



March 4, 2023

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

Scrip Symbol: QUINT
Scrip Code: 539515

Subject: Dispatch of Notice of Postal Ballot

Reference: Intimation under Regulation 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In terms of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**LODR**”), we would like to inform you that the Notice for Postal Ballot (“**Postal Ballot Notice**”) dated March 3, 2023 along with the explanatory statement seeking approval of the shareholders through Postal Ballot has been sent to all the shareholders whose names appear in the Register of Members as on the Cut-Off Date i.e. March 3, 2023 and whose email address is available with the Company in compliance with General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2022 dated May 05, 2022 read with other relevant circulars including General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (the “**MCA Circulars**”).

Following matters are being put for approval under the said Postal Ballot Notice sent to the shareholders:

Item No.	Description of the Resolutions
1.	Special Resolution for increasing the borrowing powers under section 180(1)(c) of the Companies Act, 2013 up to 400 crores
2.	Special Resolution for creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under section 180(1)(a) of the Companies Act, 2013
3.	Special Resolution to approve making investment(s) and/ or providing loan(s) and giving guarantee(s) in excess of the limits prescribed under section 186 of the Companies Act, 2013
4.	Special Resolution to approve granting of loan(s), provision of guarantee(s) etc. to Quintype Technologies India Limited under section 185 of the Companies Act, 2013
5.	Ordinary Resolution to approve granting of loan(s) or provision of guarantee(s) etc. to Quintype Technologies India Limited under section 188 of the companies act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
6.	Special Resolution to consider and approve acceptance of deposits from Members and Public

QUINT DIGITAL MEDIA 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



The Postal Ballot Notice along with explanatory statement and Calendar of Events is enclosed herewith.

In compliance with the requirements of the MCA Circulars, the physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the E-voting system only.

Further, in light of the MCA Circulars, shareholders who have not registered their email address and in consequence could not receive the Postal Ballot Notice may get their email registered by following the registration procedure provided under the Postal Ballot Notice. Upon successful registration or updating of the email address, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and the Password to enable e-voting for this Postal Ballot.

In case of any queries or issues regarding e-voting, shareholders 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 may contact Mr. Subhash Dhingreja, Skyline Financial Services Pvt. Ltd, at A-505, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri - East, Mumbai, Maharashtra – 400072 at his email address: subhashdhingreja@skylinerta.com or Contact No. 022 28511022 / 49721245.

The results of the Postal Ballot will be announced on or before Wednesday, April 5, 2023. The above information will also be available on the website of the Company: www.quintdigitalmedia.com.

You are requested to take the above information on record.

Yours sincerely

For Quint Digital Media Limited

Tarun Belwal
Company Secretary & Compliance Officer
M. No. A39190

Enclosed: Postal Ballot Notice along with the explanatory statement and Calendar of Events.

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Notice of Postal Ballot (“Notice” or “Postal Ballot Notice”)

Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars (defined below)

Dear Members,

Notice is hereby given to the Members of Quint Digital Media Limited (“**QDML**” or the “**Company**”) that in terms of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, as amended and including any statutory modifications, amendments or re-enactments thereto,(“**Act**”), read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 (“**Management Rules**”) read with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2022 dated May 05, 2022 read with other relevant circulars including General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (“**MCA**”) (“**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI LODR**”) and any other applicable laws including any statutory modification or re-enactment thereof for the time being in force, the Company is seeking consent of its members for the resolutions as set-out hereinbelow, through the Postal Ballot (“**Postal Ballot**”) by way of voting through electronic means (“**E-voting**”).

In terms of the MCA Circulars, companies are advised to take all decisions requiring member’s approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/ e-voting in accordance with the provisions of the Act and rules framed thereunder, without holding a general meeting that requires physical presence of members at a common venue.

MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to September 30, 2023, or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Management Rules as well as the framework provided under the MCA Circulars will be applicable *mutatis mutandis*. Further, the Company will send the Postal Ballot Notice by email to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent/ dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars, the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the E-voting system only.

The Board of Directors of the Company now propose to obtain the consent of the members by way of the Postal Ballot for the matters as considered in the resolutions appended below. The Explanatory Statement, pursuant to Section 102 of the Act read with the applicable provisions of the SEBI LODR, pertaining to the said resolutions setting out material facts and the reason for the resolutions is also annexed.

You are requested to peruse the resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of the E-voting facility provided by the Company.

