the quint

QUINT DIGITAL LIMITED

CIN: L63122DL1985PLC373314 | **ISIN:** INE641R01017 | **BSE SCRIP CODE:** 539515
Registered Office: 403 Prabhat Kiran, 17, Rajendra Place, Delhi- 110008, Ph: 011-45142374
Corporate Office: Carnoustie Building, Plot No. 1, 9th Floor, Sec- 16A, Film City, Noida, Uttar Pradesh- 201301, Ph: 0120 4751818| **Email:** cs@thequint.com| **Web:** www.quintdigital.in

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 41st Annual General Meeting ("AGM") of the Members of Quint Digital Limited ("the Company") will be held on Tuesday, August 18, 2026, at 04:00 pm Indian Standard Time ("IST") through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

    a) the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon; and

    b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the report of Auditors thereon.

    In this regard, consider and if thought fit, pass the following resolutions as **Ordinary Resolution(s)**:

    a) "**RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby approved and adopted."

    b) "**RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors thereon, as circulated to the Members, be and are hereby approved and adopted."

2. To appoint Ms. Vandana Malik, Director (DIN: 00036382), who retires by rotation as a Director and in this regard, consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

    "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Vandana Malik, Director (DIN: 00036382), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

3. To appoint Ms. Ritu Kapur, Director (DIN: 00015423), who retires by rotation as a Director and in this regard, consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

    "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Ritu Kapur, Director (DIN: 00015423), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

4. To consider and approve re-appointment of Ms. Abha Kapoor (DIN: 01277168), as an Independent Director of the Company for a second term of five consecutive years and in this regard, consider and if thought fit, pass the following resolution as a **Special Resolution**:

    "**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations"), as amended, enabling provisions of the Articles of Association of the Company, and all other applicable laws, rules, regulations, directions and guidelines, and subject to such approvals, permissions, consents and sanctions as may be required from the appropriate authorities, to the extent applicable, based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Ms. Abha Kapoor (DIN: 01277168), who holds office as an Independent Director up to December 30, 2026 and being eligible for re-appointment, has given her consent along with a declaration that she meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years effective from December 31, 2026 upto December 30, 2031.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, and to execute and file all such documents, forms, returns as may be necessary, desirable or expedient for giving effect to this Resolution, including the filing of requisite forms and documents with the Registrar of Companies and such other statutory, regulatory or governmental authorities as may be required."

5. To consider and approve increasing the borrowing powers under Section 180(1)(c) of the Companies Act, 2013 upto INR 1,000 Crore and in this regard, consider and if thought fit, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Special Resolution passed by the Members through Postal Ballot on March 7, 2024, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the regulations, circulars and guidelines issued by the Securities and Exchange Board of India ("SEBI"), the Foreign Exchange Management Act, 1999 ("FEMA") and the rules and regulations made thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and all other applicable laws, rules, regulations, directions and guidelines, and subject to such approvals, permissions, consents and sanctions as may be required from the appropriate authorities, to the extent applicable, consent of the Members be and is hereby accorded to authorise the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise requires, any Committee thereof, including the Finance and Investment Committee ("FIC"), or any officer(s) authorised by the Board or such Committee to exercise the powers conferred by this Resolution) to borrow, raise, secure, avail or obtain, from time to time, any sum or sums of money, whether in Indian Rupees or any foreign currency, in any manner whatsoever, including but not limited to fund-based or non-fund-based facilities, term loans, working capital facilities, cash credit facilities, overdraft facilities, revolving facilities, guarantees, letters of credit, standby letters of credit, performance guarantees, bank guarantees, credit facilities, lines of credit, bill discounting facilities, supplier's credit, buyer's credit, inter-corporate deposits, commercial paper, debentures, bonds, notes, external commercial borrowings, foreign currency borrowings, financial indebtedness, issuance of securities or instruments, drawdowns under existing arrangements or any other form of financing, borrowing, indebtedness, credit support or financial assistance, whether secured or unsecured, subordinated or otherwise, from any bank, financial institution, body corporate, company, partnership, trust, fund, individual, government authority, multilateral institution, related party or any other person or entity, whether situated in India or outside India, upon such terms and conditions and with such security, guarantees, undertakings, covenants and/or other arrangements as the Board may deem fit, notwithstanding that the monies so borrowed together with the monies already borrowed by the Company (excluding temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount of monies borrowed and outstanding at any point of time shall not exceed INR 1,000 Crore (Indian Rupees One Thousand Crore Only).

RESOLVED FURTHER THAT consent of the Members be and is hereby accorded to delegate the power to FIC of the Board to use/ modify/ amend/ reduce/ enhance the existing or new borrowing facilities inter-changeably among various lenders, without any restriction on borrowing from a specific lender, subject to the overall borrowing limit.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to do all such acts, deeds, matters and things, and to take all such steps, actions and decisions as may be necessary, desirable or expedient for the purpose of giving effect to this Resolution, including but not limited to determining, finalising, amending and settling the terms and conditions of any borrowing, facility, loan, debt instrument, security, guarantee, agreement, document or arrangement, including with respect to the amount, tenure, interest, repayment, security, covenants and all other related matters, as the Board may deem fit in its absolute discretion."

6. To consider and approve creation of charges, mortgages, hypothecation on the immovable and movable properties of the Company under Section 180(1)(a) of the Companies Act, 2013 and in this regard, consider and if thought fit, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Special Resolution passed by the Members through Postal Ballot on March 7, 2024, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the regulations, circulars and guidelines issued by the Securities and Exchange Board of India ("SEBI"), the Foreign Exchange Management Act, 1999 ("FEMA") and the rules and regulations made thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and all other applicable laws, rules, regulations, directions and guidelines, and subject to such approvals, permissions, consents and sanctions as may be required from the appropriate authorities, to the extent applicable, consent of the Members be and is hereby accorded to authorise the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise requires, any Committee thereof, including the Finance and Investment Committee ("FIC"), or any officer(s) authorised by the Board or such Committee to exercise the powers conferred by this Resolution) to create, from time to time, in addition to any mortgage(s), hypothecation(s), charge(s), lien(s), pledge(s), assignment(s), encumbrance(s) or other security interest(s) already created by the Company, such mortgage(s), hypothecation(s), charge(s), lien(s), pledge(s), assignment(s), encumbrance(s) or other security interest(s), in such manner and upon such terms and conditions as the Board may deem fit, on all or any of the movable and/or immovable properties, assets, receivables, investments, rights, benefits and undertakings of the Company, whether present or future, and/or on the whole or any part of any undertaking(s) of the Company, together with the power to take over the management of the business and affairs of the Company in certain events of default, for securing any loan, borrowing, financial assistance, indebtedness, obligation, liability, guarantee, indemnity, credit support, commitment or financing arrangement of the Company, whether existing or future, whether fund-based or non-fund-based, in Indian Rupees or any foreign currency, including but not limited to term loans, working capital facilities, cash credit facilities, overdraft facilities, revolving facilities, guarantees, letters of credit, debentures, bonds, notes, external commercial borrowings, foreign currency borrowings, financial indebtedness, securities or instruments issued by the Company, or any other form of financing, borrowing, indebtedness, credit support or financial assistance, in favour of any lender(s), investor(s), security holder(s), creditor(s), agent(s), trustee(s) or any other person(s), upon such terms and conditions as may be agreed, together with interest, additional interest, compound interest, default interest, liquidated damages, commitment charges, fees, commissions, costs, expenses, premium on prepayment or redemption, remuneration payable to agents and trustees, amounts arising from fluctuations in exchange rates and all other monies payable by the Company under the relevant financing documents, agreements, deeds and arrangements entered into or to be entered into by the Company, containing such specific terms, conditions and covenants, including those relating to enforcement of security, as may be stipulated from time to time, provided that the aggregate amount of obligations secured by such mortgage(s), hypothecation(s), charge(s), lien(s), pledge(s), assignment(s), encumbrance(s) or other security interest(s) shall not at any time exceed INR 1,000 Crore (Indian Rupees One Thousand Crore Only).

RESOLVED FURTHER THAT consent of the Members be and is hereby accorded to delegate the power to FIC of the Board to use/ modify/ amend/ reduce/ enhance the existing or new borrowing facilities/ charges inter-changeably among various lenders, without any restriction on borrowing from a specific lender, subject to the overall borrowing limit.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to do all such acts, deeds, matters and things, and to take all such steps, actions and decisions as may be necessary, desirable or expedient for the purpose of giving effect to this Resolution, including but not limited to determining, finalising, amending and settling the terms and conditions of any borrowing, facility, loan, debt instrument, security, guarantee, agreement, document or arrangement, including with respect to the amount, tenure, interest, repayment, security, covenants and all other related matters, as the Board may deem fit in its absolute discretion."

