



August 29, 2022

**BSE Limited**

Corporate Services Department  
Phiroze Jeejeeboy Towers  
Dalal Street, Mumbai-400 001

**Scrip Symbol: QUINT**

**Scrip Code: 539515**

**Subject: Notice of the 37<sup>th</sup> Annual General Meeting**

**Reference: Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015**

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Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, notice is hereby given that a meeting of the shareholders of the Company will be held on Friday, September 23, 2022, at 4:00 p.m. IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

The Company has provided to its members the facility to cast their votes by electronic means (remote e-voting) as well as e-voting during the AGM on all the resolutions set forth in the Notice of the 37<sup>th</sup> AGM. The detailed process to join the meeting through VC / OAVM and e-voting, are set out in Notice.

The Notice of the Annual General Meeting and the Annual Report for the Financial year 2021-2022 have been sent to all the Members whose email addresses are registered with the Depository Participant and/or Skyline Financial Services Private Limited (RTA) on Friday, August 26, 2022.

**Brief details of the 37<sup>th</sup> AGM of the Company are as below:**

<b>Date and Time of AGM</b>	Friday, September 23, 2022, at 4:00 p.m. IST
<b>Mode</b>	Video Conferencing/ Other Audio-Visual Means
<b>Record Date (cut-off date) for voting</b>	Friday, September 16, 2022
<b>Commencement of remote e-voting</b>	Tuesday, September 20, 2022 (9:00 A.M. IST)
<b>End of remote e-voting</b>	Thursday, September 22, 2022 (5:00 P.M. IST)
<b>Book closure date</b>	Saturday, September 17, 2022, to Friday, September 23, 2022 (both days inclusive)

Please find enclosed the Notice of the 37<sup>th</sup> Annual General Meeting.

This intimation will also be hosted on the website of the Company i.e. [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com).

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**QUINT DIGITAL MEDIA LIMITED**

*(Formerly known as Gaurav Mercantiles Limited)*

**Registered Office: 403 Prabhat Kiran, 17, Rajendra Place, Delhi- 110008 Tel: 011 45142374**

**Corporate Office: Carnousties’s Building, Plot No. 1, 9th Floor, Sector 16A, Film City, Noida-201301 Tel: 0120 4751818**

**Website: [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com), email: [cs@thequint.com](mailto:cs@thequint.com), CIN: L74110DL1985PLC373314**



We request you to take the above information on record.

Yours sincerely

**For Quint Digital Media Limited**

QUINT DIGITAL MEDIA LTD.

**Tarun Belwal**

Company Secretary & Compliance officer

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**Website: [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com), email: [cs@thequint.com](mailto:cs@thequint.com), CIN: L74110DL1985PLC373314**



**QUINT DIGITAL MEDIA LIMITED**  
(formerly known as Gaurav Mercantiles Limited)

**CIN:** L74110DL1985PLC373314 | **ISIN:** INE641R01017 | **BSE SCRIP CODE:** 539515  
**Registered Office:** 403 Prabhat Kiran, 17, Rajendra Place, Delhi- 110008  
**Email:** cs@thequint.com | **Contact No.:** 011-45142374 | **Website:** www.thequint.com

## NOTICE OF THE ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the Thirty Seventh (37<sup>th</sup>) Annual General Meeting of the Members of Quint Digital Media Limited (formerly known as Gaurav Mercantiles Limited) (**“the Company”**) will be held on Friday, September 23, 2022 at 04:00 pm IST through Video Conferencing (**“VC”**) / Other Audio-Visual Means (**“OAVM”**) to transact the following businesses.

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31, 2022, the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Ritu Kapur (DIN: 00015423), Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.
3. To appoint a Director in place of Ms. Vandana Malik (DIN: 00036382), Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

### **SPECIAL BUSINESS:**

4. **To approve making investment in Quintype Technologies India Limited**

To consider and if thought fit, to give ASSENT/ DISSENT to the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the **“Act”**) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules (including any statutory modification(s) or re- enactment(s), Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company’s policy on Related Party transaction(s), enabling provisions of the Memorandum of Association and the Articles of Association of the Company and subject to such approval(s), consent(s), sanction(s) and

permission(s), if any, as may be necessary, the consent of the Members be and is hereby accorded for increasing the investment limit upto INR 50 Crores (Indian Rupees Fifty Crores only) by subscribing to the equity shares and/ or the compulsory convertible preference shares and/ or the compulsorily convertible debentures including acquisition of securities from the other shareholders of Quintype Technologies India Limited, a related party within the meaning of the Section 2(76) of the Act in one or more tranches on mutually agreed terms and conditions.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized and empowered to do all such acts, deeds, things and to give such directions as may be deemed necessary or expedient including acceptance and finalization of all such terms, condition(s), modification(s) and alteration(s) to give effect above resolution including with the power to transfer/ dispose of the investments so made, from time to time, and the Board/ Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise in regard to such investments and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.”

