



May 31, 2021

BSE Limited

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

Scrip Symbol: QUINT

Scrip Code: 539515

Subject: Notice of the 36th Annual General Meeting

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

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, notice is hereby given that 36th Annual General Meeting (“AGM”) of the Members of the Company will be held on Friday, June 25, 2021 at 4:00 p.m. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

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

The Notice of the AGM along with the Annual Report for the Financial year 2020-2021 have been sent to all the Members whose email addresses are registered with the Depository Participant and/or Skyline Financial Services Private Limited (RTA) on Friday, May 28, 2021.

Brief details of the 36th AGM of the Company are as below:

Date and Time of AGM	June 25, 2021 at 4:00 p.m.
Mode	Video Conferencing/ Other Audio Visual Means
Record Date (cut-off date) for voting	Friday, June 11, 2021
Commencement of e-voting	Tuesday, June 22, 2021 (9:00 A.M. IST)
End of e-voting	Thursday June 24, 2021 (5:00 P.M. IST)
Book closure date	Saturday, June 19, 2021 to Friday, June 25, 2021 (both days inclusive)

QUINT DIGITAL MEDIA LIMITED

(Formerly known as Gaurav Mercantiles Limited)

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

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

Website: www.quintdigitalmedia.com, email: cs@thequint.com, CIN: L74110DL1985PLC373314



Please find enclosed the Notice of the 36th Annual General Meeting.

This intimation will also be hosted on the website of the Company i.e. www.quintdigitalmedia.com.

We request you to take the above information on record.

Yours sincerely

For Quint Digital Media Limited

QUINT DIGITAL MEDIA LTD.

Tarun Belwal

Company Secretary & Compliance officer

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NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Sixth (36th) Annual General Meeting of the Members of Quint Digital Media Limited (*formerly known as Gaurav Mercantiles Limited*) ("**the Company**") will be held on Friday, June 25, 2021 at 04:00PM IST through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") to transact the following businesses.

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements, etc. for the financial year 2020-21

To receive, consider and adopt the Audited Financial Statements of the Company prepared as per Indian Accounting Standards, for the financial year ended March 31, 2021, including the Balance Sheet as on March 31, 2021, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. Re-appointment of Mr. Raghav Bahl (DIN: 00015280) Director, liable to retire by rotation

To appoint Director in place of Mr. Raghav Bahl (DIN: 00015280), Director, who retires by rotation and being eligible offers himself for re-appointment.

3. Re-appointment of Mr. Mohan Lal Jain (DIN: 00063240), Director, liable to retire by rotation

To appoint Director in place of Mr. Mohan Lal Jain (DIN: 00063240), Director, who retires by rotation and being eligible offers himself for re-appointment.

4. To approve appointment of M/s Walker Chandiok & Co LLP (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company to fill the casual vacancy

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) M/s Walker Chandiok & Co LLP (Firm Registration No. 001076N/N500013) be and is hereby appointed as Statutory Auditors of the Company to hold office for 5 (five) years from the conclusion of 36th Annual General Meeting (AGM) until the conclusion of 41st Annual General Meeting (AGM) of the Company to fill the casual vacancy caused by the resignation of M/s. ASDJ & Associates, Chartered Accountants (Firm Registration No. 033477N) on such remuneration as may be fixed by the Board of Directors of the Company on recommendation of the Audit Committee.

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RESOLVED FURTHER THAT all Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the foregoing resolution.”

SPECIAL BUSINESS:

5. To ratify the appointment of Mr. PD Agarwal (DIN 00063017) as an Independent Director

To consider and if thought fit, to pass with or without modification(s), the following Resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 150 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17(1A) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Articles of Association (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and special resolution dated September 27, 2019, appointment of Mr. Parshotam Dass Agarwal (DIN 00063017), who was appointed as an Independent Director of the Company with effect from February 26, 2019, be and is hereby ratified on same terms.