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SPECIAL BUSINESS

1. INCREASING THE BORROWING POWERS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013 UP TO 400 CRORES

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

“RESOLVED THAT in supersession of all the earlier resolution passed by the Member on June 14, 2020 and pursuant to the provisions of Section 180(1)(c) and any other applicable provision of the Companies Act, 2013 (“Act”) read with applicable rules framed thereunder (including any statutory amendment, modification or re-enactment thereof, for the time in force), applicable regulations framed by Securities Exchange Board of India, applicable provisions of Foreign Exchange Management Act, 1999 read with rules or regulations framed thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and such other applicable laws and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from appropriate authorities, to the extent applicable and wherever necessary, consent of the Members be and is hereby accorded to empower Board of Directors (including any committee constituted or to be constituted by the Board of Directors, for the time being exercising the powers conferred on the Board of Directors by this resolution and as may be authorized by the Board in this regard) to borrow any sum of monies, from time to time, whether in Indian or foreign currency, in any manner including but not limited to, fund based or non-fund based assistance, term loan, guarantees, working capital facilities, overdraft facilities, lines of credit, inter corporate deposits, commercial paper, public deposits, credit facilities, external commercial borrowings or any other form of financial assistance, from any person including but not limited to any company, individual, body corporate, banks, financial institutions or any other person, whether Indian or foreign, in any form including but not limited to by way of draw-down or issue of securities, whether in India or outside India, upon such terms & conditions as regards to interest, repayment, tenor, security or otherwise, as the Board of Directors may determine and think fit, such that the monies to be borrowed, together with the monies already borrowed by the Company (apart from the 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 but shall not exceed at any time a sum equivalent to INR 400 Crore (Indian Rupees Four Hundred Crore Only).

RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to do all such acts, deeds, matters and things, arrange, give such directions as may be deemed necessary or expedient, or settle the terms and conditions of such instrument, securities, loan, debt instrument, agreement as the case may be, on which all moneys as are borrowed, or to be borrowed, from time to time, as to interest, repayment, security, or otherwise howsoever as it may think fit, and to execute all such documents, instruments and writings as may be required to give effect to this resolution and for matters connected herewith or incidental hereto, including intimating the concerned authorities or regulatory bodies and delegating all or any of the powers conferred herein to any committee of directors or officers of the Company.

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RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies/ Ministry of Corporate Affairs) to give effect to the foregoing resolutions.”

2. CREATION OF CHARGES, MORTGAGES, HYPOTHECATION ON THE IMMOVABLE AND MOVABLE PROPERTIES OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013

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

“**RESOLVED THAT** in supersession of all the earlier resolution passed by the Member on June 14, 2020, pursuant to the provisions of Section 180(1)(a) and any other applicable provision of the Companies Act, 2013 (“Act”) read with applicable rules framed thereunder (including any statutory amendment, modification or re-enactment thereof, for the time in force), applicable regulations framed by Securities Exchange Board of India, applicable provisions of Foreign Exchange Management Act, 1999 read with rules or regulations framed thereunder, enabling provisions of the Memorandum and Articles of Association of the Company and such other applicable laws and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from appropriate authorities, to the extent applicable and wherever necessary, consent of the Members be and is hereby accorded to empower Board of Directors (including any committee constituted or to be constituted by the Board of Directors, for the time being exercising the powers conferred on the Board of Directors by this resolution and as may be authorized by the Board in this regard) to mortgage, hypothecate, create charge, in addition to mortgage, hypothecate, create charge already created by the Company, in such manner as the Board may determine, on all or any of the moveable or immovable properties or assets of the Company, both present and future and or whole or any part of undertaking(s) of the Company together with the power to take over the management of the business and concern of the Company in certain events of defaults to secure the borrowings of the Company, in foreign currency and / or rupee currency and securities (comprising fully / partly convertible Debentures and / or Non-Convertible Debentures, on all or any of the above, with or without detachable or non-detachable warrants and / or secured premium notes and / or floating rate notes / bonds (including Masala Bonds) or commercial paper or public deposit or other debt instruments) issued / to be issued by the Company from time to time, in favor of the Lender(s), Agent(s) and Trustee(s), together with interest at the respective agreed rates, additional interest, compounded interest, in case of default accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the Agents / Trustee, premium (if any) on redemption, all other costs, charges and expenses as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s) / Trust Deeds(s) / other Agreement(s) / any other documents, entered into / to be entered into between the Company and the Lender(s) / Agent(s) and Trustee(s), in respect of the said loans / borrowings / debentures / bonds or other securities and containing such specific terms, conditions and covenants in respect of enforcement of security as may be stipulated in that behalf from time to time but shall not exceed at any time a sum equivalent to INR 400 Crore (Indian Rupees Four Hundred Crore Only).