5. **To approve the revised related party transaction limits**

To consider and if thought fit, to give ASSENT/ DISSENT to the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules (including any statutory modification(s) or re- enactment(s) notified thereunder, Regulation 23

of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company's policy on the Related Party transaction(s), enabling provisions of the Memorandum and Articles of Association of the Company and such other applicable laws and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from appropriate authorities, to the extent applicable and wherever necessary, the consent of the Members be and is hereby accorded to revise the related party transaction limits as approved by the Members through postal ballot notice dated February 9, 2022, with following persons identified as related party within the meaning of the Section 2(76) of the Act on arm's length basis and in ordinary course of business in the following manner:

	Name of the Related Party	Description of the contract/ transactions	Period	Maximum value
1.	Quintillion Business Media Limited	Purchase and sale of content, cost sharing, professional & editorial services and advertising services	On-going	INR 10 Crores per annum
2.	Quintype Technologies India Limited	Cost sharing and Website development and maintenance	On-going	INR 6 Crores per annum
3.	Spunklane Media Private Limited	Purchase and sale of content, cost sharing, professional & editorial services and advertising services	On-going	INR 10 Crores per annum
4.	RB Diversified Private Limited	Cost sharing and professional services	On-going	INR 6 Crores per annum
5.	YKA Media Private Limited	Purchase and sale of content, cost sharing, professional & editorial services and advertising services	On-going	INR 4 Crores per annum

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof, and to take all such steps and do all such acts, deeds and things as may be considered necessary, expedient, usual, proper or incidental in relation to the said matter and take such actions and give such directions as they may consider as necessary or desirable to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director or any Officer(s) / Authorised Representative(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Directors of the Company be and are hereby severally authorised to finalize, settle and execute such documents/deeds/writings/papers/ agreements including any service agreement as may be required and to give necessary consents and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

**By order of the Board of Directors  
For Quint Digital Media Limited**

**Date:** August 5, 2022  
**Place:** Noida

**Tarun Belwal  
Company Secretary  
M No: A39190**

**NOTES:**

1. In view of the continuing COVID-19 global pandemic the Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021, and General Circular No. 02/2022 dated May 5, 2022 (“MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (“SEBI Circulars”) have permitted the holding of the Annual General Meeting (“AGM”) through Video Conference/ Other Audio Visual Means till December 31, 2022, without mandating the physical presence of the Members at a common venue. It shall be deemed that the venue for 37<sup>th</sup> AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 (the “Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 (the “Listing Regulations”), MCA Circulars and SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (“CDSL”) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The procedure for participating in the meeting through VC/OAVM is explained in these Notes and it is also available on the website of the Company at [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com).
4. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members can attend the AGM through VC/OAVM and cast their votes through e-voting. Hence Proxy Form and Attendance Slip are not annexed to this Notice.
5. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Company at [cs@thequint.com](mailto:cs@thequint.com).
6. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 17, 2022 to Friday, September 23, 2022 (both days inclusive) for the purpose of the 37<sup>th</sup> AGM.
7. The details as required under the provisions of Regulations 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (“ICSI”), in respect of Director seeking re-appointment at this AGM, forms part of the Notice.
8. The Statement pursuant to Section 102(1) of the Act, with respect to the special businesses set out in the Notice is annexed.
9. Relevant documents referred to in the accompanying Notice are open for inspection at the registered office of the Company on any working day, between 11.00 A.M. and 01.00 P.M. up to the date of AGM, subject to the lock-down restrictions imposed, if any, and are also available electronically and any member seeking inspection of such documents can mail us at [cs@thequint.com](mailto:cs@thequint.com).
10. The following documents will be available for inspection by the Members electronically during the 37<sup>th</sup> AGM. Members seeking to inspect such documents can send an email to [cs@thequint.com](mailto:cs@thequint.com):
  - Certificate from the Secretarial Auditors relating to the Company’s Stock Option Plans under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act;
  - Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act; and
  - All such documents referred to in this Notice and the Explanatory Statement.
11. The Company is providing facility for voting by electronic means and the business may be transacted through such voting.

12. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for atleast 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
14. The Notice of the AGM along with Annual Report for FY 2021-22 has been uploaded on the website of the Company at [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com) and on the website of the BSE Limited at [www.bseindia.com](http://www.bseindia.com). The Notice of the AGM is also disseminated on the website of the CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com).
15. Members are requested to intimate/update changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. (along with duly cancelled cheque leaf stating the said details) to their Depository Participant in case the shares are held by them in electronic form or to the Skyline Financial Services Private Limited ("**RTA**") in case the shares are held by them in physical form, which will help the Company and the Company's RTA to provide efficient and better services.

SEBI in the recent past vide its inter-alia circular dated November 3, 2021 and December 14, 2021 has mandated shareholders holding securities in physical form to furnish PAN, Nomination Details, Contact details (Address with PIN, Mobile number and Email address), Bank account details and Specimen signature before they could avail any investor service. Accordingly, w.e.f. January 1, 2022, the RTA have started not to process any service requests or complaints received from the holder(s) / claimant(s), till PAN, KYC and Nomination documents/details are received/updated.

Folios wherein any one of the above mentioned details are

not available by April 1, 2023, shall be frozen. The relevant forms prescribed by SEBI for furnishing the above details are available on the website of the Company at [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com). The concerned shareholders are requested to register/ update the above mentioned details by submitting the prescribed forms duly filled and signed by the registered holders, by e-mail from their registered e-mail address to [cs@thequint.com](mailto:cs@thequint.com) or by submitting a physical copy thereof to the Skyline Financial Services Private Limited at A-505/506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072 India or through Email at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).

Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to the RTA of the Company by sending a request in Form ISR-1 to the RTA at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).

Members holding shares in dematerialized mode are also requested to register / update their PAN, Contact details (Address with PIN, Mobile number and Email address), Bank account details and Specimen signature with their respective Depository Participants (DPs), in case any of the said details are yet not updated or any change in the said details.

16. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA at their office address. If a member desires to opt-out or to cancel the existing nomination and record a fresh nomination, the member may request for the same in Form ISR-3 or Form SH-14 to the RTA, as the case may be. The forms are available on the website of the Company i.e. [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com). Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
17. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/8 dated January 25, 2022 has mandated listed companies to issue securities in dematerialised form only while processing service requests pertaining to viz. issue of duplicate securities certificate, claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR- 4, the format of which is available

on the Company's website at [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com). Members are requested to note that any service request would be processed only after the folio is KYC Compliant.

18. In view of the same and to eliminate all risks associated with physical shares and inherent benefits of dematerialization, Members are advised to dematerialise the shares held by them in physical form. Members can contact RTA for further assistance in this regard.
19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

#### **DISPATCH OF ANNUAL REPORT THROUGH EMAIL AND REGISTRATION OF EMAIL IDs**

20. In compliance with the applicable regulatory requirements, the Notice of 37<sup>th</sup> AGM and Annual Report for the Financial Year 2021-22 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories.
21. Shareholders holding shares in physical forms are requested to register/ update their email addresses by sending scanned copy of the following details to RTA at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com):
  - i. A signed request letter in form ISR-1 and provide other details like your name, email-id, folio number, number of shares held, copy of share certificate and complete address; and
  - ii. Self-attested scanned copy of PAN and an identity proof (such as Aadhaar Card, Driving License, Election Identity Card).

Members holding shares in dematerialized mode are requested to register/ update their email addresses with their Depository Participants.

#### **INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC / OAVM**

22. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

23. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
24. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
25. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
26. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
27. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system of CDSL.
28. Members who need assistance before or during the AGM, can contact Mr. Subhash Dhingreja, M/s Skyline Financial Services Private Limited A-505/506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072 India through Email at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com) or on Telephone No.: 022 28511022.

#### **PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS**

29. As the AGM is being conducted through VC / OAVM, members are encouraged to express their views / send their queries in advance mentioning their name, DP Id and Client Id/Folio No., e-mail id, mobile number at [cs@thequint.com](mailto:cs@thequint.com) to enable smooth conduct of proceedings at the AGM. Questions / Queries received by the Company on or before Friday, September 16, 2022 on the aforementioned e-mail id shall only be considered and responded to during the AGM.
30. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client Id / Folio No., PAN, mobile number at [cs@thequint.com](mailto:cs@thequint.com) on or before Friday, September 16, 2022. Those Members who have registered themselves as a speaker will only be

allowed to express their views/ask questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.

31. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [cs@thequint.com](mailto:cs@thequint.com). These queries will be replied to by the company suitably by email.
32. Those shareholders who have registered themselves as an attendee will be allowed to express their views/ask questions during the meeting. The member who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask the question.
33. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

For any other queries regarding attending the AGM through VC/OAVM or for any other matter, kindly write to the Company at [cs@thequint.com](mailto:cs@thequint.com) or to the RTA at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).