RESOLVED FURTHER THAT all Directors and the Company Secretary be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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

Date: May 28, 2021
Place: Ghaziabad

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

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NOTES:

1. In view of the continuing COVID-19 global pandemic and restrictions imposed on the movement of people, the Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021 (“**MCA Circulars**”) and Securities and Exchange Board of India (“SEBI”) vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (“**SEBI Circulars**”) have permitted the holding of the Annual General Meeting (“**AGM**”) through Video Conference/ Other Audio Visual Means, without mandating the physical presence of the Members at a common venue. It shall be deemed that the venue for 36th AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), MCA Circulars and SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The procedure for participating in the meeting through VC/ OAVM is explained in these Notes and it is also available on the website of the Company at www.quintdigitalmedia.com.
4. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members can attend the AGM through VC/OAVM and cast their votes through e-voting. Hence Proxy Form and Attendance Slip are not annexed to this Notice.
5. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Company at cs@thequint.com.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, June 19, 2021 to Friday, June 25, 2021 (both days inclusive) for the purpose of the 36th AGM.
7. The details as required under the provisions of Regulations 26(4) and 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company

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Secretaries of India, in respect of Director seeking re-appointment at this AGM, forms part of the Notice.

8. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the Notice is annexed.
9. Relevant documents referred to in the accompanying Notice and the statement pursuant to Section 102 of the Act, are open for inspection at the registered office of the Company on any working day, between 11.00 A.M. and 01.00 P.M. up to the date of AGM subject to the lock-down restrictions imposed, if any, and also available electronically and any member seeking inspection of such documents can mail us at cs@thequint.com.
10. The Company is providing facility for voting by electronic means and the business may be transacted through such voting.
11. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
12. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
13. In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.quintdigitalmedia.com. The Notice can also be accessed from the websites of the BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of i.e. www.evotingindia.com.

DISPATCH OF ANNUAL REPORT THROUGH EMAIL AND REGISTRATION OF EMAIL IDS

14. In compliance with MCA Circulars and SEBI Circulars, owing to the difficulties involved in dispatching of physical copies of the financial statements including Board's Report, Auditor's report or other documents required to be attached therewith (together referred to as "Annual Report"), the Annual Report for FY 2020-21 and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
15. Shareholders 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 Registrar and Share Transfer Agent i.e. Skyline Financial Services Private Limited at subhashdhingreja@skylinerta.com:

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- i. A signed request letter mentioning your name, email-id, folio number, number of shares held, certificate number, distinctive number and complete address; and
- ii. Self-attested scanned copy of PAN and an identity proof (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as mentioned above.

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

16. The Notice of AGM along with Annual Report for FY 2020-21, are available on the website of the Company at www.quintdigitalmedia.com and on the website of BSE Limited at www.bseindia.com.

PROCEDURE FOR ATTENDING THE AGM THROUGH VC / OAVM

17. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
18. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
19. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
20. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
21. 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.
22. 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.
23. Members who need assistance before or during the AGM, can contact Mr. Subhash Dhingreja, M/s Skyline Financial Services Private Limited A/505, Dattani Plaza, Andheri-Kurla Road, Safed Pool, Andheri East, Mumbai – 400 072 India through Email at subhashdhingreja@skylinerta.com or on Telephone No.: 022 28511022.

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PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS

24. 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, June 18, 2021 on the aforementioned e-mail id shall only be considered and responded to during the AGM.
25. 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, June 18, 2021. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.
26. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at cs@thequint.com. These queries will be replied to by the company suitably by email.
27. Those shareholders who have registered themselves as an attendee will be allowed to express their views/ask questions during the meeting. The member who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask the question.
28. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533. For, any other queries regarding Participating in AGM or other matter kindly write to cs@thequint.com. In case you have any queries or issues regarding attending Annual General Meeting through VC/OAVM write an email to: subhashdhingreja@skylinerta.com.

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

29. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force); Regulation 44 of the Securities and Exchange Board of India ("Listing Regulations"), 2015 and Secretarial Standard on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide Members with a facility to exercise their right to vote by electronic means for the business to be transacted at the AGM.