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RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to do all such acts, deeds, matters and things, arrange, give such directions as may be deemed necessary or expedient, or settle the terms and conditions of such instrument, securities, loan, debt instrument, agreement as the case may be, on which all moneys as are borrowed, or to be borrowed, from time to time, as to interest, repayment, security, or otherwise howsoever as it may think fit, and to execute all such documents, instruments and writings as may be required to give effect to this resolution and for matters connected herewith or incidental hereto, including intimating the concerned authorities or regulatory bodies and delegating all or any of the powers conferred herein to any committee of directors or officers of the Company.

RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies/ Ministry of Corporate Affairs) to give effect to the foregoing resolutions.”

3. TO APPROVE MAKING INVESTMENT(S) AND/ OR PROVIDING LOAN(S) AND GIVING GUARANTEE(S) IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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

“**RESOLVED THAT** in supersession of all the earlier resolution passed by the Member on December 31, 2021 and pursuant to the provisions of Section 186 and any other applicable provision of the Companies Act, 2013 (the “**Act**”) read with the Companies (Meeting of Board and its Power) Rules, 2014 and other applicable rules framed thereunder (including any statutory amendment, modification or re-enactment thereof, for the time in force), applicable regulations framed by the Securities Exchange Board of India, if any, enabling provisions of the Memorandum of Association and the Articles of Association of the Company and such other applicable laws and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from appropriate authorities, to the extent applicable and wherever necessary, the consent of the Members be and is hereby accorded to 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 which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this resolution) to:

- a) give loans or inter corporate deposits from time to time on such terms and conditions as it may deem expedient to any person or other body corporate;
- b) give on behalf of any person or any other body corporate, any guarantee in connection with a loan made by any other person to, or to any other person by any other body corporate; and
- c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate.

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over and above the limits specified under Section 186(2) and (3) of the Act but shall not exceed at any time a sum equivalent to INR 400 Crores (Indian Rupees Four Hundred Crores Only).

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

RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies/ Ministry of Corporate Affairs) to give effect to the foregoing resolutions.”

4. TO APPROVE GRANTING OF LOAN(S), PROVISION OF GUARANTEE(S) ETC. TO QUINTYPE TECHNOLOGIS INDIA LIMITED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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

“**RESOLVED THAT** in supersession of all the earlier resolution passed by the Member on December 31, 2021 and pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules (including any statutory modification(s) or re- enactment(s), enabling provisions of the Memorandum of Association and the Articles of Association of the Company and subject to such approval(s), consent(s), sanction(s) and permission(s), if any, as may be necessary, the consent of the Members be and is hereby accorded to revise the limits for granting loan or giving guarantee or providing security in respect of any loan granted, for an amount upto INR 25 Crores (Indian Rupees Twenty Five Crores only) to Quintype Technologies India Limited, a related party within the meaning of the Section 2(76) of the Act, in one or more tranches, on mutually agreed terms and conditions, which shall be used for its principal business activities only.

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

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and to make such filings as may be necessary, expedient and desirable, in order to give effect to this resolution in the best interest of the Company.

RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies/ Ministry of Corporate Affairs) to give effect to the foregoing resolutions.”

5. TO APPROVE GRANTING OF LOAN(S) OR PROVISION OF GUARANTEE(S) ETC. TO QUINTYPE TECHNOLOGIS INDIA LIMITED UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

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

“**RESOLVED THAT** in supersession of all the earlier resolution passed by the Member on December 31, 2021 and pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules (including any statutory modification(s) or re-enactment(s) Company’s policy on Related Party transaction(s), enabling provisions of the Memorandum of Association and the Articles of Association of the Company and subject to such approval(s), consent(s), sanction(s) and permission(s), if any, as may be necessary, the consent of the Members be and is hereby accorded to revise the limits for granting loan or giving guarantee or providing security in respect of any loan granted, for an amount upto INR 25 Crores (Indian Rupees Twenty Five Crores only) to Quintype Technologies India Limited, a related party within the meaning of the Section 2(76) of the Act, in one or more tranches, on mutually agreed terms and condition, which shall be used for its principal business activities only.