#### **PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM**

34. In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) Regulation 44 of the Listing Regulations and SS-2 issued by the ICSI, the Company is pleased to provide Members with a facility to exercise their right to vote by

electronic means for the business to be transacted at the AGM.

35. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Friday, September 16, 2022 shall only be entitled to attend and vote at the AGM. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
36. The remote e-voting period commences on Tuesday, September 20, 2022 (9:00 A.M. IST) and ends on Thursday, September 22, 2022 (5:00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, September 16, 2022, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Members, the Member shall not be allowed to change it subsequently. In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.
37. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

#### **GENERAL INFORMATION FOR SHAREHOLDERS**

38. Any person, who acquires shares of the Company and becomes member of the Company after sending the Notice and holding shares as on the cut-off-date i.e. Friday, September 16, 2022 may follow the same instructions as mentioned above for e-voting.
39. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) OR

Mr. Subhash Dhingreja, M/s Skyline Financial Services Private Limited A-505/506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072 India through Email at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com) or on Telephone No.: 022 28511022



Members may also write to the Company Secretary of the Company at the address: [cs@thequint.com](mailto:cs@thequint.com) or contact at Telephone No. 0120-4751818.

40. The Company has appointed Mr. Devesh Vashisht, (CP No. 13700), Practicing Company Secretary and Partner of M/s Sanjay Grover & Associates failing him, Ms. Priyanka, Partner, M/s Sanjay Grover & Associates, as Scrutinizer to scrutinize the voting process in a fair and transparent manner.
41. After completion of scrutiny of the votes, the scrutinizer, submit a consolidated scrutinizer's report of the total votes casted in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The results will be announced within the stipulated time under applicable laws.
42. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.quintdigitalmedia.com](http://www.quintdigitalmedia.com) and on the website of CDSL [www.cdslindia.com](http://www.cdslindia.com) and shall simultaneously be forwarded to the concerned stock exchanges.

**Instructions and other information relating to remote e-voting are as under:**

**Step 1: Access through CDSL e-Voting system in case of individual shareholders holding shares in demat mode**

- (i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of the Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only

facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (ii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by the Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the e-voting Menu. The Menu will have links of e-voting service provider i.e. CDSL. Click on CDSL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</li> </ol>

Type of shareholders	Login Method
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	<p><b>If you are already registered for NSDL IDeAS facility, follow the below steps:</b></p> <ol style="list-style-type: none"> <li>Please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile.</li> <li>Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section.</li> <li>A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services.</li> <li>Click on “Access to e-Voting” under e-voting services and you will be able to see e-voting page.</li> <li>Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> <p><b>If the user is not registered for IDeAS e-Services, follow the below steps:</b></p> <ol style="list-style-type: none"> <li>Option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol> <p><b>e-voting website of NSDL</b></p> <ol style="list-style-type: none"> <li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile.</li> <li>Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> </ol>

Type of shareholders	Login Method
	<ol style="list-style-type: none"> <li>After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” from Google Play or App Store.</li> </ol>
<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important Note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 022-23058542-43.
<b>Individual Shareholders holding securities in Demat mode with NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode**

(iii) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on “Shareholders” module.
3. Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

Details	For Members holding shares in Demat Form other than individual and Physical Form
<b>PAN</b>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
<b>Dividend Bank Details or Date of Birth (DOB)</b>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details.

- (iv) After entering these details appropriately, click on “SUBMIT” tab.
- (v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the EVSN for the “**Quint Digital Media Limited**” on which you choose to vote.
- (viii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (ix) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (x) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote to the Scrutinizer and to the Company at the email address i.e. [cs@thequint.com](mailto:cs@thequint.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**Process for those shareholders whose email addresses are not registered with the Depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:**

1. **For Physical Shareholders-** Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company’s RTA at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).
2. **For Demat Shareholders-** Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card),

AADHAR (self attested scanned copy of Aadhar Card) to RTA at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).

**Procedure for E-Voting on the day of the AGM**

- i. The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting.
- ii. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- iii. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- iv. If any votes are casted by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- v. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**FOR ATTENTION OF THE MEMBERS**

1. For prompt attention, requests for transfer of equity shares and related correspondence should be addressed to the Company’s Registrar & Share Transfer Agent: M/s Skyline Financial Services Private Limited A-505/506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072. For other matters, kindly write to the Secretarial Department of the Company at Carnousties’s Building, Plot No. 1, 9th Floor, Sector 16A, Film City, Noida- 201301.
2. Members are requested to refer any change of address among others:
  - To the Company’s Registrar in respect of their physical share folios.
  - To their Depository Participants (DPs) in respect of their

electronic demat accounts as the Company is obliged to print the bank details on the dividend warrant as furnished by NSDL/CDSL.

