील पत्त्यावर लेखी पुरावा देऊन, लेखी तक्रार नोंदवावी, सदर मुदतीत कोणाचीही, कसल्याही प्रकारची हरकत न आल्यास सदरची मिळकत निर्वेध व निजोखमी समजून आमचे अशील पुढील व्यवहार पूर्ण करतील. मागाहून कोणाचीही, कसलीही तक्रार चालणार नाही याची नोंद घ्यावी.

परिशिष्ट मिळकत : तुकडी पुणे, पोट तुकडी ता. हवेली, जि. पुणे सर्वेक्ष मा. दुय्यम निबंधक साहेब हवेली याचे हद्दीतील तसेच पुणे महानगरपालिका हद्दीतील गाव मौजे महंमदवाडी येथील स.नं. ३९/२, ३९/३, ३९/१/५, ३९/१३बी - १९/१, ३९/१३बी + १४/२, ३९/१३ बी + १४/३ व ३९/१३ बी + १४/४ यांसी एकूण क्षेत्र ०१ हे. ७४.५० आर, या मिळकतीचा बांधलेल्या **गंगा किंगस्टन** या झपाटलेभोवीत विंग नं. एफ मधील दहाव्या मजल्यावरील फ्लॅट नं. १००२ यासी क्षेत्र ६७७ चौ. फू. म्हणजेच ६२.२४ चौ. मी. कार्पेट व लगतचे ॲडजेस्टमेंट टेरेस यांसी कारपेट क्षेत्र १४५ चौ. फू. म्हणजेच १३.४७ चौ. मी. व एक कव्हर्ड कार पार्किंग नं. एफ. सी. ७ येणेप्रमाणे फ्लॅट/ सदनिका मिळकत त्यातील सर्व तद्रंगभूत वस्तूमात्रासह, त्यातील वहिवाटीचे व इजमेंट्स्या हक्कासह दरोबस्त, त्यातील लाईट मीटर, नळ कनेक्शन इ. सह. येणेप्रमाणे फ्लॅट/ सदनिका मिळकतीबाबत आज दिनांक २१/०४/२०२१ रोजी जाहीर नोटीस दिली असे.

स्वप्निल दत्तात्रय गायकवाड, ॲडव्होकेट
ऑफिस : शॉप नं. १, शंकर नारा अपार्टमेंट, बालाजी हाईट्स, ३२५ शनिवार पेठ, पुणे ३०, मो. ८०७७४२६२६, ९०९१३१८८२८
E-mail : advswapnil.gaikwad2626@gmail.com (स. क्र. २१८०७४४२६)

जाहीर नोटिसीस हरकत

तमाम लोकांस कळविण्यात येते की, वाडीया घांटी ॲन्ड कंपनी पुणे ॲडव्होकेट सॉलिसिटर्स, ३०१ अमोलिया, ११०२१०/६, शिवाजीनगर, लकाकी रोड, मॉडेल कॉलनी, पुणे ४११०१६ यांनी दिनांक ०७/०४/२०२१ रोजी दैनिक सकाळमध्ये प्रसिद्ध केलेल्या नोटिसीस आमचे अशील १) वितत प्रतिक झगडे व २) जयश्री आनंदराव कुदळे, दोन्ही रा. नवीन वसाहत, काजज, पुणे १६. यांच्यातर्फे हरकत घेण्यात येते की, मौजे लवळे, ता. मुळशी, जि. पुणे येथील मिळकत गट नं. १२८५ क्षेत्र ०६ हे. ५२.५० आर, गट नं. १२७९ क्षेत्र ०० हे. २१ आर या मिळकतीचे एकत्रित मालक म्हणून रामचंद्र महादू कुदळे, बाजीराव महादू कुदळे, बाळासाहेब महादू कुदळे, राजेंद्र महादू कुदळे हे असल्याचे प्रसिद्ध करुन, सदर मिळकतीच्या मालकी हक्क, हितसंबंध व अधिकार पडताळण्यास सांगितलेवरुन प्रसिद्ध केलेल्या जाहीर नोटिसीस, आमच्या अशिलांतर्फे जाहीर हरकत घेण्यात येत असून, सदरील मिळकती व इत मिळकती कूळ हक्काने आमचे अशील नं. १ यांचे आजोबा मूळ मालक शंकर लक्ष्मण कुदळे वहिवाटीत होते. त्यांच्यानंतर वारसा हक्काने त्यांची तीन मुले महादू, सहादू, एकनाथ यांना कूळ कायद्याने एकत्र कुटुंबात मिळालेली आहे. त्यामुळे त्यांच्या हयातीत व त्यांच्यानंतर त्यांच्या एकत्र कुटुंबाच्या मिळकतीचे वारसांमध्ये अद्याप सरस-निरस मानाने वाटप झालेले नाही. त्यामुळे सदर मिळकतीमध्ये आमच्या अशिलांच्या वहिवाटीवाजिव वारसा हक्काने अविभक्त हिस्सा असून सदरील अविभक्त हिस्सा स्वतंत्र कब्जाने वाटप करुन मिळण्यासाठी आमच्या अशिलांनी पुणे वेथील दिवाणी न्यायालयात वाटप दावा रे. मु. नं. २७६/२०१८ दाखल केलेला असून, सदरील दावा न्यायप्रविष्ठ आहे व सदरील दाव्यात रामचंद्र, बाजीराव, बाळासाहेब, राजेंद्र महादू कुर्फ महादेव कुदळे हे प्रतिवादी नं. १५ ते १८ असून त्यांनी सदरील दाव्यात स्वतंत्र कब्जाने वरील मिळकतींचे व त्यांच्या वहिलीपार्जित इत मिळकतींचे कैफियत देऊन वाटप मागितलेले आहे. त्यामुळे नोटीसमधील मजकूर मिळकत ही निर्वेध व निजोखमी नाही. सदरील मिळकत ही दाव्याचा विषय असल्यामुळे खरेदीखत अथवा विक्री व्यवहार करता येणार नाहीत. त्यामुळे सदर मिळकतीचे मालक म्हणून व्यवहार केल्यास सदरील व्यवहार आमच्या अशिलांवर व त्यांच्या अविभक्त हिस्स्यावर बंधनकारक राहणार नाहीत.