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

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and to make such filings as may be necessary, expedient and desirable, in order to give effect to this resolution in the best interest of the Company.

RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies/ Ministry of Corporate Affairs) to give effect to the foregoing resolutions.”

6. TO CONSIDER AND APPROVE ACCEPTANCE OF DEPOSITS FROM MEMBERS AND PUBLIC

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

“**RESOLVED THAT** pursuant to the provisions of Section 73 and 76 of Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 and other applicable provisions, if any, and subject to such conditions, approvals, permissions, as may be necessary, consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company including any Committee thereof, to invite / accept / renew from time to time, unsecured / secured deposits from public including directors and members of the Company subject to the maximum aggregating to an amount representing 35% of the paid-up share capital and free reserves (maximum 10% from shareholders and 25% from public) as per the latest audited balance sheet whichever is less, in accordance with the provisions of Companies (Acceptance of Deposits) Rules, 2014, framed under section 73 and section 76 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors including a Committee thereof be and is hereby authorized to create a charge on its assets, obtain credit rating, taking insurance, appointing trustees and to do all such acts, deeds, matters and things and to take all other necessary steps as may be required for the above-mentioned purpose.

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RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies/ Ministry of Corporate Affairs) to give effect to the foregoing resolutions.”

Registered Office:

403 Prabhat Kiran, 17
Rajendra Place
Delhi- 110 008
Tel: 011 45142374

Place: Noida

Date: March 3, 2023

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

**Tarun Belwal
Company Secretary & Compliance Officer
M. No. A39190**

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NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 setting out material facts is annexed hereto as **Annexure 1**.
2. The Postal Ballot Notice is being sent by email to all the shareholders holding shares either in physical form or in dematerialized form, as on the Cut-Off date i.e. March 3, 2023 and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Pvt. Ltd, having office at A-505, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri - East, Mumbai, Maharashtra – 400 072.
3. A copy of this Postal Ballot Notice will also be available on the Company's website <https://quintdigitalmedia.com> and on the website of Central Depository Services (India) Ltd (the "CDSL") i.e. www.evotingindia.com and at the relevant sections of the website of the BSE Limited.
4. In compliance with Regulation 44 of the SEBI LODR and Sections 108, 110 and other applicable provisions of Act, if any, read with the applicable rules made thereunder and the MCA Circulars, the Company is providing facility for voting by E-Voting to all the shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the Notice. For this purpose, the Company has entered into an agreement with CDSL for facilitating E-voting to enable the shareholders to cast their votes electronically instead of physical mode. In terms of the MCA Circulars, voting can be done only by remote E-voting. As the E-voting does not require a person to attend to a meeting physically, the shareholders are strongly advised to use the remote E-voting procedure by themselves and not through any other person / proxies.
5. Shareholders holding shares either in physical form or in dematerialized form, as on the Cut-Off date i.e. March 3, 2023 will have to cast their votes electronically on the resolutions as set out in the Postal Ballot Notice through electronic voting system of the CDSL up to 5.00 p.m. on April 3, 2023.
6. Voting rights shall be reckoned on the paid-up value of the shares registered in the name(s) of the equity shareholders(s) on the cut-off date, i.e. March 3, 2023. A person who is not a shareholder as on the cut-off date should treat this Notice for information purposes only.
7. The Board of Directors has appointed Mr. Devesh Kumar Vasisht, Practising Managing Partner of M/s DPV & Associates, LLP, having CP No. 13700, as the scrutinizer (the "Scrutinizer") for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer will submit his report after completion of the scrutiny and the results of the postal ballot will be posted on the Company's website <https://quintdigitalmedia.com>, besides communicating to the BSE Limited, where the equity shares of the Company are listed on or before April 5, 2023. The Company will also display the results of the Postal Ballot at its Registered Office. The resolutions, if assented by the requisite majority, shall be deemed to be passed on the last date specified for E-voting, i.e. April 3, 2023 in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.

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8. A shareholder may seek duplicate Postal Ballot Notice from the Company by writing to Mr. Tarun Belwal, Company Secretary and Compliance Officer, email: cs@thequint.com.
9. The Company will make available all documents referred to in this Postal Ballot Notice and Explanatory Statement setting-out the material facts for inspection of the Shareholders at the Registered Office of the Company during office hours (except Saturdays, Sundays and Government Holidays).