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30. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Friday June 11, 2021 shall only be entitled to attend and vote at the AGM. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
31. The remote e-voting period commences on Tuesday, June 22, 2021 (9:00 A.M. IST) and ends on Thursday June 24, 2021 (5:00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday June 11, 2021, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Members, the Member shall not be allowed to change it subsequently. In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.
32. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

GENERAL INFORMATION FOR SHAREHOLDERS

33. Any person, who acquires shares of the Company and become members of the Company after sending the Notice and holding shares as on the cut-off-date i.e. . Friday June 11, 2021 may follow the same instructions as mentioned above for e-voting.
34. 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

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

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

35. The Company has appointed Mr. Devesh Vashisht, (CP No. 13700), Practicing Company Secretary and Partner of M/s Sanjay Grover & Associates failing Ms. Priyanka (CP No. 16187) Practicing Company Secretary and Partner of M/s Sanjay Grover & Associates failing him, Ms. Priyanka, Partner, M/s Sanjay Grover & Associates, as Scrutinizer to scrutinize the voting process in a fair and transparent manner.

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36. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes casted at the Meeting and thereafter unblock the votes casted through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of AGM, 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 Chairman or a person authorized by him in writing shall declare the results of the voting forthwith.
37. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.quintdigitalmedia.com and on the website of CDSL www.cdslindia.com and shall simultaneously be forwarded to the concerned stock exchanges.

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

- (i) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 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. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the E voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/KARVY/LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in 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 provided links for the respective ESP where the E Voting is in progress.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for

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	<p>IDEAS “Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 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. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>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 and 1800 22 44 30</p>

QUINT DIGITAL MEDIA LIMITED

(Formerly known as Gaurav Mercantiles Limited)

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

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

Website: www.quintdigitalmedia.com, email: cs@thequint.com, CIN: L74110DL1985PLC373314

(iii) **Login method of e-Voting for shareholders other than individual shareholders & physical shareholders.**

- i. The shareholders should log on to the e-voting website www.evotingindia.com.
- ii. Click on the “shareholders” module.
- iii. Now select the Company name from the drop down menu and click on “SUBMIT”
- iv. 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) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details or Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • 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 as mentioned in instruction (iv).

- viii. After entering these details appropriately, click on “SUBMIT” tab.

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- ix. Shareholders holding shares in physical form will then reach directly the Company selection screen. However, members 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.
- x. For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- xii. 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.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. 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.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. If Demat account holder has forgotten the changed password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

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- 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 and to the Company at the email address viz cs@thequint.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. **For Physical Shareholders-** Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company's Registrar and Share Transfer Agent (Skyline Financial Services Private Limited) at subhashdhingreja@skylinerta.com.
2. **For Demat Shareholders-** Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company's Registrar and Share Transfer Agent (Skyline Financial Services Private Limited) at subhashdhingreja@skylinerta.com.

Procedure for E- Voting on the day of the AGM

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

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- v. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

FOR ATTENTION OF THE MEMBERS

1. For prompt attention, requests for transfer of equity shares and related correspondence should be addressed to the Company's Registrar & Share Transfer Agent: M/s Skyline Financial Services Private Limited A/505, Dattani Plaza, Andheri-Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072. For other matters, kindly write to the Secretarial Department of the Company at Carnousties's Building, Plot No. 1, 9th Floor, Sector 16A, Film City, Noida- 201301.

Transferee(s) seeking transfer of shares in physical form should furnish PAN card to the Company/RTA for registration of transfer/transmission of shares.