7. To consider and approve the authorization to make investment(s) and/ or provide loan(s), and give guarantee(s) in excess of the limits prescribed under Section 186 of the Companies Act, 2013 and in this regard, consider and if thought fit, pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** in supersession of the Special Resolution passed by the Members through Postal Ballot on March 7, 2024, and pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the regulations, circulars and guidelines issued by the Securities and Exchange Board of India ("SEBI"), the Foreign Exchange Management Act, 1999 ("FEMA") and the rules and regulations made thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and all other applicable laws, rules, regulations, directions and guidelines, and subject to such approvals, permissions, consents and sanctions as may be required from the appropriate authorities, to the extent applicable, consent of the Members be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include, unless the context otherwise requires, any Committee, including the Finance and the Investment Committee ("FIC"), which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board or Committee to exercise the powers conferred on the Board by this Resolution) to:

a) give loans, inter corporate deposits from time to time on such terms and conditions as it may deem expedient to any person or other bodies corporate;

b) give on behalf of any person, body corporate, any guarantee in connection with a loan made by any other person to, or to any other person by any body corporate; and

c) acquire by way of subscription, purchase or otherwise the securities of any other body corporate

over and above the limits specified under Section 186(2) of the Act but shall not exceed at any time a sum equivalent to INR 1,000 Crore (Indian Rupees One Thousand Crore Only).

RESOLVED FURTHER THAT the Board (including Committee of the Board) be and is hereby authorized to invest in the companies, body corporates, partnership firms, subsidiaries, associates, joint venture, related parties entities or such other entities or persons as may be considered desirable, whether incorporated in India or overseas, give loans to them, provide guarantees on their behalf, within the limits, if any, as may be applicable from time to time and on such terms and conditions as may be deemed fit and expedient.

RESOLVED FURTHER THAT consent of the Members be and is hereby accorded to delegate the power to FIC of the Board to use/ modify/ amend/ reduce/ enhance/ utilize the limits under Section 186 of the Act, without any restriction, subject to the overall borrowing limit.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to do all such acts, deeds, matters and things, and to take all such steps, actions and decisions as may be necessary, desirable or expedient for the purpose of giving effect to this Resolution, including but not limited to determining, finalising, accepting, amending and settling the terms and conditions relating to any investment, loan, guarantee or security, including any modification, alteration, transfer or disposal thereof from time to time, and to resolve and settle any questions, difficulties or doubts that may arise in connection therewith, and further to negotiate, finalise, execute and deliver all agreements, documents, deeds, writings and other instruments, and to perform all such acts, deeds, matters and things as may be necessary, incidental or consequential thereto, as the Board may deem fit in its absolute discretion."

8. To consider and approve amendments to the Quint Digital Limited - Employee Stock Option Plan 2020 and in this regard, consider and if thought fit, pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEBSE Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and all other applicable laws, rules, regulations, circulars and guidelines issued by the relevant statutory and regulatory authorities, enabling provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, permissions, consents and sanctions as may be required from the appropriate authorities, to the extent applicable, consent of the Members be and is hereby accorded to amend the Quint Digital Limited – Employee Stock Option Plan 2020 ("QDL ESOP Plan 2020" or "Scheme") to empower the Nomination and Remuneration Committee, acting as the Compensation Committee, to undertake, from time to time, repricing of Stock Options granted or to be granted under the Scheme including reduction or revision of the Exercise Price, modification of vesting or exercise conditions, cancellation and re-grant of Options, or any other variation of the terms of Options, provided that repricing shall not be detrimental to the interests of the employees and shall be carried out in strict compliance with the SEBI SBEBSE Regulations, the Listing Regulations, and other Applicable Laws.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise requires, any Committee thereof, including the Nomination and Remuneration Committee acting in its capacity as the Compensation Committee, or any officer(s) authorised by the Board or such Committee to exercise the powers conferred by this Resolution) be and are hereby severally authorised and empowered to do all such acts, deeds, matters and things, and to take all such steps, actions and decisions, as may be necessary, desirable or expedient for giving effect to this Resolution, including resolving and settling any questions, difficulties or doubts that may arise in connection therewith, and accepting, approving and implementing such modifications, amendments, variations or alterations as may be required by any statutory, regulatory or other competent authority, or as may otherwise be considered necessary or incidental thereto, as the Board may deem fit in its absolute discretion."

9. To consider and approve entering into Material Related Party Transaction with related parties and in this regard, consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (the "Act") and the rules framed thereunder, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions, enabling provisions of the Memorandum and Articles of Association of the Company, and all other applicable laws, regulations, circulars, and guidelines, and subject to such approvals, permissions, consents and sanctions as may be required from the appropriate authorities, to the extent applicable, consent of the Members be and is hereby accorded to enter into the related party transaction(s) set out below, in one or more tranches, during the period of three financial years commencing from April 1, 2027 up to March 31, 2030, on such terms and conditions as may be mutually agreed between the parties, provided that such transactions are carried out in the ordinary course of business and on an arm's length basis:

#	Name of the Related Party	Description of the contract/ transactions	Maximum value (for each Financial Year)
1.	Quintype Technologies India Limited	Cost sharing, Website development and maintenance and other incidental services including reimbursement of related expenses	INR 10 Crores
2.	Spunklane Media Private Limited	Purchase and sale of content, cost sharing, professional & editorial services, advertising services and other incidental services including reimbursement of related expenses.	INR 10 Crores
3.	RB Diversified Private Limited	Cost sharing and professional services and other incidental services including reimbursement of related expenses.	INR 10 Crores
4.	YKA Technologies Private Limited (Formerly YKA Media Private Limited)	Purchase and sale of content, cost sharing, professional & editorial services, advertising services and other incidental services including reimbursement of related expenses.	INR 10 Crores

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise requires, any Committee constituted or to be constituted by the Board, or any officer(s) authorised by the Board or such Committee to exercise the powers conferred by this Resolution) be and are hereby severally authorised and empowered to negotiate, finalise, accept, execute and deliver all agreements, documents, undertakings, deeds, writings and other instruments, including any modifications, amendments, supplements or alterations thereto, and to determine, finalise and amend the terms and conditions relating to the aforesaid transaction, and to take all such steps, actions and decisions, and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for the purpose of giving effect to this Resolution, as the Board may deem fit in its absolute discretion."

10. To consider and approve alteration of Articles of Association of the Company and in this regard, consider and if thought fit, pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded to alter the Articles of Association of the Company by inserting the following new clause 107A after the existing clause 107 under the heading Board of Directors:

107A. Notwithstanding anything contained in these Articles, for so long as any financial indebtedness, debentures or other facilities availed by the Company remain outstanding and the relevant financing documents so provide, the relevant lender, debenture holder or debenture trustee acting on their behalf (the "Nominating Person") shall have the right, by notice in writing to the Company, to nominate person(s) as a director on the Board (the "Nominee Director") in accordance with the relevant financing documents. The Company and the Board shall take all necessary steps to appoint such Nominee Director. The Nominating Person shall also have the right, by notice in writing to the Company, to remove and replace the Nominee Director from time to time. The Nominee Director shall not be liable to retire by rotation and shall not be required to hold any qualification shares. The Nominee Director shall be entitled to receive notice of, and attend, all meetings of the Board and all committees thereof of which such Nominee Director is a member, together with copies of the agenda, notes, papers and minutes circulated to the other directors. If the Nominating Person does not appoint a Nominee Director, or pending such appointment, the Nominating Person may nominate observer to attend meetings of the Board, who shall be entitled to receive notices, agenda and minutes of Board meetings but shall not be entitled to vote.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things as may be deemed necessary or expedient, in its absolute discretion, to give effect to this resolution and to settle any questions, difficulties, or doubts that may arise in connection therewith and accept and implement such modifications, amendments, or alterations to the aforesaid resolution as may be suggested or required by the Registrar of Companies or any other statutory or regulatory authority, arising out of or incidental to the said amendment, 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."

By order of the Board of Directors
For Quint Digital Limited

Tarun Belwal
Company Secretary and
Compliance Officer
M No: A39190

Date: May 22, 2026
Place: Noida

Notes:

1. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025, read with circulars issued earlier on the subject ("MCA Circulars") and read with the circulars issued on the subject by the Securities and Exchange Board of India ("SEBI") ("SEBI Circulars"), have permitted the holding of the Annual General Meeting ("AGM") through VC/ OAVM till further orders, without mandating the physical presence of the Members at a common venue. It is clarified that the MCA Circulars shall not be construed as conferring any extension of the statutory time for holding of AGMs by companies under the Act. In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations"), as amended, from time to time, the 41st AGM of the Company is being held virtually.

2. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. It shall be deemed that the venue for 41st AGM shall be the Registered Office of the Company i.e. 403 Prabhat Kiran, 17, Rajendra Place, Delhi- 110008.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA circulars through VC/ OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for appointment of proxies by the Members will not be available for this AGM and hence the proxy form, attendance slip, and route map of AGM are not annexed to this notice.