As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI LODR, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language), and one Hindi daily newspaper circulating in Delhi (in Hindi language).

10. All documents proposed for approval, if any, in the above Postal Ballot Notice and documents specifically stated to be open for inspection in the Explanatory Statement will be posted on the website of the Company <https://quintdigitalmedia.com> to facilitate online inspection of relevant documents till announcement of the results of this Postal Ballot.
11. **The instructions for E-voting are as under:**

The voting period begins on March 5, 2023, at 9.00 a.m. and ends on April 3, 2023 at 5.00 p.m. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

- i. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of 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 members, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional members/retail members 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 members.

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

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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 members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members 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 members holding securities in Demat mode is given below:

Type of members	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 of Easi/Easiest the user will be also able to see the e-voting Menu. The Menu will have links of e-voting service provider i.e. CDSL. Click on CDSL to cast your vote. 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 e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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	<p>If you are already registered for NSDL IDeAS facility, follow the below steps:</p> <ol style="list-style-type: none"> 1) 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.

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Type of members	Login Method
	<p>3) 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.</p> <p>4) Click on “Access to e-Voting” under e-voting services and you will be able to see e-voting page.</p> <p>5) 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.</p> <p>If the user is not registered for IDeAS e-Services, follow the below steps:</p> <ol style="list-style-type: none"> 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 <p>e-voting website of NSDL</p> <ol style="list-style-type: none"> 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” from Google Play or App Store.
<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</p>

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Type of members	Login Method
	provider website for casting your 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 022- 23058738 and 022-23058542-43.
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 and 1800 22 44 30

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

- iii. Login method of e-Voting for members other than individual shareholders & physical shareholders.
1. The shareholders should log on to the e-voting website www.evotingindia.com.
 2. Click on the “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) Members 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 voting of any company, then your existing password is to be used.
 6. If you are a first time user follow the steps given below:

Details	For Members holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

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	<ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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 as mentioned in instruction (iv).

- iv. After entering these details appropriately, click on “SUBMIT” tab.
- v. Members holding shares in physical form will then directly reach 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.
- vi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vii. Click on the EVSN for the “**Quint Digital Media Limited**” on which you choose to vote.
- viii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- ix. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- x. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xii. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xiii. 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.
- xiv. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xv. **Additional Facility for Non – Individual Members and Custodians –Remote Voting**
 - Non-Individual members (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.

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- 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.
- 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 members 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.

12. Process for those members 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.

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

In terms of the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Therefore, those members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

3. Members holding shares in physical form are requested to send following details to the Company's Registrar and Share Transfer Agent, Skyline Financial Services Pvt. Ltd, having office at A-505, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri- East, Mumbai, Maharashtra-400072 at his email address: subhashdhingreja@skylinerta.com on or before March 24, 2023:

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- i. Full Name:
 - ii. Address:
 - iii. Email address:
 - iv. No. of shares held:
 - v. Folio no.:
 - vi. Certificate No.:
 - vii. Distinctive No.:
 - viii. Scan copy of PAN and Aadhaar Card:
13. The Company shall send Postal Ballot Notice by email to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.
14. It may be noted that, the current guidance under the MCA Circulars on postal ballot has been provided to be valid up to September 30, 2023, the Company is providing Postal Ballot Form as below in compliance with the extant provisions of the Act and the rules as applicable to obtaining approval of the members by way of Postal Ballot. It is clarified that the use of such Postal Ballot Form shall be valid only and only if the MCA revises its guidelines issued vide the MCA Circulars on or before April 3, 2023, being the last date specified in this Notice for e-voting and permits use of the Postal Ballot Forms.
15. Further, the guidelines for submitting the Postal Ballot Form as provided herein are following the extant provisions of the Act and the rules as applicable to obtaining approval of the members by way of Postal Ballot (without taking into consideration the MCA Circulars) and thus shall be subject to such modification(s) as the MCA may prescribe while reintroducing the use of the Postal Ballot Forms in amendment to the current provisions of the MCA Circulars.
16. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

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ANNEXURE 1 TO THE POSTAL BALLOT NOTICE

EXPLANATORY STATEMENT

Pursuant to Section 102(1) and 110 of the Companies Act, 2013

Item No. 1 & 2

It is hereby informed that the Board of the Directors in their meeting held on May 6, 2020 and shareholders through postal ballot notice dated May 15, 2020, approved the borrowing limit of the Company upto INR 100 Crores (Indian Rupees One Hundred Crores).

