

Quick Heal Technologies Limited

CIN: L72200MH1995PLC091408

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POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF QUICK HEAL TECHNOLOGIES LIMITED

This post Buyback public announcement ("Post Buyback Public Announcement") is being made in compliance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") regarding completion of the Buyback.

This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated April 20, 2021 published on April 22, 2021 ("Public Announcement") and the Letter of Offer dated May 17, 2021 ("Letter of Offer"). All capitalized terms, unless defined herein, shall have the meaning ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1 Quick Heal Technologies Limited ("Company") had announced the Buyback of upto 6,326,530 (six million three hundred and twenty six thousand five hundred and thirty) fully paid-up equity shares of ₹ 10/- (Rupee ten only) each ("Equity Shares"), representing 9.85% of the total issued and paid-up equity share capital of the Company as of March 31, 2020, from the Shareholders / beneficial owners of Equity Shares of the Company as on the record date i.e. May 03, 2021 ("Record Date"), on a proportionate basis, through the "Tender Offer" route at a price of ₹245/- (Rupees two hundred and forty five only) per Equity Share for an amount aggregating up to ₹ 1,550 Million (Rupees one thousand five hundred and fifty million only) ("Maximum Buyback Size"), and such buyback of shares, the "Buyback". The Maximum Buyback Size does not include any expenses incurred or to be incurred for the Buyback like filing fee payable to SEBI, advisory fees, public announcement publication expenses, printing and dispatch expenses, transaction costs viz. brokerage, applicable taxes such as buyback tax, securities transaction tax, goods and service tax, stamp duty, etc. and other incidental and related expenses ("Transaction Costs").

1.2 The Maximum Buyback Size represents 24.09% and 24.24% of the aggregate of the fully paid-up equity share capital and free reserves as per the standalone and consolidated audited financial statements, respectively, of the Company as on March 31, 2020 (being the latest audited financial statements available as on the date of meeting of the board of directors of the Company held on March 10, 2021 to approve the proposal of Buyback). The number of Equity Shares bought back constituted 9.85% of the pre-Buyback equity share capital of the Company as on the Record date (i.e., May 3, 2021).

1.3 The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, including any amendments thereof, issued by SEBI. For the purposes of the Buyback, BSE Limited was the designated stock exchange.

1.4 The tendering period for the Buyback Offer opened on Monday, May 31, 2021 and closed on Friday, June 11, 2021.

2. DETAILS OF BUYBACK

2.1 6,326,530 (six million three hundred and twenty six thousand five hundred and thirty) Equity Shares were bought back under the Buyback, at a price of ₹245/- (Rupees two hundred and forty five only) per Equity Share.

2.2 The total amount utilized in the Buyback is ₹1,549,999,850 (Rupees one billion five hundred and forty nine million nine hundred and ninety nine thousand eight hundred and fifty only) excluding Transaction Costs.

2.3 The Registrar to the Buyback i.e. Link Intime India Private Limited ("Registrar"), considered a total of 5,710 valid bids for 8,809,471 (Eight million eight hundred and nine thousand four hundred and seventy one) Equity Shares in response to the Buyback, resulting in the tender of approximately 1.39 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category	No. of Equity Shares reserved in the Buyback	No. of Valid Bids	Total Equity Shares Vaidly Tendered	% Response
Reserved Category for Small Shareholders	948,980	5,549	434,680	45.80%
General Category for all other Equity Shareholders	5,377,550	161	8,374,791	155.74%
Total	6,326,530	5,710	8,809,471	139.25%

2.4 All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their e-mail IDs registered with the Company) on June, 21, 2021. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance / rejection are being dispatched to the Eligible Shareholders by the Registrar and the same shall be completed on or after June, 21, 2021.

2.5 The settlement of all valid bids was completed by Clearing Corporation on June, 21, 2021. The Clearing Corporation has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instructions were rejected by the Reserve Bank of India or relevant bank, due to any reason, then the amounts payable to the Eligible Shareholders will be transferred to the concerned Seller Member for onward transfer to such Eligible Shareholders.