2. Members are requested to refer any change of address among others:
 - To the Company's Registrar in respect of their physical share folios.
 - To their Depository Participants (DPs) in respect of their electronic demat accounts as the Company is obliged to print the bank details on the dividend warrant as furnished by NSDL/CDSL.
3. Members are requested to:
 - Send their queries, if any at least 7 days in advance of meeting so that the information can be made available
 - Note that no gifts/coupons will be distributed at the Annual General Meeting
4. Members holding shares in multiple folios are requested to apply for consolidation to the Company or to the Registrar along with relevant share certificates.
5. Dividend Warrants, Share Transfer, etc.:

As per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is mandatory for the company to print the bank account details of the investors in dividend payment instrument. Accordingly, the Members are requested to register/update their correct bank account details with the Company/RTA/ Depository Participant, as the case may be.

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

Members willing to claim unclaimed dividend are requested to correspond with the Registrar and Share Transfer Agents of the Company, or to the Company Secretary, at the Company's registered office. Members are requested to note that dividends which are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013, be transferred to the Investor Education and Protection Fund (IEPF).

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7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
8. Nomination: Pursuant to Section 72 of the Companies Act, 2013, individual Shareholders holding Equity Shares of the Company either singly or jointly may nominate an individual to whom all the rights in the Shares in the Company shall vest in the event of death of the sole/all joint Shareholders. Members desiring to avail this facility may send their nomination in the prescribed Form duly filled into RTA. Members interested in obtaining a copy of the Nomination Form may write to the Company Secretary at the Company's registered office or email at cs@thequint.com.
9. Dematerialisation of Shares and Liquidity: As per Regulation 40 of the Securities and Exchange Board of India Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of the above and to avail various benefits of Dematerialisation, members are advised to dematerialize shares held by them in physical form. Dematerialisation facility is available both on NSDL and CDSL. Company's ISIN No. is INE641R01017. Members can contact the Company or Company's Registrars and Transfer Agents, M/s Skyline Financial Services Private Limited A/505, Dattani Plaza, Andheri-Kurla Road, Safed Pool, Andheri East, Mumbai – 400 072.
10. 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.
11. Route map giving directions to the venue is not annexed to this Notice as meeting will be held through VC/OAVM due to COVID 19 Crisis.
12. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail the benefits of Dematerialisation, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

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

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

Item No: 4

The Members of the Company at 34th Annual General Meeting (“AGM”) held on September 27, 2019 had approved the appointment of M/s ASDJ & Associates, Chartered Accountants (ICAI Firm Registration No. 033477N) as the Statutory Auditors of the Company to hold the office from the conclusion of 34th Annual General Meeting till the conclusion of the 39th Annual General Meeting to be held in the year 2024.

M/s ASDJ & Associates, Chartered Accountants (ICAI Firm Registration No. 033477N), has resigned from conclusion of ensuing Annual General Meeting before completion of its term, from the position of Statutory Auditors of the Company resulting in a casual vacancy in the office of Statutory Auditors.

As per section 139(8) of the Companies Act, 2013, casual vacancy caused by the resignation of Auditors shall be filled by the Board of Directors within a period of thirty days and such appointment shall also be approved by the members of the Company within three months of the recommendation of the Board.

Accordingly based on the recommendation of the Audit Committee and confirmation received from the M/s Walker Chandiok & Co LLP (Firm Registration No. 001076N/N500013) on their eligibility, the Board of Directors at its meeting held on April 14, 2021, recommended to the members for the appointment of M/s Walker Chandiok & Co LLP (Firm Registration No. (001076N/N500013) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s ASDJ & Associates and to hold office from the conclusion of 36th Annual General Meeting of the Company till the conclusion of the 41st Annual General Meeting of the Company to be held in the year 2026, at such remuneration as fixed by the Board on recommendation of Audit Committee.

The proposed fee will be based on knowledge, expertise, industry experience, time and efforts required to be put in by M/s Walker Chandiok & Co LLP during their association with the Company and also in line with the industry benchmarks. The fees for other services such as certifications and other professional work will be in addition to the audit fee as above and will be decided by the management in consultation with the Auditors.