4. Institutional Members/ Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/ JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/ OAVM on their behalf and to vote through remote e-Voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by e-mail to devesh@dpvassociates.com with a copy marked to helpdesk.evoting@cdslindia.com and cs@thequint.com. Institutional Members/ Corporate Members can also upload their Board Resolution/ Power of Attorney/ Authority Letter, by clicking on "Upload Board Resolution/Authority letter", etc. displayed under 'e-Voting' tab in their Login.

5. The Explanatory Statement pursuant to Section 102 of the Act with respect of the business Items Nos. 4 to 10 as set out above and the relevant details in respect of the Directors seeking re-appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") are annexed hereto. Requisite declarations have been received from the Directors seeking re-appointment.

6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM.

7. 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 to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoter/ Promoter Group, Institutional Investors, Directors, Key Managerial Personnel, Auditors, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

8. In compliance with the applicable regulatory requirements, the Notice of 41st AGM and Annual Report for the Financial Year ("FY") 2025-2026, including Financial Statements (along with Board's Report, Auditor's Reports or other documents required to be attached therewith), are being sent ONLY through electronic mode to those Members whose e-mail IDs are registered with the Company/ Registrar and Share Transfer Agent ("RTA")/ Depository Participants ("DPs"). A letter providing the web-link for accessing the Annual Report for the FY 2025-2026, including the exact path, will be sent to those Members who have not registered their e-mail IDs with the Company/ RTA/ DPs.

   In case any Member is desirous of obtaining physical copy of the Annual Report for the FY 2025-2026 and Notice of the 41st AGM of the Company, he/ she may send a request to the Company by writing at cs@thequint.com or Skyline

Financial Services Private Limited, Company's RTA at pravin.cm@skylinerta.com mentioning their DP ID and Client ID/folio no.

Members may note that the Notice and the Annual Report for the FY 2025-2026 will also be available on the Company's website at www.quintdigital.in, website of the Stock Exchange on which the equity shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.

9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, a certificate from the Secretarial Auditor of the Company certifying that the QDL ESOP Plan 2020 has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the relevant documents referred to in this Notice will be available, electronically, for inspection by the Members during the AGM. All the documents referred to in this Notice will also be available for inspection electronically without any fee by the Members from the date of circulation of this Notice up to the date of AGM. The Members seeking to inspect such documents can send an e-mail to cs@thequint.com mentioning his/ her/ its folio number/ DP ID and Client ID.

10. Pursuant to the MCA Circulars, physical attendance of the Members is not required at the AGM, and attendance of the Members through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

11. 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 not to leave their demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

12. The SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, has mandated for the Security Holders (holding shares in physical form) to furnish/update their Permanent Account Number ("PAN") and complete Know Your Customer ("KYC") details, including postal address with PIN code, mobile number, bank account details and specimen signature with the Company/ Company's RTA. Giving your Email ID and choice of Nomination are optional. Members are requested to register email id to avail online services and register the Nomination in their own interest.

The Members holding shares in physical form are requested to submit to RTA their PAN, KYC and Nomination details, by sending a duly filled and signed Form ISR-1, ISR-2, ISR-3, SH-13, SH-14, as applicable. The said forms can be downloaded from the Company's website of the Company through the link Shareholder Services.

Further, in respect of shares held in electronic/ demat form, the Members may please contact their respective Depository Participant for PAN/ KYC update and also comply with the SEBI Circulars to the extant applicable.

Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs/ RTA to enable servicing of notices/ documents/ Annual Reports and other communications electronically to their e-mail address in future.

13. The SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023 (updated as on December 28, 2023), has established a common Online Dispute Resolution Portal for the investors to raise disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

14. The SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, has mandated the listed companies to issue securities in demat form only, while processing service requests. It may be noted that any service request can be processed only after the folio is KYC compliant.

15. Regulation 40 of the Listing Regulations has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, the Members are advised to dematerialize the shares held by them in physical form.

Members can contact the Company's RTA, for assistance in this regard.

16. The SEBI has mandated submission of PAN by every participant in the securities market. The Members holding shares in electronic form are, therefore, requested to submit their PAN details to their Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Company's RTA.

17. Members holding more than one physical folios in identical order of names are requested to submit Form ISR-4 along with requisite KYC documents and share certificates to the Company's RTA for consolidation of holdings in one folio. The consolidated shares will be issued in dematerialized form only.

18. The SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, has introduced Special Window for Transfer and Dematerialisation of Physical Securities. A special window, as per mandate of SEBI, is available till February 4, 2027, to facilitate lodgement of transfer requests executed before April 1, 2019, but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents.

    Eligible shareholders are requested to submit the requisite documents before February 4, 2027, to Company/RTA. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock-in, during which they cannot be transferred, lien-marked, or pledged.

    In compliance with the aforesaid SEBI Circular, the Company regularly communicates the opening of this special window on a bimonthly basis through newspaper advertisements, copies of which are available on the Company's website i.e. www.quintdigital.in.

19. Since the Company has not paid any dividend in the past, the provisions with respect to Unclaimed dividends - Transfer to Investor Education and Protection Fund are not applicable on the Company.

20. Members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

    a. Members holding shares in physical forms are requested to register/ update their email addresses by sending scanned copy of the following details to the Company's RTA, Skyline Financial Services Private Limited, having office at A-506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai-400072 at pravin.cm@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, Certificate Number, Distinctive Number, 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).

    b. Members holding shares in dematerialized mode are requested to register/ update their email addresses with their DPs where they maintain their demat account.

21. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, MCA Circulars and SEBI Circulars, the facility for remote e-voting and e-voting in respect of the business to be transacted at the AGM is being provided by the Company through Central Depository Services (India) Limited ("CDSL"). Necessary arrangements have been made by the Company with CDSL to facilitate remote e-voting and e-voting during the AGM.

22. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the National Securities Depository Limited ("NSDL") and CDSL ("Depositories") as on the cut-off date i.e. Tuesday, August 11, 2026, 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 purposes only. 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. Tuesday, August 11, 2026, may follow the instructions mentioned in this Notice.

23. The remote e-voting period will commence from Saturday, August 15, 2026, (9:00 A.M. IST) and end on Monday, August 17, 2026, (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., Tuesday, August 11, 2026, 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.

24. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, August 12, 2026, to Tuesday, August 18, 2026, (both days inclusive) for the purpose of the 41st AGM of the Company.

25. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of Tuesday, August 11, 2026.

26. Those Members who are present at the AGM through VC/ OAVM facility and who have not cast their votes on the Resolutions through remote e-voting prior to the meeting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system available during the AGM. Members who have already cast their votes by remote e-voting prior to the AGM may also attend and participate in the AGM through VC/OAVM, however, they shall not be entitled to cast their votes again. Further, Members who have voted on some of the resolutions during the remote e-voting period shall be eligible to vote on the remaining resolutions during the AGM. The joining link for the meeting will be made available at the place where the Company's EVSN is displayed upon successful login to the CDSL portal, in accordance with the instructions provided in this Notice.

27. The procedure for participating in the meeting and casting votes through e-voting via VC/OAVM is explained in this Notice and is also available on the Company's website at **www.quintdigital.in**. The procedure for attending the AGM and exercising e-voting during the AGM is the same as that set out in this Notice.

28. If any votes cast by the Member through the e-voting available during the AGM and if the same Member has not participated in the meeting through VC/ OAVM facility, then the votes cast by such Member shall be considered as invalid as the facility of e-voting during the meeting is available only to the Members attending the meeting.

29. The Company has appointed Mr. Devesh Kumar Vasisht, Managing Partner of M/s DPV & Associates, LLP, as the scrutinizer for scrutinizing the entire voting process i.e., remote e-voting and e-voting during the AGM to ensure that the process is carried out in a fair and transparent manner.

    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.

    The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.quintdigital.in and on the website of CDSL www.evotingindia.com and shall simultaneously be forwarded to the concerned stock exchanges. Subject to the receipt of requisite number of votes in favour, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. Tuesday, August 18, 2026.

30. Members are encouraged to join the Meeting through Laptops/ IPads for better experience. Further Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting. 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.

31. 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.

32. Members who need assistance before or during the AGM, can contact Mr. Pravin Golatkar, M/s Skyline Financial Services Private Limited A-506, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai-400072, through email at pravin.cm@skylinerta.com or on Telephone No.: 022 49721245.

33. 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.

    All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, 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 or call toll free no.1800 2109 911.

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 or to the RTA at pravin.cm@skylinerta.com.

PROCEDURE TO RAISE QUESTIONS/ SEEK CLARIFICATIONS

1. 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 to enable smooth conduct of proceedings at the AGM. Questions/ Queries received by the Company on or before Friday, August 14, 2026, on the aforementioned e-mail id shall only be considered and responded during the AGM.

2. 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 on or before Friday, August 14, 2026. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The speakers members are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.

3. The members who do not wish to speak during the AGM but have queries, may send their queries on or before Friday, August 14, 2026, mentioning their name, demat account number/ folio number, email id, PAN, mobile number at cs@thequint.com. These queries will be replied to by the Company suitably by email.