2.6 Demat Equity Shares accepted under the Buyback were transferred to the Company's demat account on June, 21, 2021. The unaccepted demat Equity Shares have been returned to respective Eligible Shareholder / Seller Member / custodians by the Clearing Corporation on June, 21, 2021. No Equity Shares held in physical form were tendered or accepted under the Buyback.

2.7 The extinguishment of 6,326,530 (Six million three hundred and twenty six thousand five hundred and thirty) Equity Shares is currently under process and shall be completed on or before June, 28, 2021.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company, pre and post Buyback, is as under:

Sr. No.	Particulars	Pre Buyback*		Post Buyback**	
		No. of Equity Shares	Amount (in ₹ Million)	No. of Equity Shares	Amount (in ₹ Million)
1.	Authorised Share Capital	75,000,000 Equity Shares of ₹ 10/- each	750.00	75,000,000 Equity Shares of ₹ 10/- each	750.00
2.	Issued, Subscribed and Fully Paid-Up Share Capital	64,207,868 fully paid-up Equity Shares of ₹ 10/- each	642.07	57,881,338 fully paid-up Equity Shares of ₹ 10/- each	578.81

*As on the Record Date i.e May 03, 2021

** Subject to extinguishment of 6,326,530 Equity Shares

3.2 Details of Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been accepted under the Buyback are as under:

Sr. No.	Name	Number of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought Back	Equity Shares accepted as a % of total Post Buyback Equity Shares ^f
1	Sanjay Sahebrao Katkar	1,808,415	28.58	3.12
2	Kailash Sahebrao Katkar	1,808,415	28.58	3.12
3	Sequoia Capital India Investment Holdings III	1,159,765	18.33	2.00
4	Anupama Kailash Katkar	441,169	6.97	0.76
5	Chhaya Sanjay Katkar	441,169	6.97	0.76
6	Ariston Capital Services Pvt Ltd	63,038	1.00	0.11

Subject to extinguishment of 6,326,530 Equity Shares

3.3 The shareholding pattern of the Company before the Buyback, i.e., as on the Record Date i.e. May 03, 2021 and post Buyback, is as under:

Particulars	Pre Buyback		Post Buyback	
	Number of Shares	% to existing share capital	No. of Shares post Buyback*	% holding post Buyback*
Promoters and Promoter Group	46,762,345	72.83	42,263,177	73.02
Foreign Investors (including non-resident Indians/ FII/ foreign mutual funds/foreign nationals)	3,653,717	5.69		
Financial institutions / banks and mutual funds promoted by banks / institutions	3,025	0.00	15,618,161	26.98
Others (public, bodies corporate, etc.)	13,788,781	21.48		
Total	64,207,868	100.00	57,881,338	100.00

* Subject to extinguishment of 6,363,636 Equity Shares.

4. MANAGER TO THE BUYBACK



Ambit Private Limited

Address: Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013

Tel: + 91 (22) 6623 3000; Fax: +91 (22) 6623 3100

Contact Person: Mr. Praveen Sangal / Mr. Miraj Sampat

Email: quickheal.buyback@ambit.co; Website: www.ambit.co

SEBI Registration Number: INM000010585

Validity Period: Permanent

CIN: U65923MH1997PTC109992

5. DIRECTOR'S RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement and confirms that this Post Buyback Public Announcement contains true, factual and material information and does not contain any misleading information. This Post Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee vide circulation on June 21, 2021.

For and on behalf of the Board of Directors of

Quick Heal Technologies Limited

Sd/-
Kailash Katkar
Managing Director & CEO
DIN: 00397191

Sd/-
Sanjay Katkar
Joint Managing Director & CTO
DIN: 00397277

Sd/-
Vinav Agarwal
Compliance Officer
Membership No. A40751

Date: June 21, 2021

Place: Pune