3. Members are requested to:
  - Send their queries, if any at least 7 days in advance of meeting so that the information can be made available.
  - Note that no gifts/coupons will be distributed at the AGM.

4. Members holding shares in multiple folios are requested to apply for consolidation to the Company or to the Registrar along with relevant share certificates.

5. Unclaimed dividends - Transfer to Investor Education and Protection Fund:

Members willing to claim unclaimed dividend are requested to correspond with the RTA of the Company, or to the Company Secretary, at the Company's registered office. Members are requested to note that dividends which are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act, be transferred to the Investor Education and Protection Fund (IEPF).

6. Dematerialisation of Shares and Liquidity: As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of the above and to avail various benefits of Dematerialisation, members are advised to dematerialize shares held by them in physical form. Dematerialisation facility is available both on NSDL and CDSL. Company's ISIN No. is INE641R01017. Members can contact the Company or Company's RTA at A-505/506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072 through email at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com) or on Telephone No.: 022 28511022
7. Members are requested to quote their Folio No./DP ID-Client ID and details of shares held in physical/demat mode, e-mail ids and Telephone No. for prompt reply to their communications.

8. Route map giving directions to the venue is not annexed to this Notice as meeting will be held through VC/OAVM.

9. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail the benefits of Dematerialisation, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

#### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

##### **Item No: 4**

Post obtaining the approval of the Audit Committee on August 5, 2022, the Board of Directors of the Company at their meeting held on August 5, 2022, approved to increase the limit of investment in Quintype Technologies India Limited ("Quintype India") from Rs. 12 Crores to Rs. 50 Crores. This limit is proposed to be increased to provide necessary operational funding to Quintype India by way of capital infusion. In addition, the enhanced investment limit will permit Quint Digital Media Limited to increase the equity stake in Quintype India by acquisition of shares/ convertible instruments/ other securities from other shareholders.

As per the provisions of Section 2(76) of the Companies Act, 2013 ("**Act**") read with Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015 (the "**Listing Regulations**"), RB Diversified Private Limited, Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Vandana Malik and Mr. Mohan Lal Jain shall be considered as "related party" and said transaction shall be considered as "related party transaction".

As per Section 188(1) of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing Regulations, specified transactions entered into between related parties, exceeding the threshold limit mentioned under the said rules and the Listing Regulations is required to be approved by the members of the Company by way of an Ordinary Resolution.

The specific information relating to proposed related party transaction required to be disclosed under pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI circular no SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 is as follows:

#	Details regarding the related party	Information
1.	A summary of the information provided by the management of the listed entity to the audit committee	
i.	Name	Quintype Technologies India Limited (" <b>Quintype India</b> ")
ii.	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur and Ms. Vandana Malik
iii.	Nature of relationship to qualify as related party	<ul style="list-style-type: none"> <li>Quintype India is a step-down material subsidiary of the Company.</li> <li>Mr. Raghav Bahl and Ms. Ritu Kapur holds directorship in Quintype India.</li> </ul>
iv.	Nature, material terms, monetary value and particulars of the contract or arrangements	Investment upto Rs. 50 Crores by subscribing to the equity shares and/ or the compulsory convertible preference shares and/ or the compulsorily convertible debentures including acquisition of securities from other shareholders.
v.	Particulars of the proposed transaction	Same as point no. 1 (iv)
vi.	Tenure of the transaction	Time upto which the investment limit will be exhausted.
vii.	Value of the proposed transaction	Investment upto Rs. 50 Crores
2.	Justification for why the proposed transaction is in the interest of the listed entity	<p>Quintype India, a step-down material subsidiary of the Company. Quintype India, a media technology company, engaged in providing a Software-As-A-Service platform for digital publishers and content creators and assists them to help create, distribute and monetise content.</p> <p>Quintype India is presently in growth phase and requires identified funding for its operations.</p> <p>Being the ultimate parent of Quintype India, QDML intends to provide necessary funding to Quintype India to support the business operations adequately. In addition, QDML also intends to increase its direct and indirect stake in Quintype India by acquiring shares/ convertible instruments/ other securities from other shareholders.</p>
3.	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under point 4(f) above; (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)	
I.	details of the source of funds in connection with the proposed transaction	Rights Issue <sup>1</sup> proceeds and/ or, other permissible limits including borrowings and/or internal accruals.
II.	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments <ul style="list-style-type: none"> <li>nature of indebtedness</li> <li>cost of funds; and</li> <li>tenure</li> </ul>	NA
III.	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	NA
IV.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Funds infused in Quintype India will be used to meet routine business expenditure including but not limited to operating and capital expenditure.
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	NA
5.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	NA
6.	Any other information that may be relevant	All the important information forms part of the Explanatory Statement pursuant to Section 102(1) of the Act which has been mentioned in the foregoing paragraphs. No other information remains undisclosed.