Considering the business plan of the Company to commence and grow digital media business during this financial year, the Company may require to borrow additional funds from time to time to support its business operations from various persons such as banks, financial institutions, NBFCs or any other person which may be more than abovementioned limits.

Hence, it is proposed to revise the borrowing powers of the Board upto INR 400 Crore (Rupees Four Hundred Crore Only) for smooth functioning of the Company.

It is further informed that the provisions of Section 180(1)(c) of the Companies Act, 2013 imposes restrictions on the borrowing powers of the Board of Directors of the Company to the extent of aggregate amount of paid-up capital, free reserves & security premium however, amount in excess of said limits can be borrowed after obtaining prior approval of shareholders of the Company by way of special resolution.

The borrowings of the Company are in general required to be secured by suitable mortgage or charge on all or any of the movable or immovable properties of the Company, in such form, manner and ranking as may be determined by the Board of Directors / any of its authorised Committee of the Company from time to time, in consultation with the lender(s).

It is therefore, necessary for the shareholders to pass a Special Resolution under Section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, as set out at Item No. 1 & 2 of the Notice, to enable the Board of Directors to borrow money upto INR 400 Crores (Indian Rupees Four Hundred Crores) and inter alia, authorised the Board of Directors to secure its borrowing by mortgage / charge on any of the movable and/or immovable properties and/or the whole or any part of the undertaking(s) of the Company.

None of the Directors or the Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in the said resolution.

The Board of Directors recommends the resolutions at Item No. 1 & 2 for approval of the members of the Company as a Special Resolutions.

Item No. 3

It is hereby informed to the Members that pursuant to the provisions of Section 186 of the Companies Act, 2013 (the "Act") read with Companies (Meetings of Board and its Powers) Rules, 2014 and

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other applicable rules (including any statutory modification(s) or re-enactment(s), Members of the Company, vide postal ballot notice dated December 1, 2021 had authorized 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 Rs. 200 Crores outstanding at any point of time.

The provisions of Section 186(2) of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, inter-alia, provides that 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.

Keeping in view of current capital structure and to provide greater financial flexibility to the Board of Directors/ Company in meeting the requirements of the business, it is proposed to enhance the limits as prescribed under Section 186 of the Act upto an aggregate sum of INR 400 Crores (Indian Rupees Four Hundred Crores Only) notwithstanding that the aggregate of loans and investments, so far made, the amounts for which guarantee is given along with the investments, loans, inter-corporate deposits, guarantee proposed to be made or given by the Board may exceed limits prescribed under Section 186 of the Act.

Therefore, it is proposed to seek fresh approval of members by way of a Special Resolution under Section 186(2) of the Act to authorize the Board of Directors of the Company to make investments in, giving loans, inter corporate deposits and guarantees to various persons and bodies corporate from time to time as mentioned in the abovementioned enabling resolution.

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

The Board of Directors recommends the Special Resolution set forth in Item No 3 for approval of Members.

Item No. 4 & 5

It is hereby informed that the Board of the Directors in their meeting held on November 10, 2021 and shareholders through postal ballot notice dated December 1, 2021, approved for granting loan or giving guarantee or providing security in respect of any loan granted upto INR 12 Cores to Quintype Technologies India (“**Quintype India**”).

Post obtaining the prior approval of the Audit Committee on January 31, 2023, the Board of Directors of the Company had approved to revise the limits for granting loan or giving guarantee or providing security in respect of any loan granted upto INR 25 Crores to Quintype India.

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In terms of Section 185 of the Companies Act, 2013 (the “Act”) and rules made thereunder, the above proposal of provision of loan/ guarantee etc. to Quintype India requires the approval of the members of the Company by way of a Special Resolution.

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

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

In accordance with the provisions of Section 188 of the Act, rules related thereto and Regulation 23 of the SEBI LODR, the related parties i.e. RBD, Mr. Raghav Bahl, Ms. Ritu Kapur Mr. Mohan Lal Jain are not permitted to vote for resolutions specified under Item Nos 4 and 5.