4. Those members who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask their question.

5. 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.

INSTRUCTIONS AND OTHER INFORMATION RELATING TO REMOTE E-VOTING:

Step 1 : Access through CDSL/ NSDL e-voting system in case of individual shareholders holding shares in demat mode

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

The voting period begins on Saturday, August 15, 2026, and ends on Monday, August 17, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, August 11, 2026, may cast their vote electronically. The remote e-voting shall not be allowed beyond 5.00 PM on Monday, August 17, 2026. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further the Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Pursuant to the SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023 (last updated on January 30, 2026), read with 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.

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

In terms of SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023 (last updated on January 30, 2026), 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
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) 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. To login to Easi/ Easiest, users are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi/ Easiest the user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If the user is already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. 2) Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. 3) A new screen will open. The user will have to enter the User ID and Password. After successful authentication, the user be able to see e-voting services. 4) Click on "Access to e-voting" under e-voting services and the user will be able to see e-voting page. 5) Click on company name or e-voting service provider name and the user will be re-directed to e-voting service provider website for casting vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 6) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 7) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under "Shareholder/ Member" section. A new screen will open. The user have to enter the User ID (i.e. your 16 digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, the user will be redirected to NSDL Depository site wherein the user can see e-voting page. Click on company name or e-voting service provider name and the user will be redirected to e-voting service provider website for casting vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

Type of Shareholders	Login Method
	8) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. The user will have to enter 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, the user will be redirected to NSDL Depository site wherein the user can see e-voting page. Click on company name or e-voting service provider name and the user will be re-directed to e-voting service provider website for casting vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DPs)**	1. The user can also login using the login credentials of the demat account through their DP registered with NSDL/CDSL for e-voting facility. 2. After Successful login, the user will be able to see e-voting option. 3. Once the user clicks on e-voting option, the user will be redirected to NSDL/CDSL Depository site after successful authentication, wherein the user can see e-voting feature. 4. Click on company name or e-voting service provider name and the user will be redirected to e-voting service provider website for casting vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

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
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 2109 911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 or 022-48867000 or 022-24997000.

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

(i) 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

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 and voted on an earlier e-voting of any other 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
PAN	• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders) • Shareholders who have not updated their PAN with the Company/ DPs are requested to use the sequence number sent by Company/ RTA or contact Company/ RTA.

Details	For Members holding shares in Demat Form other than individual and Physical Form
Dividend Bank Details or Date of Birth (DOB)	• 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 field.

After entering these details appropriately, click on "SUBMIT" tab.

(iii) 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.

(iv) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the Electronic Voting Sequence Number ("EVSN") of the "Quint Digital Limited".

(vi) 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.

(vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(viii) 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.

(ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(x) You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.

(xi) 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.

(xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiii) **Additional Facility for Non - Individual Member 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 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.
- 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 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 at dpv@dpvassociates.com and to the Company at the email address i.e. 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:

Shareholders/Members may send a request to pravin.cm@skylinerta.com for procuring User ID and Password for e-voting by providing below mentioned documents:

1. **For Physical Shareholders** - Please provide necessary details like Folio No., Name of Member, 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).

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).

Shareholders holding shares in demat form are requested to refer to the login method explained above or may contact the Company at cs@thequint.com in case of any queries.

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 under help section or write an email to helpdesk.evoting@cdslindia.com or alternatively you may contact to the Registrar and Transfer Agent (i.e. M/s Skyline Financial Services Private Limited) at pravin.cm@skylinerta.com or to the Company at cs@thequint.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER

This Explanatory Statement outlines all pertinent facts and relevant details concerning the Special Business referenced in the accompanying Notice:

ITEM NO: 4

The Board of Directors ("Board"), on the recommendation of the Nomination and Remuneration Committee ("NRC"), at its meeting held on July 16, 2021, appointed Ms. Abha Kapoor (DIN: 01277168) as an Additional Director of the Company, to hold office up to the date of the next Annual General Meeting. Subsequently, the Members of the Company, through Postal Ballot approved on December 31, 2021, appointed Ms. Abha Kapoor as an Independent Director of the Company for a first term of five consecutive years, effective from December 31, 2021, up to December 30, 2026.

The first term of Ms. Abha Kapoor as an Independent Director is set to conclude on December 30, 2026. In terms of Section 149 of the Companies Act, 2013 ("Act"), an Independent Director is eligible to hold office for up to two consecutive terms of five years each, subject to the Members' approval by way of a special resolution.

Based on the recommendation of the NRC, and after due consideration of Ms. Abha Kapoor's performance evaluation carried out in accordance with the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), along with her demonstrated skills, competencies, experience, and the significant contributions made during her tenure, the Board, at its meeting held on May 22, 2026, approved the re-appointment of Ms. Abha Kapoor as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, commencing December 31, 2026, up to December 30, 2031, subject to the approval of the Members by way of a special resolution.

The performance evaluation of Ms. Abha Kapoor, conducted in the manner prescribed under the applicable laws, affirmed that she has been effective and efficient in discharging her roles and responsibilities as an Independent Director. The Board and its Committees have significantly benefited from her domain specialisation, professional expertise, and the perspective she brings to Board-level deliberations.

In the opinion of the Board, Ms. Abha Kapoor fulfils the conditions specified under the Act and the Listing Regulations for appointment as an Independent Director. She is independent of the management of the Company and possesses the integrity, expertise, and experience required for the role. She is a person of high repute and professional standing, and her continued association is expected to further strengthen the quality of the Board's deliberations and decision-making.

Brief Profile of Ms. Abha:

Ms. Abha Kapoor contributes actively to building companies and enhancing their governance. Today, as an Independent Director on multiple Boards including Quint Digital Limited and Quintype Technologies India Limited, Abha adds perspective to business building and brings "responsible" capitalism to the Boardroom. Her contributions have seen traction in strengthening both business and governance. Earlier, Abha established, as Founding Partner, K&J Search, a specialist boutique Media and Entertainment Executive Search firm before which she worked with an International bank. She is an alumnus of Sydenham College and holds a Master in Management degree from NMIMS (Narsee Monjee Institute of Management Studies). K&J established itself as a leader, partnering with the Media sector's growth from its early days, onboarding talent across global and Indian satellite brands, music labels, production houses, film studios, radio, digital/mobile, telecom and multinational advertising agencies. Apart from building the initial talent pool for the Media and Entertainment sector, the firm also took on numerous CXO-level mandates across the FMCG and Telecom sectors, garnering an impressive client list. It has been extremely gratifying for Abha to be at the forefront of the Media and Entertainment space and significantly contribute to the rapid expansion of India's M&E sector in the last few decades. Abha's "eye for talent" and quick grasp of businesses and business models across diverse sectors drove the aggressive growth trajectory of many new startups in the sector, and numerous founders relied on Abha to build their teams and establishing their brands.

In accordance with Section 160 of the Act, the Company has received a notice in writing from a member, along with the requisite deposit, proposing the candidature of Ms. Abha Kapoor for re-appointment as an Independent Director of the Company.

Ms. Abha Kapoor has confirmed that she is not disqualified from being appointed as a Director under Section 164 of the Act and has given her consent to act as a Director. The Company has also received a declaration from her confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. She has further affirmed that she is not debarred from holding the office of director by virtue of any order passed by SEBI, the Ministry of Corporate Affairs, or any other statutory authority, and that no circumstances exist, or are reasonably anticipated, that could impair her ability to discharge her duties as an Independent Director.

Ms. Abha Kapoor shall be entitled to receive remuneration by way of sitting fees for attending meetings of the Board and its Committees, as may be determined by the Board from time to time, within the limits prescribed under the Act. She shall also be reimbursed for expenses incurred in connection with her participation in such meetings.

In terms of Section 149(10), read with Schedule IV of the Act, and Regulation 25 of the Listing Regulations, the re-appointment of Ms. Abha Kapoor as an Independent Director requires the approval of the Members by way of a Special Resolution. Accordingly, the approval of the Members is being sought for her re-appointment, as set out in the accompanying Resolution.

Further, in terms of Regulation 17(1C) of the Listing Regulations, the approval of the Members for the appointment or re-appointment of a person on the Board is required to be obtained at the next general meeting, or within a period of three months from the date of appointment, whichever is earlier. Accordingly, it is proposed to seek the Members' approval for the re-appointment of Ms. Abha Kapoor as an Independent Director at this Meeting.

The necessary details and information, in accordance with the Listing Regulations and SS-2, are included in **Annexure** of the Notice.

Ms. Abha (being appointee) and her relatives, to the extent of their shareholding, if any, may be deemed to be concerned or interested, in the resolution No. 4 of the accompanying Notice.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends special resolution set out at Item No. 4 of this Notice, for the approval of the Members.