<sup>1</sup> The Company has filed on July 15, 2022 a Draft Letter of Offer with the Securities and Exchange Board of India to raise upto Rs.125 Crores through a Rights Issue. The Company is presently awaiting final observation letter from the Securities and Exchange Board of India in relation to the said Rights Issue.

The above being a related party transaction, all the related parties of the Company shall not vote on this resolution irrespective of the fact that such related party is a party or has interest in the said transaction.

Except Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Vandana Malik and Mr. Mohan Lal Jain, none of the Directors or the Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in the said resolutions.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

#### Item No: 5

Post obtaining the approval of the Audit Committee on August 5, 2022, the Board of Directors of the Company at their meeting held on August 5, 2022, approved to revise the limits of the related party transactions approved by the Members through postal ballot dated February 9, 2022.

#### A. Quintillion Business Media Limited

#	Details regarding the related party	Information
1	Name	Quintillion Business Media Limited (“ <b>QBM</b> ”)
2	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur and Ms. Vandana Malik
3	Nature of relationship to qualify as related party	<ul style="list-style-type: none"> <li>QBM is a step-down material subsidiary of the Company.</li> <li>Mr. Raghav Bahl and Ms. Ritu Kapur holds directorship in QBM.</li> <li>Ms. Vandana Malik is the sister of Mr. Raghav Bahl.</li> </ul>
4	Nature, material terms, monetary value and particulars of the contract or arrangements	Purchase and sale of content, cost sharing, professional & editorial services and advertising services. Monetary Value: up to <b>Rs. 10 Crores</b> per annum.
5	Any other information relevant or important for the shareholders to take a decision on the proposed resolution	No other information remains undisclosed
6	Particulars of the proposed transaction	Same as point no 4
7	Tenure of the transaction	On-going
8	Value of the proposed transaction	Up to Rs. 10 Crores per annum

#### B. Quintype Technologies India Limited

#	Details regarding the related party	Information
1	Name	Quintype Technologies India Limited (“ <b>Quintype India</b> ”)
2	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur and Ms. Vandana Malik
3	Nature of relationship to qualify as related party	<ul style="list-style-type: none"> <li>Quintype India is a material step down subsidiary of the Company.</li> <li>Mr. Raghav Bahl and Ms. Ritu Kapur holds directorship in Quintype India.</li> <li>Ms. Vandana Malik is the sister of Mr. Raghav Bahl.</li> </ul>
4	Nature, material terms, monetary value and particulars of the contract or arrangements	Cost sharing and Website development and maintenance services by Quintype India to the Company. Monetary Value: up to <b>Rs. 6 Crores</b> per annum.

As per the provisions of Section 2(76) of the Companies Act, 2013 (“**Act**”) read with Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015 (the “**Listing Regulations**”), RB Diversified Private Limited, Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Vandana Malik and Mr. Mohan Lal Jain shall be considered as “related party” and said transaction shall be considered as “related party transaction”.

As per Section 188(1) of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing Regulations, specified transactions entered into between related parties, exceeding the threshold limit mentioned under the said rules and the Listing Regulations is required to be approved by the members of the Company by way of an Ordinary Resolution.

The specific information relating to proposed related party transaction required to be disclosed under pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI circular no SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 is as follows:

#	Details regarding the related party	Information
5	Any other information relevant or important for the shareholders to take a decision on the proposed resolution	No other information remains undisclosed
6	Particulars of the proposed transaction	Same as point no 4
7	Tenure of the transaction	On-going
8	Value of the proposed transaction	Up to Rs. 6 Crores per annum