त्यामुळे पाचुर्वे वर नमूद मिळकतीचे कोणतेही खरेदी-विक्री व्यवहार अथवा त्यासंबंधीचे इतर व्यवहार करू नयेत. म्हणून दिनांक ०७/०४/२०२१ रोजीचा जाहीर नोटिसीस आमच्या अशिलांतर्फे हरकत घेण्यात येत आहे. याची नोंद घ्यावी.

दिनांक २०/०४/२०२१

शिवाजी रघुनाथ इभाड, ॲडव्होकेट
२०६क, सोपाननगर, सासवड, ता. पुरंदर, जि. पुणे मो. ९३२५३२२६३३ (सा.क्र. २१०४१५४१५१)

जाहीर नोटीस

तमाम लोकांना कळविण्यात येते की, खालील परिशिष्टातील मिळकतीचे विक्रेता **श्री. सहुल चंद्रभान खरात** रा. चंदनगर, खराडी, पुणे, ४११०१४ यांची सदर परिशिष्टातील मिळकत आम्ले आशिलांना विक्रेसनावनीता देण्याबाबत बोलणी सुरू आहेत. तसेच सदर मिळकत निर्वेध व निजोखमी व बोजाविरहीत असल्याचे तसेच मार्केटेबल टायटल असल्याची खात्री व भरवसा आम्च्या अशिलांनी दिलेला आहे. सदर मिळकतीमध्ये अन्य कोणाचाही खरेदी, हक्क, हितसंबंध, वसार, लिज, लिन, महाणपत्र, दान, बक्षीस, मुखत्यारपत्र वगैरे कोणत्याही प्रकारचे हक्क, हितसंबंध असल्यास अशा व्यक्तींनी ही नोटीस प्रसिद्ध झालेपासून **१० (दहा) दिवसांचे आत**, दिलेल्या पत्त्यावर मूळ कागदपत्र दाखवून हरकत घ्यावी, तसेच पुढतीत कोणाचीही, कसल्याही हरकत न आल्यास सदर मिळकती निर्वेध व निजोखमी आहे किंवा संबंधानी त्यांचे असलेले हक्क हितसंबंध अधिकार जागीच्यूढील सोडून दिलेले आहेत, असे समजले जाईल. तदनंतर कोणाचीही कोणत्याही प्रकारची तक्रार चालणार नाही, याची नोंद घ्यावी.
परिशिष्ट: पुणतवी पुणे, पोटतुकडी तालुका हवेली, मे. शबरीवरदूर साहेब हवेली नं. १ ते २७, पुणे तसेच पुणे महानगरपालिका, यांचे हद्दीतील **गाव मौजे वडगावशेरी** येथील **मिळकत सर्वे नं. ४८, हिस्सा नं. ४/१,** यासी **एकूण क्षेत्र ०२ हे. १४.०९ आर, पो.क्षे.नसू.** यासी **आकार रु. ००-२५ पैसे** यासीच मिळकत मालकांचे खरेदी मालकी वहिवाटीचे **क्षेत्र ०० हे. ०२.४५ आर**, यांसी **आकार रु. ००-०८ पैसे,** ही मिळकत, यांसी **चतु:सिमा** खालीलप्रमाणे
पुर्वेस: गायकवाड यांची मिळकत, **दक्षिणेस:** रस्ता, **पश्चिमेस:** रस्ता, **उत्तरेस:** अर्बाणल शेलार यांची मिळकत.
वेगेवगळे जाहीर नोटीस असे.
पुणे, दिनांक: २१/०४/२०२१