ITEM NO 5 AND 6

The Board of Directors, at its meeting held on February 6, 2024, and the Members of the Company, through Postal Ballot approved on March 7, 2024, had approved the borrowing limit of the Company up to INR 600 Crore (Indian Rupees Six Hundred Crore only), alongwith the authority to secure such borrowings by way of mortgage/charge on the movable and/or immovable properties and/or undertaking(s) of the Company.

Considering the Company's business plan and future business prospects, the Company may require additional funds, from time to time, from various sources including banks, financial institutions, NBFCs, multilateral institutions, or any other person, including related parties, whether in India or outside India, and whether in Indian Rupees or foreign currency, to support its ongoing and future operations.

In view of the above, and to ensure smooth and uninterrupted functioning of the Company, it is proposed to revise and enhance the overall borrowing limit of the Board of Directors ("the Board", which term shall, unless the context otherwise requires, be deemed to include any Committee constituted or hereinafter constituted by the Board, including the Finance and Investment Committee ("FIC"), or any officer(s) authorised by the Board or such Committee to exercise the powers conferred under the Resolutions) from INR 600 Crore to INR 1,000 Crore (Indian Rupees One Thousand Crore only), alongwith the authority to secure such borrowings by way of mortgage, charge, hypothecation, or other security interest on the Company's assets and undertaking(s).

In terms of Section 180(1)(c) of the Companies Act, 2013 ("Act"), the borrowing powers of the Board are restricted to an amount not exceeding the aggregate of the Company's paid-up share capital, free reserves, and securities premium (excluding temporary loans obtained from the Company's bankers in the ordinary course of business). The borrowings in excess of this limit require the prior approval of the Members by way of a Special Resolution. Further, in terms of Section 180(1)(a) of the Act, the power of the Board to sell, dispose of, lease, or otherwise create any mortgage, charge, or other security interest on the whole or substantially the whole of the undertaking(s) of the Company, or on any of its movable or immovable properties, likewise requires the prior approval of the Members by way of a Special Resolution.

The borrowings of the Company are, in general, required to be secured by way of suitable mortgage, charge, hypothecation, lien, pledge, or other security interest on all or any of the movable and/or immovable properties, assets, receivables, investments, rights, benefits, and undertaking(s) of the Company, whether present or future, in such form, manner, and ranking, and upon such terms and conditions, as may be determined by the Board from time to time, in consultation with the lender(s).

Accordingly, it is proposed to seek the approval of the Members by way of Special Resolutions, as set out at Item Nos. 5 and 6 of the Notice.

The Resolutions also seek to delegate to the FIC the power to use, modify, amend, reduce, or enhance existing or new borrowing facilities and related security interchangeably among various lenders, without restriction on borrowing from any specific lender, subject to the overall limit approved by the Members.

None of the Directors and/or Key Managerial Personnel of the Company, and/or their respective relatives, are, in any way, concerned or interested, financially or otherwise, in the said Resolutions, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolutions set out in Item Nos. 5 and 6 of the Notice for the approval of the Members.

ITEM NO 7

It is hereby informed that the Board of Directors, at its meeting held on February 6, 2024, and the Members of the Company, through Postal Ballot approved on March 7, 2024, had granted approval for making investments and/or giving guarantees or providing security to other body corporate(s) and other person(s), up to an aggregate limit of INR 600 Crore (Indian Rupees Six Hundred Crore only), under the provisions of Section 186 of the Companies Act, 2013 ("Act").

As per Section 186(2) of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, *inter-alia*, no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding:

i. sixty percent of its paid-up share capital, free reserves and securities premium account; or

ii. one hundred per cent of its free reserves and securities premium account, whichever is more.

unless a higher limit is approved by the Members by way of a Special Resolution.

Considering the Company's current and future business plans, and with a view to fulfilling its long-term strategic objectives and ensuring greater financial flexibility, it is proposed to enhance the aggregate limit prescribed under Section 186 of the Act upto INR 1,000 Crore (Indian Rupees One Thousand Crore only), notwithstanding that the aggregate of loans, investments, and guarantees already made or given, together with those proposed to be made or given by the Board, may exceed the limits otherwise prescribed under Section 186(2) of the Act.

In terms of Section 186 of the Act, read with the Companies (Meetings of Board and its Powers) Rules, 2014, the proposed enhancement requires the approval of the Members by way of a Special Resolution. Accordingly, it is proposed to seek the approval of the Members by way of Special Resolution.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, except for their shareholding, if any, in the Company, in the resolution set out in Item No. 7 of this Notice.

The Board recommends special resolution set out at Item No. 7 of this Notice, for the approval of the Members.

ITEM NO 8

Your Directors believe that employees are the real assets of the Company and the driving force behind its growth and continued success. With a view to fostering a sense of ownership among employees, rewarding consistent performers, providing them an opportunity to participate in and benefit from the Company's growth, acting as a long-term retention tool, aligning employee interests with sustainable value creation, and attracting new talent, the Board of Directors, at its meeting held on November 14, 2020, and the Members of the Company, through Postal Ballot approval dated January 16, 2021, had approved the Quint Digital Limited – Employee Stock Option Plan 2020 ("QDL ESOP Plan 2020" or "Scheme") for the employees of the Company, including those of its holding company and subsidiary companies.

At the same meeting, your Board had designated the Nomination and Remuneration Committee ("NRC") of the Company as the Compensation Committee, in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEBSE Regulations"), for administering and implementing the Scheme. The Members may note that, from time to time, the NRC has granted Stock Options under the Scheme.

Your Directors wish to inform the Members that, in order to ensure efficient and responsive administration of the Scheme in the interest of all stakeholders, it is proposed to specifically empower the Compensation Committee to undertake repricing of Stock Options granted or to be granted under the Scheme including reduction or revision of the Exercise Price, modification of vesting or exercise conditions, cancellation and re-grant of Options, or any other variation of the terms of Options as may be considered necessary or expedient in response to prevailing market conditions, a significant decline in the market price of the Company's equity shares, or other business circumstances. The Members are assured that this authority is intended solely to give the Compensation Committee adequate operational flexibility to keep the Scheme responsive to market realities and effective as a retention and motivation tool and shall in no manner be prejudicial to the interests of the Option holders.

The draft of the amended QDL ESOP Plan 2020, is available for inspection in the manner as mentioned in 'Notes' section forming part of this notice.

The Members are requested to note that, as per the provisions of Section 62 of the Act and other applicable provisions, if any, read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, and Regulation 7 of the SEBI SBEBSE Regulations, the Company may vary the terms of the Scheme, provided such variation is not prejudicial to the interests of the Option holders. Such variation requires the approval of the Members by way of a Special Resolution.

The disclosure required under Rule 12 of the (Share Capital and Debentures) Rules, 2014 is as under:

A. The details of the key variations proposed to the ESOP Plan are provided below:

Clause	Existing provision of the scheme	Proposed amendment to the Scheme
3.1.3.	The Compensation Committee shall in accordance with this Scheme and Applicable Laws determine the following from time to time: a) the quantum of Stock Options to be granted under the QDL ESOP Plan 2020 per Employee, subject to the ceiling as specified in Clause b) the Eligibility Criteria; c) schedule for Vesting of the Options; d) conditions under which Vested Options may lapse, which shall be in accordance with the provisions of this Scheme; e) procedure for making a fair and reasonable adjustment to the number of Options and to the Exercise Price in case of a corporate action including, rights issues, bonus issues and mergers;	The Compensation Committee shall in accordance with this Scheme and Applicable Laws determine the following from time to time: a) the quantum of Stock Options to be granted under the QDL ESOP Plan 2020 per Employee, subject to the ceiling as specified in Clause b) the Eligibility Criteria; c) schedule for Vesting of the Options; d) conditions under which Vested Options may lapse, which shall be in accordance with the provisions of this Scheme; e) procedure for making a fair and reasonable adjustment to the number of Options and to the Exercise Price in case of a corporate action including, rights issues, bonus issues and mergers;

Clause	Existing provision of the scheme	Proposed amendment to the Scheme
	f) the Grant, Vesting and Exercise of Options, in case of Eligible Employees who are on long leave; g) approve Grant Letters to be provided to each of the Eligible Employees and other forms of agreement which may be required to be executed by the Eligible Employees or the Option Grantees pursuant to this Scheme; h) procedure for cashless Exercise of Options, if required; i) frame suitable policies and systems to ensure that there is no violation of any Applicable Law by any Eligible Employee; j) Determination of Exercise Price; k) amend, prescribe and rescind the rules and regulations and interpret the terms of this Scheme; l) approve forms, writings and/or agreements for use in pursuance of this Scheme; and m) grant additional time required for Exercise of Vested Options in deserving cases taking into account the contribution of the Eligible Employee and the extent of Service rendered to the Company.	f) the Grant, Vesting and Exercise of Options, in case of Eligible Employees who are on long leave; g) approve Grant Letters to be provided to each of the Eligible Employees and other forms of agreement which may be required to be executed by the Eligible Employees or the Option Grantees pursuant to this Scheme; h) procedure for cashless Exercise of Options, if required; i) frame suitable policies and systems to ensure that there is no violation of any Applicable Law by any Eligible Employee; j) Determination of Exercise Price; k) amend, prescribe and rescind the rules and regulations and interpret the terms of this Scheme; l) approve forms, writings and/or agreements for use in pursuance of this Scheme; and m) grant additional time required for Exercise of Vested Options in deserving cases taking into account the contribution of the Eligible Employee and the extent of Service rendered to the Company. n) Notwithstanding anything contained elsewhere in this Scheme, the Compensation Committee shall have the authority to undertake repricing of Stock Options from time to time, including reduction or revision of the Exercise Price, modification of vesting or exercise conditions, cancellation and re-grant of Options, or any other variation of the terms of Options, as may be considered necessary or expedient in response to prevailing market conditions, significant decline in the market price of the equity shares of the Company, or other business circumstances. Such authority shall be exercised in compliance with the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other Applicable Law, and provided that such repricing or variation is not prejudicial to the interests of the Option holders.