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

#	Details regarding the related party	Information
1.	A summary of the information provided by the management of the listed entity to the audit committee	
i.	Name	Quintype Technologies India Limited (“ Quintype India ”)
ii.	Name of the Director or KMP who is related	Mr. Raghav Bahl, Ms. Ritu Kapur and Ms. Vandana Malik
iii.	Nature of relationship to qualify as related party	<ul style="list-style-type: none">▪ Quintype India is a step-down material subsidiary of the Company.▪ Mr. Raghav Bahl and Ms. Ritu Kapur holds directorship in Quintype India.
iv.	Nature, material terms, monetary value and particulars of the contract or arrangements	Granting loan or giving guarantee or providing security in respect of any loan granted upto INR 25 Crores
v.	Particulars of the proposed transaction	Same as point no. 1 (iv)
vi.	Tenure of the transaction	Ongoing
vii.	Value of the proposed transaction	Same as point no. 1 (iv)

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2.	Justification for why the proposed transaction is in the interest of the listed entity	<p>Quintype India, a step-down material subsidiary of the Company.</p> <p>Quintype India, a media technology company, engaged in providing a Software-As-A-Service platform for digital publishers and content creators and assists them to help create, distribute and monetize content.</p> <p>Quintype India is presently in growth phase and requires identified funding for its operations.</p> <p>Being the ultimate parent of Quintype India, QDML intends to provide necessary funding to Quintype India to support the business operations adequately.</p>
3.	<p>Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under point 4(f) above; (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)</p> <p>I. details of the source of funds in connection with the proposed transaction</p> <p>II. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments</p> <ul style="list-style-type: none"> • nature of indebtedness • cost of funds; and • tenure <p>III. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and</p> <p>IV. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.</p>	<p>From the funds raised under the General Corporate Purpose objects of the Rights Issue and/ or, other permissible limits including borrowings and/or internal accruals</p> <p style="text-align: center;">NA</p> <p style="text-align: center;">NA</p> <p>Funds infused in Quintype India will be used to meet routine business expenditure including but not limited to operating and capital expenditure.</p>

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4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	NA
5.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	NA
6.	Any other information that may be relevant	All the important information forms part of the Explanatory Statement pursuant to Section 102(1) of the Act which has been mentioned in the foregoing paragraphs. No other information remains undisclosed.

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

The Board of Directors recommends the resolution at Item No. 4 for the approval of members of the Company as a **Special Resolution**.

The Board of Directors recommends the resolution at Item No. 5 for the approval of members of the Company as an **Ordinary Resolution**.

Item No. 6

Keeping in view of fund requirements, the Company may accept deposits from public including its members and directors as per the provisions of Section 73 and Section 76 and as per the provisions of Companies (Acceptance of Deposits) Rules, 2014.

For the above-mentioned purpose, it is proposed to seek approval of the Shareholders authorizing the Board of Directors to accept the deposits from public including shareholders and directors up to an amount representing 35% of the paid-up share capital and free reserves (maximum 10% from shareholders and 25% from public) as per the latest audited balance sheet and also for doing all necessary acts regarding the matter. Consequent upon obtaining approval of the Shareholders, requirements stipulated under Sections 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 will be complied with before inviting/ accepting/ renewing deposits.

Save as aforesaid, none of the Directors / Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Special Resolutions.

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The Board of Directors recommends the resolutions at Item No. 6 for approval of the members of the Company as a **Special Resolutions**.

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

Place: Noida

Date: March 3, 2023

**Tarun Belwal
Company Secretary & Compliance Officer
M. No. A39190**

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POSTAL BALLOT FORM

1.	Name and Registered Address of the sole-first named Shareholder	
2.	Name(s) of the Joint Shareholder(s), if any	
3.	Registered Folio no./ DP ID*/Client ID* (*applicable to investors holding shares in dematerialized form)	
4.	No. of Share(s) held	
5.	I/We hereby exercise my/our vote in respect of the resolutions to be passed through Postal Ballot for the business stated in the Notice dated March 3, 2023, by sending my/our assent or dissent to the said Resolution by placing (✓) mark at the appropriate box below:	