Disclosures under Regulation 36(5) of the SEBI LODR, for the appointment of Walker Chandiok & Co LLP, Chartered Accountants, are as under:

i)	Proposed fees payable to the statutory auditor(s) along with terms of appointment.	Appointment of Walker Chandiok & Co LLP, Chartered Accountants, is being proposed from the conclusion of 36 th Annual General Meeting till the conclusion of the 41 st Annual General Meeting at a fee of upto 28 Lakhs for audit of each financial year.
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ii)	Material change in the fee payable to Walker Chandiok & Co LLP from that paid to ASDJ & Associates (the outgoing auditor) along with the rationale for such change.	There is an increase in change in the proposed fee of Walker Chandiok & Co LLP from that paid to ASDJ & Associates (outgoing Auditors). That increase is due to expansion of the day-to-day operations of the Company and association of larger team to complete the audit process diligently
iii)	Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.	Walker Chandiok & Co LLP (WCC LLP) is registered with the Institute of Chartered Accountants of India as well as the PCAOB (US Public Company Accounting Oversight Board). Walker Chandiok & Co LLP (formerly Walker, Chandiok & Co) was set up by RE Walker & JC Chandiok in 1935 with offices in Delhi, Lahore and London. Post – independence, firm had its practice focused in India territory and operations in Lahore and London were wound up. It has an 83 year old audit practice, that deliver complex audits to tightly defined timetables for some of the largest privately held and listed/ public companies, including those backed by private equity and institutional investor. WCC LLP is the only large Indian firm to have consistently clean PCAOB audit opinion institutional investors. Is an independent Indian partnership firm that provides audit, tax and advisory services. The Audit Firm has valid Peer Review certificate.

M/s Walker Chandiok & Co LLP (Firm Registration No. 001076N/N500013) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 4 of the Notice for appointment and payment of remuneration to the Statutory Auditors.

None of the Directors / Key Managerial Personnel and their relatives is in any way, concerned or interested in the said resolution.

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Item No: 5

In accordance with the Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of 75 (Seventy Five) years unless a special resolution is passed to that effect.

As Mr. Parshotam Dass Agarwal has attained 74 (Seventy Four) years of age, his appointment for the period beyond March 31, 2021 requires approval from the shareholders through a Special Resolution in terms of Regulation 17(1A) of the Listing Regulations.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had recommended to the members to ratify the appointment of Mr. Parshotam Dass Agarwal as an Independent Director of the Company.

Mr. Parshotam Dass Agarwal is not disqualified from being appointed as Directors in terms of Section 164 of the Act and the Company has received form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 from Mr. Parshotam Dass Agarwal.

The Company has also received declarations from Mr. Parshotam Dass Agarwal that they meet the criteria of Independence prescribed under Section 149(7) of the Act and Regulation 25(8) of Listing Regulations.

Brief profile of Mr. Parshotam Dass Agarwal

Mr. Parshotam Dass Agarwal holds Bachelor’s degree in Commerce from Ravishankar University, Raipur, Bachelor’s degree in law (LL.B) from University of Delhi, Master’s degree in business administration (MBA) from Faculty of Management Studies, University of Delhi and is Certified Director from Institute of Directors.

He has a wide professional experience of about 41 years with the corporates which includes holding position in Textiles Industry for 22 years as President in Birla Group, CEO in Surya Roshni Limited for 7 years, President in Shree Krishna Paper Mills Ltd. for 9 years and as Executive Director in OP Jindal Group.

Mr. Parshotam Dass Agarwal is interested in the Special Resolution set out at Item No. 5 with respect to his appointment. The relative(s) of Mr. Parshotam Dass Agarwal may be deemed to be interested in the said resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

Disclosures required under Regulation 36 of the Listing Regulations and Secretarial Standard 2 are annexed to this Notice.