**C. Spunklane Media Private Limited**

#	Details regarding the related party	Information
1	Name	Spunklane Media Private Limited (“ <b>Spunklane Media</b> ”)
2	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur and Ms. Vandana Malik
3	Nature of relationship to qualify as related party	<ul style="list-style-type: none"> <li>Spunklane Media is an Associate Company.</li> <li>Ms. Ritu Kapur is holding directorship in Spunklane Media. She is the spouse of Mr. Raghav Bahl.</li> <li>Ms. Vandana Malik is the sister of Mr. Raghav Bahl.</li> </ul>
4	Nature, material terms, monetary value and particulars of the contract or arrangements	Purchase and sale of content, cost sharing, professional & editorial services and advertising services. Monetary Value: up to <b>Rs. 10 Crores</b> per annum.
5	Any other information relevant or important for the shareholders to take a decision on the proposed resolution	No other information remains undisclosed
6	Particulars of the proposed transaction	Same as point no 4
7	Tenure of the transaction	On-going
8	Value of the proposed transaction	Up to Rs. 10 Crores per annum

**D. RB Diversified Private Limited**

#	Details regarding the related party	Information
1	Name	RB Diversified Private Limited (“ <b>RBD</b> ”)
2	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur, Mr. Mohan Lal Jain and Ms. Vandana Malik
3	Nature of relationship to qualify as related party	Mr. Raghav Bahl along with Ms. Ritu Kapur owns 100.00% equity stake on a fully diluted basis of RBD. Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Vandana Malik and Mr. Mohan Lal Jain are holding directorship in RBD.
4	Nature, material terms, monetary value and particulars of the contract or arrangements	Cost sharing and professional services. Monetary Value: up to <b>Rs. 6 Crores</b> per annum.
5	Any other information relevant or important for the shareholders to take a decision on the proposed resolution	No other information remains undisclosed
6	Particulars of the proposed transaction	Same as point no 4
7	Tenure of the transaction	On-going
8	Value of the proposed transaction	Up to Rs. 6 Crores per annum

**E. YKA Media Private Limited**

#	Details regarding the related party	Information
1	Name	YKA Media Private Limited (“ <b>YKA</b> ”)
2	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur and Ms. Vandana Malik
3	Nature of relationship to qualify as related party	<ul style="list-style-type: none"> <li>YKA is an Associate of Quintillion Media Limited, a wholly owned subsidiary of the Company.</li> <li>Ms. Ritu Kapur is holding directorship in YKA. She is the spouse of Mr. Raghav Bahl.</li> <li>Ms. Vandana Malik is the sister of Mr. Raghav Bahl.</li> </ul>
4	Nature, material terms, monetary value and particulars of the contract or arrangements	Purchase and sale of content, cost sharing, professional & editorial services and advertising services. Monetary Value: up to <b>Rs. 4 Crores</b> per annum.
5	Any other information relevant or important for the shareholders to take a decision on the proposed resolution	No other information remains undisclosed
6	Particulars of the proposed transaction	Same as point no 4
7	Tenure of the transaction	On-going
8	Value of the proposed transaction	Up to Rs. 4 Crores per annum



Details required as per SEBI circular no SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 is as follows:

#	Details regarding the related party	Information
1	A summary of the information provided by the management of the listed entity to the audit committee	<b>Related Parties:</b> A. Quintillion Business Media Limited B. Quintype Technologies India Limited C. Spunklane Media Private Limited D. RB Diversified Private Limited E. YKA Media Private Limited Please see table A, B, C, D and E above.
2	Justification for why the proposed transaction is in the interest of the listed entity	Quint Digital Media Limited (“QDML”) holds majority/ significant minority stake in its material subsidiaries and associate companies. Hence, the proposed transactions between QDML and the related parties (as mentioned above) are for the furtherance of business interest of QDML/ its material subsidiaries/ associate companies, as applicable.
3	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under point 4(f) above; (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)	NA
4	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	NA
5	Percentage of the counter-party’s annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	NA
6	Any other information that may be relevant	No other information remains undisclosed.

The above being a related party transaction, all the related parties of the Company shall not vote on this resolution irrespective of the fact that such related party is a party or has interest in the said transaction.

Except Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Vandana Malik and Mr. Mohan Lal Jain none of the Directors or the Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in the said resolution.

The Board of Directors recommends the resolution for approval of the Members of the Company as an **Ordinary Resolution**.