B. Rationale for the variation of the Scheme

- In order to ensure efficient and responsive administration of the Scheme and to keep pace with evolving market conditions, business requirements, and regulatory expectations, it is proposed to specifically empower the Compensation Committee to undertake repricing of Stock Options granted or to be granted under the Scheme. The proposed amendment is intended to provide the Committee with adequate operational flexibility to manage the Scheme effectively, while ensuring that any action taken thereunder is not prejudicial to the interests of the Option holders.

- This authority would enable timely and appropriate management of employee stock options in response to market fluctuations, and support the continued effectiveness of the Scheme as a tool for employee retention, motivation, and long-term value creation. It would also allow the Compensation Committee to address, more effectively, incidental and administrative matters connected with the exercise of this authority.
- The amended and restated Scheme is also in alignment with the provisions of the SEBI SBEBSE Regulations.
- The proposed amendments also include certain editorial and drafting changes, which do not have any impact on the Scheme.
- The proposed amendments are not detrimental to the interests of the current option grantees of the Company.

C. Details of the employees who are beneficiaries of such variation

The beneficiaries of the proposed variation are all existing options grantees and such other option grantees to whom options may be granted in the future under the amended and restated Scheme.

The Scheme will continue to cover the employees of the Company, including those of its holding company and subsidiary companies.

The disclosure required under Regulation 6(2) read with part C of the Schedule I of the SEBI SBEBSE Regulations are as under:

S. No.	Particulars	Details
A	Brief description of the scheme(s)	The Board of Directors vide meeting dated November 14, 2020, and Members of the Company vide postal ballot approval dated January 16, 2021, approved the QDL ESOP PLAN 2020, to attract, reward and retain talented and key eligible employees of the Company in the competitive environment and encourage them to align individual performance with the organizational goals. The Company views employee stock options as instruments that would enable the employees to share the value they would create and contribute to the Company in the years to come. The Nomination and Remuneration Committee ("NRC") of the Company is acting as a Compensation Committee for the administration of the QDL ESOP Plan 2020. All questions of interpretation of the QDL ESOP Plan 2020 shall be determined by the Committee and such determination shall be final and binding upon all persons having an interest in the QDL ESOP Plan 2020.
B	The total number of options, SARs, shares or benefits, as the case may be, to be offered and granted	Under the QDL ESOP Plan 2020, shareholders had approved the grant of up to 12,59,489 Options to eligible employees. Pursuant to the Company's bonus issue in the ratio of 1:1, the number of Options under the Plan was adjusted in accordance with applicable provisions, resulting in an aggregate of 25,18,978 Options. The SEBI SBEBSE Regulations require that in case of any corporate action such as rights issue, bonus issue, merger and sale of division and others, a fair and reasonable adjustment needs to be made to the options granted. This ceiling will be adjusted for any future bonus issue of equity shares or stock splits or consolidation of equity shares and also may further be adjusted at the discretion of the NRC for any corporate action(s). The Options which do not vest, would be available for being re-granted at a future date. The NRC is authorized to re-grant such Options as per the provisions of QDL ESOP Plan 2020, within the overall limit stated above, subject to the SEBI SBEBSE Regulations.
C	Identification of classes of employees entitled to participate and be beneficiaries in the scheme(s)	Following classes of employees are entitled to participate in the QDL ESOP Plan 2020: a) Permanent employees of the Company and its holding / subsidiary companies (collectively referred to as the 'Group') whether working in India or outside India.

S. No.	Particulars	Details
		b) Directors of the Group, whether whole-time or not but excluding independent directors. c) such other employees and persons as may be permitted under the applicable laws and as may be approved by the Board, from time to time. **Following persons shall not be eligible for QDL ESOP Plan 2020:** a) an employee who is a "Promoter" or belongs to the "Promoter Group" as defined in the SEBI SBEBSE Regulations; or b) a Director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the issued and subscribed Equity Shares of the Company; or c) Independent Directors.
D	Requirements of vesting and period of vesting	As per the QDL ESOP PLAN 2020, Options will vest on completion of minimum of 1(One) year from the date of the Grant and it may extend maximum up to 10(Ten) years from the date of grant of Options or such other period as may be decided by the NRC. Further in accordance with QDL ESOP PLAN 2020, vesting criteria can be decided by the NRC.
E	Maximum period (subject to regulation 18(1) and 24(1) of these regulations, as the case may be) within which the options / SARs / benefits shall be vested;	The maximum vesting period may extend up to 10 (Ten) years from the date of grant of Options or such other period as may be decided by the NRC. The NRC shall have the power to grant options with a varied vesting periods, subject to the requirement of minimum vesting period of 1 (One) year. The NRC may also provide for lock-in provisions.
F	Exercise price, SAR price, purchase price or pricing formula;	Subject to the SEBI SBEBSE Regulations, the exercise price shall be fixed by the NRC at its discretion and will be specified in the grant letter but the same shall not be higher than the market price (i.e. latest available closing price on a recognized stock exchange having highest trading volume on which the equity shares of the Company are listed) of the equity shares at the time of grant and not less than the face value of the equity shares of the Company. The same shall be subject to any fair and reasonable adjustments that may be made on account of corporate actions of the Company in order to comply with the SEBI SBEBSE Regulations.
G	Exercise period/offer period and process of exercise/acceptance of offer	Exercise Period would commence from the vesting date and would expire not later than 8 (Eight) years from the date of grant of Options or such other period as may be decided by the NRC. The vested Options are exercisable by the Eligible Employees by a written application to the Company/ trust expressing his/ her desire to exercise such Options in such manner and on execution of such documents, as may be prescribed by the Committee from time to time. Exercise of options shall be entertained only after payment of requisite exercise price and satisfaction of applicable taxes by the option grantee. The Options shall lapse if not exercised within the Exercise Period. The option may also lapse in case of termination of employment for misconduct or under certain circumstances as determined by the Committee even before expiry of the specified exercise period.
H	The appraisal process for determining the eligibility of employees for the scheme(s)	The appraisal process for determining the eligibility shall be decided by the Committee from time to time. The broad criteria for appraisal and selection may include parameters like tenure or association with the Company, performance during the previous year(s), contribution towards strategic growth, contribution to team building and succession, cross-functional relationship, corporate governance, etc.

S. No.	Particulars	Details
I	Maximum number of options, SARs, shares, as the case may be, to be offered and issued per employee and in aggregate, if any;	The number of Options to be granted to an Eligible Employee under QDL ESOP Plan 2020 can be decided by the Committee. However, the maximum number of Options that may be granted per Eligible Employee under the QDL ESOP Plan 2020, in any financial year, shall be lesser than 1% (one percent) of the issued equity share capital (excluding outstanding warrants and conversions), if any, of the Company at the time of grant of options.
J	Maximum quantum of benefits to be provided per employee under a scheme(s)	The maximum quantum of benefits underlying the Options granted to an eligible Employee shall be equal to the appreciation in the value of the Company's equity shares determined as on the date of exercise of Options, on the basis of difference between the Option Exercise Price and the market price of the equity shares on the exercise date.
K	Whether the scheme(s) is to be implemented and administered directly by the company or through a trust	QDL ESOP Plan 2020 shall be implemented and administered directly by the Company. In case Company intends to administer the QDL ESOP Plan 2020 the same may be implemented through a new trust that may be constituted (the "**Trust**") through primary issuance of the shares in compliance with the the SEBI SBEBSE Regulations and other applicable compliances, as may be decided by the NRC.
L	Whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both	QDL ESOP Plan 2020 contemplates new issue of equity shares by the Company.
M	The amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.	Not Applicable
N	Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s)	Not Applicable
O	A statement to the effect that the company shall conform to the accounting policies specified in regulation 15	The Company shall conform to the accounting policies and disclosure requirements specified under Regulation 15 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and all other applicable legal and regulatory requirements.
P	The method which the company shall use to value its options or SARs	In compliance with Ind AS 102, the cost of equity-settled employee share-based payments is recognized based on the fair value of the options as on the grant date. The Company has considered fair value of the options using the Black-Sholes model.
Q	The following statement, if applicable: In case the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report'	Not Applicable.