सोनल एस. साळुंके, ॲडव्होकेट,
स.नं. ४१, शर्वे मार्केट बिल्डींग, चंदननगर, खराडी, पुणे ४१९०१४ मो. नं. ७०३८८८२९४०

पिंपरी चिंचवड महानगरपालिका, पिंपरी- ४११०१८

मध्यवर्ती भांडार विभाग

अल्प मुदतीची जाहीर सूचना क्र.- ११/२०२१-२२

पिंपरी-चिंचवड महानगपालिकेचे नवीन भोसरी, थेरगाव, आकुर्डी व नवीन जिजामाता रुग्णालयामध्ये कोविड-१९ या संसर्गजन्य आजाराच्या पार्श्वभूमीवर तातडीने आवसीयु सुरू व इतर बेडस करणेसाठी उपकरणे /साहित्य खरेदीकामी उत्पादित कंपनी अथवा उत्पादित कंपनी विक्रेते / वितरक यांचेकडून दरपत्रक मागिवणेत येत आहे. त्याचा तपशील खालीलप्रमाणे :-

अ. क्र.	साहित्याचा तपशिल	अंदाजे किंमत	बयाणा रक्कम रु.	अनामत रक्कम रु.	फॉर्म फी	कामाची मुदत
१	कोविड-१९-या संसर्गजन्य आजाराच्या पार्श्वभूमीवर तातडीने आवसीयु सुरू व इतर बेडस करणेसाठी उपकरणे / साहित्य खरेदी सोबतच्या शेडयूल /स्पेसिफिकेशन प्रमाणे करणेबाबत.	१५,९३,७९१/-	१५,९३१/-	७९,६५५/-	५०४०/-	३० टक्के उपकरणे /साहित्य २ दिवसाच्या मुदतीत व ७० टक्के उपकरणे/ साहित्य ७ दिवसाच्या मुदतीत

सदर जाहीर सूचनेतील पुरवठ्याचा तपशील अनामत, बयाणा रक्कम, नियम, अटी-शर्ती इत्यादीची माहिती मनपाच्या **www.pcmcindia.gov.in** या वेबसाईटवर उपलब्ध आहे. सदर उपकरणे /साहित्य खरेदीसाठी दोन लिफाफा पद्धतीने दर मागविण्यात येत आहेत. इच्छुक दरपत्रक धारकांनी त्यांचे दरपत्रक लिफाफा पद्धतीने सादर करावयाचे आहे.

सदरची अल्प मुदतीची जाहीर सूचना दिनांक १९/०४/२०२१ ते दिनांक २२/०४/२०२१ अखेर सकाळी ११.०० वाजेपर्यंत मध्यवर्ती भांडार विभाग पिंपरी चिंचवड महानगरपालिका, पिंपरी -१८ येथे समक्ष बंद लिफाफ्यात करावयाची आहे.

कोणतेही कारण न देता दरपत्रक पूर्णत: किंवा अंशत: मंजूर अथवा नामंजूर करण्याचा अधिकार मा. आयुक्त सो पिंपरी-चिंचवड महानगरपालिका, पिंपरी, पुणे यांनी स्वत:कडे राखून ठेवला आहे.

जाहिरात क्र. - ८२९

क्रमांक -भभा/१७/कावि/१५५/२०२१
दिनांक : १९/०४/२०२१

सही/-
आयुक्त
पिंपरी-चिंचवड महानगरपालिका पिंपरी, १८

Regd. Office: Marvel Edge, Office No. 7010 C & D, 7th Floor,
Opposite Neco Garden Society, Viman Nagar, Pune 411014.
Tel: +91 20 66813232 | Email: info@quickheal.com
CIN - L72200MH1995PLC091408

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY POSTAL BALLOT/ E-VOTING BY QUICK HEAL TECHNOLOGIES LIMITED ON SUNDAY APRIL 18, 2021 AT MARVEL EDGE, 7010, C & D, 7TH FLOOR, VIMAN NAGAR, PUNE – 411014