**ANNEXURE TO THE NOTICE**  
**DETAILS OF DIRECTORS RETIRING BY ROTATION/ SEEKING APPOINTMENT/ RE-APPOINTMENT**  
**AT THE ENSUING ANNUAL GENERAL MEETING**  
**PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE**  
**REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2**

Details	Ms. Ritu Kapur	Ms. Vandana Malik
<b>DIN</b>	00015423	00036382
<b>Nationality</b>	Indian	Indian
<b>Date of Birth</b>	20/10/1967	25/12/1957
<b>Age</b>	54	64
<b>Qualification</b>	Master's in Film and TV Production at Mass Communication Research Centre (MCRC) from Jamia University New Delhi	Bachelor's degree in History
<b>Experience</b>	More than 20 Years	More than 20 Years
<b>Expertise in specific functional area/ Brief Resume</b>	Ms. Ritu Kapur is the Co-founder and CEO of The Quint and Board Member at Oxford University's prestigious Reuters Institute of Journalism and on the board of Future News Worldwide (an initiative in partnership with the British Council). She is also a Board Member of the World Editors Forum at WAN-IFRA (World Association of Newspapers and News Publishers). An activist of sorts in her college days at St. Stephen's College, Delhi University, Ritu's interest in media for social change was whetted when she did her Master's in Film and TV production at the Mass Communication Research Centre (MCRC) of Jamia University in New Delhi. Ritu joined Network18 Group as a founder member in 1992. She had started with producing THE INDIA SHOW, the country's first local production on a satellite channel, Star plus. She headed Programming at the History Channel, was Features' Editor at CNN IBN, where she launched the popular CJ (Citizen Journalist) Show, among others. She had also conceived and produced Bhanwar, a docu-drama based on real-life incidents. Her shows ran to popularity and critical acclaim, winning several awards. At The Quint, she is focused on scaling the innovative digital media venture, offering a combination of high-value digital journalism and storytelling.	Ms. Vandana Malik holds a Bachelor's Degree in History from the University of Delhi, India. She has over 20 years of experience in media & related sectors. From 1992 to 1994, she worked as Editorial Coordinator for Business India Television and Television Eighteen. She has been working as the Mumbai-bureau chief of TV18 since 1994 and in May 2006, she joined Studio18 as a Creative Director for the Feature Film production Unit. She was also on the Board of Directors of Network18 Media and Investments Limited, India's leading media conglomerate. She now serves on the Board of Directors at The Quint.
<b>Terms and Conditions of Appointment/ re-appointment</b>	Refer to item no. 2 of the Notice	Refer to item no. 3 of the Notice
<b>Remuneration last drawn (including sitting fees, if any)</b>	Details are mentioned in the Corporate Governance Report	Details are mentioned in the Corporate Governance Report
<b>Remuneration sought to be paid</b>	As per original terms of appointment	Nil
<b>Date of first appointment on the Board</b>	08/01/2019	20/01/2021
<b>Shareholding in the Company as on March 31, 2022</b>	36,86,498	Nil
<b>Relationship with other Directors/ Key Managerial Personnel</b>	Spouse of Mr. Raghav Bahl and Sister in law of Ms. Vandana Malik.	Sister of Mr. Raghav Bahl, and Sister in law of Ms. Ritu Kapur.

Details	Ms. Ritu Kapur	Ms. Vandana Malik
<b>Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years</b>	Nil	Nil
<b>Number of meetings of the Board attended during the year</b>	5/5	4/5
<b>Directorships of other Boards as on March 31, 2022</b>	<ol style="list-style-type: none"> <li>1. Digital Content Private Limited</li> <li>2. VT Media Private Limited</li> <li>3. B K Media Private Limited</li> <li>4. RRK Holdings Private Limited</li> <li>5. Web18 Securities Private Limited</li> <li>6. RRK Media Private Limited</li> <li>7. R B Software Private Limited</li> <li>8. Quintype Technologies Limited</li> <li>9. Network 18 Publications Limited</li> <li>10. V T Softech Private Limited</li> <li>11. RVT Softech Private Limited</li> <li>12. RB Diversified Private Limited</li> <li>13. YKA Media Private Limited</li> <li>14. Spunklane Media Private Limited</li> <li>15. Keyman Trading Services Private Limited</li> <li>16. Quintillion Business Media Limited</li> <li>17. Quintillion Media Limited</li> <li>18. R B Solar Power Private Limited</li> <li>19. Digipub News India Foundation</li> </ol>	<ol style="list-style-type: none"> <li>1) Network18 Publications Limited</li> <li>2) VT Softech Private Limited</li> <li>3) RB Diversified Private Limited</li> <li>4) India International Film Advisors Private Limited</li> <li>5) Digital Content Private Limited</li> <li>6) WS Media Ventures Private Limited</li> <li>7) VT Media Private Limited</li> <li>8) RRK Media Private Limited</li> <li>9) Web 18 Securities Private Limited</li> <li>10) RRK Holdings Private Limited</li> <li>11) B K Media Private Limited</li> </ol>
<b>Membership / Chairmanship of Committees of other Boards as on March 31, 2022</b>	Nil	Nil