S. No.	Particulars	Details
R	Period of lock-in	The Compensation Committee shall be authorized to determine the lock-in period, if any, for the Equity Shares allotted/transferred to Option Grantees on Exercise of Vested Options. During such lock-in period, the Option Grantees shall not be authorized to dispose, in any manner including but not limited to by way of sale, pledge, assignment, mortgage, hypothecation, encumbrance, or alienation, the Equity Shares received on Exercise of the Options, otherwise than in a manner approved by the Compensation Committee.
S	Terms & conditions for buyback, if any, of specified securities covered under these regulations	The NRC shall formulate and determine the procedure for the buy-back of Options under the Scheme, if and when undertaken by the Company, in compliance with applicable laws and regulations.

As per the applicable provisions, the proposed amendment shall require the approval of the Members of the Company by way of a Special Resolution. Accordingly, it is proposed to seek the approval of the Members by way of Special Resolution.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, except for their shareholding, if any, in the Company, in the resolution set out in Item No. 8 of this Notice.

The Board recommends special resolution set out at Item No. 8 of this Notice, for the approval of the Members.

ITEM NO 9

In terms of Regulation 23 of the Listing Regulations, a transaction with a related party shall be considered material where the transaction(s), individually or taken together with previous transactions during a financial year, exceed the threshold prescribed under Schedule XII of the Listing Regulations. Where the annual consolidated turnover of the Company, as per its last audited financial statements, is up to INR 20,000 crore (Indian Rupees Twenty Thousand Crore only), the applicable threshold is 10% of such annual consolidated turnover.

Pursuant to Regulation 23(4) of the Listing Regulations, all Material Related Party Transactions ("RPTs"), and material modifications thereto as defined by the Audit Committee, require prior approval of the shareholders by way of a resolution, and no related party, whether or not it is a related party to the particular transaction under consideration, shall vote to approve such resolution.

In accordance with Section 2(76) of the Companies Act, 2013 read with Regulation 2(1)(zb) of the Listing Regulations, Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Tara Bahl, Ms. Vandana Malik, Mr. Mohan Lal Jain and M/s. RB Diversified Private Limited will be considered as "related parties" and said transactions shall be considered as "related party transaction".

The Company proposes to enter into related party transaction(s) as mentioned below, on terms and conditions as may be mutually agreed amongst the parties, and the aggregate of such proposed transaction(s), are exceeding the applicable materiality thresholds as mentioned above.

In view of the above, Item No. 9 is being placed before the Members for their approval. The Company has a structured policy and process for approval of RPTs, reviewed periodically, which outlines the details required to be submitted to the Audit Committee for reviewing and approving proposed transactions with related parties, including the justification thereof. Pursuant to the RPT Industry Standards issued by the Industry Standards Forum, the Management has furnished the Audit Committee with all relevant details of the proposed transaction(s), along with a certificate to this effect from the Managing Director & CEO and the Chief Financial Officer.

The Audit Committee, which has a majority of Independent Directors, reviewed this information and is satisfied that the proposed transaction(s) are in the ordinary course of business, are priced at arm's length, and are in the interest of the Company. The Board has also confirmed them same.

The specific information relating to the proposed transaction(s), required to be disclosed under the Listing Regulations read with the minimum information requirements of the RPT Industry Standards, is set out below:

S. No	Particulars	1	2	3	4
			Part A		
A (1)	**Basic details of the related party**				
1	Name of the related party	Quintype Technologies India Limited ("QT India")	Spunklane Media Private Limited ("SMPL")	RB Diversified Private Limited ("RBD")	YKA Technologies Private Limited (Formerly YKA Media Private Limited) ("YKA")

S. No	Particulars	1	2	3	4
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	QT India is a media-tech /SaaS company that provides a digital publishing and content management platform for news and media organizations, enabling them to create, manage, distribute, and monetize content across web, mobile, and social channels, along with analytics and audience engagement solutions.	SMPL is in the business of running a digital media platform that produces exclusive content for the Web, to carry out the business of reporting news, analysing current affairs and producing content which is of interest to pan-national readers and to deliver news content on mobile and/or any other digital media throughout India and the world. The Company operates under the trade name of 'thenewsminute.com'.	RBD is engaged in the business of real estate, selling of co-working space, solar plant, trading in derivatives and investments.	YKA is principally engaged in running and maintaining digital blogging platform, media website for the purpose of creation, curation and dissemination of content; organizing and conducting media based events for any social cause, and for promotion and development of the youth of India.
A (2)	**Relationship and ownership of the related party**				
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	QT India is the material subsidiary of the Company. In QT India, Mr. Raghav Bahl and Ms. Ritu Kapur hold directorship.	SMPL is the Associate Company of the Company. In SMPL, Ms. Ritu Kapur hold directorship.	Mr. Raghav Bahl along with Ms. Ritu Kapur owns 100.00% equity stake on a fully diluted basis in RBD. Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Vandana Malik, Ms. Tara Bahl and Mr. Mohan Lal Jain are holding directorship in RBD.	YKA is the Associate Company of the Company. In YKA, Ms. Ritu Kapur hold directorship.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party	98.24%	44.71%	Nil	36.42%
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)	No	No	No	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil	Nil	Nil	Nil

<table>
<tr><th>S. No</th><th>Particulars</th><th>1</th><th>2</th><th>3</th><th>4</th></tr>
<tr><td>A (3)</td><td colspan="5">Details of previous transactions with the related party</td></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td>
<td>2025-2026
INR in ‘000<table><tr><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>Website maintenance cost</td><td>2,864</td></tr></table></td>
<td>2025-2026
INR in ‘000<table><tr><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>Investments in equity shares</td><td>9,660</td></tr></table></td>
<td>2025-2026
INR in ‘000<table><tr><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>Expense incurred by Company on behalf of the others</td><td>505</td></tr><tr><td>Inter corporate loan taken during the year</td><td>8,25,000</td></tr><tr><td>Inter corporate loan repaid during the year</td><td>4,25,000</td></tr><tr><td>Interest cost</td><td>6,628</td></tr></table></td>
<td>2025-2026
Nil</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought</td><td>Same as Sr. No. A(3)(1) above</td><td>Same as Sr. No. A(3)(1) above</td><td>Same as Sr. No. A(3)(1) above</td><td>Same as Sr. No. A(3)(1) above</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td><td>No</td><td>No</td><td>No</td></tr>
<tr><td>A (4)</td><td colspan="5">Amount of the proposed transactions</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders</td><td>INR 10 Crores per annum, during the period of three financial years commencing from April 1, 2027 up to March 31, 2030</td><td>INR 10 Crores per annum, during the period of three financial years commencing from April 1, 2027 up to March 31, 2030</td><td>INR 10 Crores per annum, during the period of three financial years commencing from April 1, 2027 up to March 31, 2030</td><td>INR 10 Crores per annum, during the period of three financial years commencing from April 1, 2027 up to March 31, 2030</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td><td>Yes</td><td>Yes</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>12.31% annually</td><td>12.31% annually</td><td>12.31% annually</td><td>12.31% annually</td></tr>
</table>

S. No	Particulars	1	2	3	4
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	40.39%	295.53%	297.12%	270.52%
6	Financial performance of the related party for the immediately preceding financial year	FY 2025-2026: Turnover: INR 24,75,94,000 Loss for the year: INR (3,78,92,000) Net Worth: INR 11,84,81,000	FY 2025-2026: Turnover: INR 3,38,37,000 Loss for the year: INR (2,01,97,000) Net Worth: INR 55,30,000	FY 2025-2026: Turnover: INR 3,36,56,173 Loss for the year: INR (15,31,17,224) Net Worth: INR 28,50,99,009	FY 2025-2026: Turnover: INR 3,69,65,800 Profit for the year: INR 12,32,300 Net Worth: INR (29,07,900)
A (5)	**Basic details of the proposed transaction**				
1	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/ services, giving loan, borrowing etc.)	Cost sharing, Website development and maintenance and other incidental services including reimbursement of related expenses.	Purchase and sale of content, cost sharing, professional & editorial services, advertising services and other incidental services including reimbursement of related expenses.	Cost sharing and professional services and other incidental services including reimbursement of related expenses.	Purchase and sale of content, cost sharing, professional & editorial services, advertising services and other incidental services including reimbursement of related expenses.
2	Details of each type of the proposed transaction	Same as Sr. No. A(5)(1) above	Same as Sr. No. A(5)(1) above	Same as Sr. No. A(5)(1) above	Same as Sr. No. A(5)(1) above
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Three financial years commencing from April 1, 2027 up to March 31, 2030	Three financial years commencing from April 1, 2027 up to March 31, 2030	Three financial years commencing from April 1, 2027 up to March 31, 2030	Three financial years commencing from April 1, 2027 up to March 31, 2030
4	Whether omnibus approval is being sought?	Yes	Yes	Yes	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	Same as Sr. No. A(4)(1) above	Same as Sr. No. A(4)(1) above	Same as Sr. No. A(4)(1) above	Same as Sr. No. A(4)(1) above