1. APPROVAL FOR BUYBACK OF EQUITY SHARES OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Article 9 of the Articles of Association of the Company and the provisions of Sections 68, 69, 70 and 110 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, and the Companies (Management and Administration) Rules 2014, as amended and to the extent applicable, and in compliance with Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "Buyback Regulations"), including any amendments, statutory modifications or re-enactments for the time being in force, and 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 the Securities and Exchange Board of India ("SEBI"), the stock exchanges on which the equity shares of the Company are listed (the "Stock Exchanges") and other authorities, institutions or bodies (the "Appropriate Authorities") while granting such approvals, permissions and sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee constituted/to be constituted by the Board to exercise its powers, including the powers conferred by this resolution) and on the terms and conditions set out in the explanatory statement (which may be modified based on regulatory requirements), the approval of the shareholders be and is hereby accorded for the buyback by the Company of up to 6,326,530 fully paid-up equity shares of ₹ 10/- (Rupees ten only) each of the Company ("Equity Shares") (representing up to 9.85% of the total issued and paid-up equity share capital of the Company as per the audited standalone financial statements as at and for the period ended March 31, 2020) at a price of ₹ 245/- (Rupees two hundred and forty five only) per Equity Share ("Buyback Price") payable in cash for an aggregate amount of up to ₹ 1,550 million (Rupees one thousand five hundred and fifty million only) ("Buyback Size") (excluding 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), which 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, respectively, on a proportionate basis through the "tender offer" route as prescribed under the Buyback Regulations, from all the shareholders who hold Equity Shares as of the record date ("Buyback").

RESOLVED FURTHER THAT all of the shareholders of the Company will be eligible to participate in the Buyback, including promoters and promoter group of the Company (including members thereof)

and persons in control (including persons acting in concert), who hold Equity Shares as of the record date (the "Record Date") to be subsequently decided by the Board or a committee of the Board.

RESOLVED FURTHER THAT 15% of the Equity Shares that the Company proposes to Buyback or number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for small shareholders in accordance with the provisions of the Buyback Regulations.

RESOLVED FURTHER THAT the Company shall implement the Buyback through the "tender offer" route as prescribed under the Buyback Regulations using 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 9, 2016, including any amendments or statutory modifications for the time being in force.

RESOLVED FURTHER THAT the Buyback from the shareholders who are residents outside India including Foreign Corporate Bodies (including erstwhile Overseas Corporate Bodies), Foreign Institutional Investors/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.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power(s) conferred hereinabove as it may in its absolute discretion deem fit, to any Committee ("Buyback Committee") / any one or more Director(s)/Officer(s)/Authorised Representative(s) of the Company to give effect to the aforesaid resolutions, including but not limited to finalizing the terms of the Buyback like record date, entitlement ratio, the time frame for completion of Buyback; appointment of merchant banker, brokers, lawyers, depository participants, escrow agents, bankers, advisors, registrars, scrutinizers, consultants/intermediaries/agencies, as may be required, for the implementation of the Buyback; preparing, finalizing, signing and filing of the public announcement, the draft letter of offer/ letter of offer with SEBI, the Stock Exchanges where the Equity Shares are listed and other appropriate authorities and to make all necessary applications to the appropriate authorities for their approvals including but not limited to approvals as may be required from the SEBI and RBI; and initiating all necessary actions for preparation and issue of various documents including public announcement, draft letter of offer, letter of offer, opening, operation and closure of necessary accounts including escrow account, special account with the bank, demat escrow account, trading account, entering into escrow agreements as required under the Buyback Regulations, filing of declaration of solvency, obtaining all necessary certificates and reports from statutory auditors and other third parties as required under applicable law, extinguishing dematerialized shares and physically destroying share certificates in respect of the Equity Shares bought back by the Company, and filing such other undertakings, agreements, papers, documents and correspondence, as may be required to be filed in connection with the Buyback with SEBI, RBI, Stock Exchanges, Registrar of Companies, Depositories and/or other regulators and statutory authorities as may be required from time to time.

RESOLVED FURTHER THAT nothing contained herein shall confer any right on the part of any shareholders to offer and/or any obligation on the part of the Company or the Board or Buyback Committee to Buyback any shares, and/or impair any power of the Company or the Board or Buyback Committee to terminate any process in relation to such Buyback, if so permissible by law.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board and/or Buyback Committee is hereby empowered and authorised on behalf of the Company to accept and make any alteration(s), modification(s) to the terms and conditions as it may deem necessary, concerning any aspect of the Buyback, in accordance with the statutory requirements as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as the Board and/or any person authorised by the Board may, in its/his/her absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters consequential to the Buyback without seeking any further consent or approval of the shareholders or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

//Certified True Copy//
For Quick Heal Technologies Limited

A Srinivasa Rao

Digitally signed by A Srinivasa Rao
DN: c=IN, o=Personal, 2.5.4.20=71defdc070d8d8ecf320f4876056d3182aaddd6ed140b36e83171a07d993bb70, postalCode=411030, st=MAHARASHTRA, serialNumber=2be080362b27c13648a44d0875ee7118c33a2bd8e534eca0c177975631e001c6, cn=A Srinivasa Rao
Date: 2021.04.19 15:27:39 +05'30'

A. Srinivasa Rao
Company Secretary

Date: April 19, 2021
Place: Pune