Item No	Description of the Resolution	Type of Resolution	No. of shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
1.	Increasing the borrowing powers under section 180(1)(c) of the Companies Act, 2013 up to 400 crores	Special Resolution			
2.	Creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under section 180(1)(a) of the Companies Act, 2013	Special Resolution			
3.	Approve making investment(s) and/ or providing loan(s) and giving guarantee(s) in excess of the limits prescribed under section 186 of the Companies Act, 2013	Special Resolution			
4.	Approve granting of loan(s), provision of guarantee(s) etc. to Quintype Technologies India Limited under section 185 of the Companies Act, 2013	Special Resolution			
5.	Approve granting of loan(s) or provision of guarantee(s) etc. to Quintype Technologies India Limited under section 188 of the companies act, 2013 and Regulation 23 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015	Ordinary Resolution			
6.	Consider and approve acceptance of deposits from Members and Public	Special Resolution			

Place:

Date:

(Signature)

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Instructions

- 1) For detailed instruction on e-voting, please refer to the notes appended to the Postal Ballot Notice which is being sent herewith to the members whose names appear in the Register of Members as on close of business hours on March 3, 2023. The Postal Ballot Notice has also been placed on the Company's website viz. <https://quintdigitalmedia.com> and on the website of CDSL viz. www.evotingindia.com.
- 2) A Shareholder(s) desirous to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer. Envelopes containing Postal Ballot Forms, if deposited in person or sent by courier / post at the expense of the Shareholder(s) will also be accepted.
- 3) Please convey your assent / dissent in this Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid. Unsigned, incomplete, or incorrectly ticked Postal Ballot Forms shall be rejected.
- 4) There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders. In case of joint holding, the form should be signed by the first named member and in his/her absence, by next named member.
- 5) The votes should be cast either in favour or against the resolution by putting a tick (✓) mark in the column provided for assent or dissent. Postal Ballot Forms bearing tick (✓) in both the column shall render the form invalid.
- 6) The voting rights of members shall be in proportion of the share(s) held by them in the paid-up equity share capital of the company as on March 3, 2023.
- 7) The exercise of vote through postal ballot is not permitted through a proxy.
- 8) Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 P.M. on April 3, 2023. All the Postal Ballot Forms received after the date will be treated as if the reply from such shareholder has not been received.
- 9) In respect of shares held by Corporate and Institutional shareholders (Companies, Trusts, Societies etc.) the completed Postal Ballot Form should be accompanied by a certified copy of relevant Board resolution / appropriate authorization, with specimen signature(s) of the authorized signatory(ies) duly attested.
- 10) Members are requested not to send any other matter/document along with the Postal Ballot Form. The Scrutinizer would destroy any extraneous paper found in such envelope.
- 11) A shareholder may request for duplicate Postal Ballot Form, if so required. However, duly filled in duplicate form should reach the Scrutinizer not later than the date and time specified above.

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- 12) The Company is pleased to offer e-voting facility as an alternate, for all the members of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The detailed procedure of e-voting is enumerated in the Notes to the Postal Ballot Notice. A shareholder cannot vote both by post and e-voting and if he does so his voting by post shall be treated as invalid.

- 13) In case you have of any queries or issues you may contact Mr. Subhash Dhingreja, Skyline Financial Services Pvt. Ltd, at A-505, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri - East, Mumbai, Maharashtra- 400072 at his email address: subhashdhingreja@skylinerta.com or Contact No. 022 28511022 / 49721245.

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CALENDAR OF EVENTS FOR THE POSTAL BALLOT DATED MARCH 3, 2023

S. No.	Events	Date (dd-mm-yyyy)
1.	Date of receipt of consent of the Scrutinizer proposed to be appointed	Thursday, March 2, 2023
2.	Date of approval of Notice of Postal Ballot by the Board of Directors	Friday, March 3, 2023
3.	Relevant date (Cut-off Date) for determination of shareholders to whom the Notice of the Postal Ballot will be sent	Friday, March 3, 2023
4.	Completion of sending Notice of the Postal Ballot by electronic means and intimation to Stock Exchange regarding completion of dispatch of Notice	Saturday, March 4, 2023
5.	Publication of advertisement of Notice of the Postal Ballot in newspapers <i>(in English and Hindi language)</i>	Sunday, March 5, 2023
6.	Commencement of voting period (including e-voting facility) – First Day	Sunday, March 5, 2023
7.	End of voting period (including e-voting facility) – Last Day	Monday, April 3, 2023
8.	Submission of report by Scrutinizer	On or before Wednesday, April 5, 2023
9.	Declaration of voting results	
10.	Intimation of voting results to the Stock Exchange and hosting on Company's website	

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