S. No	Particulars	1	2	3	4
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	For furtherance of the business objects of the Company. The above transactions shall be in the ordinary course of business of the Company and on an arm's length basis.	For furtherance of the business objects of the Company. The above transactions shall be in the ordinary course of business of the Company and on an arm's length basis.	For furtherance of the business objects of the Company. The above transactions shall be in the ordinary course of business of the Company and on an arm's length basis.	For furtherance of the business objects of the Company. The above transactions shall be in the ordinary course of business of the Company and on an arm's length basis.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly: a. Name of the director / KMP b. Shareholding of the director/ KMP, whether direct or indirect, in the related party	a. Name of the director/ KMP: Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Tara Bahl, Ms. Vandana Malik and Mr. Mohan Lal Jain b. Shareholding of the director / KMP, whether direct or indirect, in the related party: Nil	a. Name of the director/ KMP: Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Tara Bahl, Ms. Vandana Malik and Mr. Mohan Lal Jain b. Shareholding of the director /KMP, whether direct or indirect, in the related party: Nil	a. Name of the director/ KMP: Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Tara Bahl, Ms. Vandana Malik and Mr. Mohan Lal Jain b. Shareholding of the director/ KMP, whether direct or indirect, in the related party: Mr. Raghav Bahl along with Ms. Ritu Kapur owns 100.00% equity stake on a fully diluted basis of RBD.	a. Name of the director/KMP: Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Tara Bahl, Ms. Vandana Malik and Mr. Mohan Lal Jain b. Shareholding of the director/ KMP, whether direct or indirect, in the related party: Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable	Not Applicable	Not Applicable	Not Applicable
9	Other information relevant for decision making	All relevant information forms a part of this disclosure setting out requisite facts.	All relevant information forms a part of this disclosure setting out requisite facts.	All relevant information forms a part of this disclosure setting out requisite facts.	All relevant information forms a part of this disclosure setting out requisite facts.
	PART B				
B (1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**				
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Not Applicable	Not Applicable	Not Applicable	Not Applicable
2	Basis of determination of price	Not Applicable	Not Applicable	Not Applicable	Not Applicable
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable	Not Applicable	Not Applicable	Not Applicable
B (2)	Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary: Not Applicable				
B (3)	Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary: Not Applicable				

S. No	Particulars	1	2	3	4
B (4)	Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary: Not Applicable				
B (5)	Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary: Not Applicable				
B (6)	Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate: Not Applicable				
B (7)	Disclosure only in case of transactions relating to payment of royalty: Not Applicable				
	PART C				
C (1)	Transactions relating to any loans and advances (other than trade advance) or inter-corporate deposits given by the listed entity or its subsidiary: Not Applicable				
C (2)	Investment made by the listed entity or its subsidiary: Not Applicable				
C (3)	Guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary: Not Applicable				
C (4)	Borrowings by the listed entity or its subsidiary: Not Applicable				
C (5)	Sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate: Not Applicable				
C (5)	Transactions relating to payment of royalty: Not Applicable				

As per Regulation 23 of the Listing Regulations and the Company's policy on Related Party Transactions, the proposed transaction shall require the approval of the Members of the Company by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Raghav Bahl, Ms. Ritu Kapur, Ms. Tara Bal, Ms. Vandana Malik and Mr. Mohan Lal Jain or their relatives (to the extent of their shareholding interest, if any, in the Company), are in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends ordinary resolution set out at Item No. 9 of this Notice, for the approval of the Members.

ITEM NO 10

It is hereby informed that the Board of Directors ("Board"), at its meeting held on May 22, 2026, approved to offer, issue, and allot up to 10,000 (Ten Thousand) secured, unlisted, unrated, redeemable Non-Convertible Debentures ("NCDs"), having a face value of INR 1,00,000 (Indian Rupees One Lakh only) each, aggregating up to INR 100 Crore (Indian Rupees One Hundred Crore only), in one or more tranches, on a private placement basis, on the terms and conditions set out in the Debenture Trust Deed ("DTD").

The proposed issuance of the NCDs shall be undertaken in accordance with the terms and conditions of the DTD. In terms of the DTD, the Articles of Association ("AOA") of the Company are required to include an enabling provision for the appointment of a person nominated by the debenture trustee(s) as a Director on the Board.

In order to align the AOA of the Company with the aforesaid requirement, it is proposed to insert a new Clause 107A in the AOA, providing for the appointment of a Nominee Director.

In terms of Section 14 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, the proposed amendment to the AOA of the Company requires the approval of the Members by way of a Special Resolution. Accordingly, it is proposed to seek the approval of the Members by way of Special Resolution.

The copy of the amended AOA of the Company, together with other relevant documents, will be available for inspection at the Registered/ Corporate Office of the Company on all working days during office hours (except Saturdays, Sundays, and Government Holidays) from the date of dispatch of this Notice up to the last date of Annual General Meeting. The documents shall also be available for electronic inspection, without payment of any fee, during the aforesaid period. The Members seeking to inspect the same may send their request to cs@thequint.com. A copy of the proposed AOA of the Company is also available for inspection on the Company's website and can be accessed at the following link: Constitutional Documents.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, except for their shareholding, if any, in the Company, in the resolution set out in Item No. 10 of this Notice.

The Board recommends special resolution set out at Item No. 10 of this Notice, for the approval of the Members.

ANNEXURE

PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SS-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Details	Ms. Vandana Malik	Ms. Ritu Kapur	Ms. Abha Kapoor
DIN	00036382	00015423	01277168
Designation and Category	Non-Executive Director	Executive Director- Managing Director and CEO	Non-Executive, Independent Director
Nationality	Indian	Indian	Indian
Date of Birth	25/12/1957	20/10/1967	07/01/1961
Age	About 68 Years	About 58 Years	About 65 Years
Qualification	Bachelor's degree in history	Master's in film and TV Production at Mass Communication Research Centre (MCRC) from Jamia University New Delhi.	Master's in Management degree
Experience	Overall experience of more than three decades.	Overall experience of more than three decades.	Overall experience of more than three decades.
Brief Resume and nature of expertise in specific functional area	Media & Related sectors For detailed profile, please visit: https://quintdigital.in/leadership/	Television and journalism For detailed profile, please visit: https://quintdigital.in/leadership/	HR-Consulting, Banking & Finance For detailed profile, please visit: https://quintdigital.in/leadership/
Terms and Conditions of Appointment/re-appointment	Appointed as a Director liable to retire by rotation	Appointed as a Director liable to retire by rotation	Please refer explanatory statement no. 4.
Remuneration last drawn (including sitting fees, if any)	During FY 2025-2026, a total amount of INR 1,00,000/- was paid exclusively as sitting fees.	During FY 2025-2026, a total amount of INR 12,00,000/- was paid as remuneration.	During FY 2025-2026, a total amount of INR 1,25,000/- was paid exclusively as sitting fees.
Remuneration sought to be paid (excluding sitting fees)	Nil She will be eligible for sitting fees for attending Board and Committee meetings, if any, of the Company.	INR 12,00,000/- per annum, as approved by the Members at the 40th Annual General Meeting held on September 16, 2025.	Nil She will be eligible for sitting fees for attending Board and Committee meetings, if any, of the Company.
Date of first appointment on the Board	19/02/2021	08/01/2019	16/07/2021
Shareholding in the Company (as on March 31, 2026)	Nil	78,71,171 Equity Shares	Nil
Inter-se relationship with other Directors/ Manager/ Key Managerial Personnel ("KMP")	Sister of Mr. Raghav Bahl, Sister-in-law of Ms. Ritu Kapur and Aunt of Ms. Tara Bahl	Spouse of Mr. Raghav Bahl, Sister-in-law of Ms. Vandana Malik and Mother of Ms. Tara Bahl	Not related to any Director or KMP
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 (Other than Quint Digital Limited)	Nil	Nil	**Directorship in Listed Entity**: TruCap Finance Limited

Details	Ms. Vandana Malik	Ms. Ritu Kapur	Ms. Abha Kapoor
Number of meetings of the Board attended during the year	4/6	6/6	5/6
Other companies in which he/ she is a Director excluding directorship in Private, Foreign and Section 8 companies (upto the date of this notice)	Nil	Quintype Technologies India Limited	1. Quintype Technologies India Limited 2. TruCap Finance Limited
Chairpersonship/Membership of the Committee(s) of Board of Directors of other companies in which he/ she is a Director excluding Private, Foreign and Section 8 companies (upto the date of this notice)		Nil	Chairmanship and Membership in Committees of TruCap Finance Limited: **1. Nomination and Remuneration Committee**: Chairman and Member **2. Corporate Social Responsibility Committee**: Chairman and Member
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable	HR-Consulting, Banking & Finance For details, please refer explanatory statement no. 4.