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None of the Directors / Key Managerial Personnel and their relatives is in any way, concerned or interested in the said resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

Registered Office:

403 Prabhat Kiran, 17,
Rajendra Place,
Delhi- 110008

Date: May 28, 2021

Place: Ghaziabad

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

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

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**ANNEXURE TO THE NOTICE
DETAILS OF DIRECTORS RETIRING BY ROTATION/ SEEKING APPOINTMENT/ RE-APPOINTMENT
AT THE ENSUING ANNUAL GENERAL MEETING**

Details	Mr. Raghav Bahl	Mr. Mohan Lal Jain	Mr. Parshotam Dass Agarwal
DIN	00015280	00063240	00063017
Nationality	Indian	Indian	Indian
Date of Birth	02/01/1961	01/03/1959	09/10/1946
Age	60 Years	62 Years	74 Years
Qualification	Master's degree in business administration	B.Com (Hons.), CA	B.Com, LL.B, MBA
Experience	Around 34 Years	Around 34 Years	Around 41 Years
Expertise in specific functional area	Television and journalism	Advisory and compliance for various clients in Media & Entertainment, Trading Solar and Real Estate action	Part of Textile Industry for 22 Years, CEO in Surya Roshni Limited, Executive Director in OP Jindal Group
Terms and Conditions of Appointment	Refer to item no. 2 of the Notice	Refer to item no. 3 of the Notice	Refer to item no. 5 of the Notice and the corresponding Explanatory Statement
Remuneration last drawn (including sitting fees, if any)	11,41,877	4,00,000	5,00,000
Remuneration sought to be paid	Nil	Nil	Nil
Date of first appointment on the Board	08/01/2019	26/02/201	26/02/2019
Shareholding in the Company as on March 31, 2021	6,216,653	1,846,300	Nil
Relationship with other Directors/ Key Managerial Personnel	Spouse of Ms. Ritu Kapur and brother of Ms. Vandana Malik.	Not related to any Director / Key Managerial Personnel However Mr. Mohan Lal Jain, part of the Promoter Group and he is also director in certain	Not related to any Director / Key Managerial Personnel

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Details	Mr. Raghav Bahl	Mr. Mohan Lal Jain	Mr. Parshotam Dass Agarwal
		companies owned by Mr. Raghav Bahl and Ms. Ritu Kapur.	
Number of meetings of the Board attended during the year	7/7	6/7	7/7
Directorships of other Boards as on March 31, 2021	<ol style="list-style-type: none"> 1. Digital Content Private Limited 2. VT Media Private Limited 3. B K Media Private Limited 4. RRK Holdings Private Limited 5. RRK Media Private Limited 6. R B Software Private Limited 7. Network 18 Publications Limited 8. VT Softech Private Limited 9. RVT Softech Private Limited 10. RMS Diversified Private Limited (formerly Shringarika Finance & Leasing Private Limited) 11. RB Diversified Private Limited (Formerly RB Investments Private Limited) 12. Keyman Trading Services Private Limited 13. Quintillion Media Private Limited 	<ol style="list-style-type: none"> 1. H P Cotton Textile Mills Limited 2. MLJ Financial Consultants Private Limited 3. MJ Softech Private Limited 4. RMS Diversified Private Limited 5. RB Diversified Private Limited 6. WS Media Ventures Private Limited 7. India International Film Advisors Private Limited 	HP Cotton Textile Mills Ltd.

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Details	Mr. Raghav Bahl	Mr. Mohan Lal Jain	Mr. Parshotam Dass Agarwal
	14. Quintillion Business Media Private Limited 15. Quintype Technologies India Private Limited 16. R.B. Solar Power Private Limited 17. WS Media Ventures Private Limited 18. India International Film Advisors Private Limited 19. Web18 Securities Private Limited		
Membership / Chairmanship of Committees of other Boards as on March 31, 2021	Nil	Member in Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of H.P Cotton Textile Mills Ltd. and Chairman in Risk Management Committee and Banking and Finance Committee of H.P Cotton Textile Mills Ltd.	Chairman in Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of H.P Cotton Textile Mills Ltd. and Member in Risk Management Committee and Banking and Finance Committee of H.P Cotton Textile Mills Ltd..

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