



To,
Listing Department
BSE Limited
P.J. Towers
Dalal Street
Mumbai – 400 001

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the proposed Scheme of Arrangement amongst Quintillion Media Limited ("QML" or "Transferor Company") and Quint Digital Media Limited ("QDML" or "Transferee Company") and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 and other applicable provisions of Companies Act, 2013 and the rules made thereunder ("Scheme")

It is hereby certified that the proposed Scheme of Arrangement involving amalgamation (by way of absorption) of Quintillion Media Limited ("QML" or "Transferor Company") with and into Quint Digital Media Limited ("QDML" or "Company" or "Transferee Company") and their respective shareholders and creditors and the reduction of the capital of the Transferee Company in the manner set out in the Scheme ("Scheme") does not, in any way violate, override or limit the provisions of securities laws or requirements of the stock exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and SEBI Master Circular No. SEBI/HO/CFD/POD-2 /P/CIR/2023/93 dated June 20, 2023 ("Circular") including the following:

S. No.	Reference	Particulars	Whether complied or not
1	Regulation 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
Requirements under this Circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied; Company is submitting all documents to BSE
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied to the extent applicable and noted for compliance for future provisions if applicable.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Not Applicable; Transferor Company is a wholly owned subsidiary of Transferee Company. Accordingly, pursuant to this Scheme, no shares of Transferee Company shall be issued and allotted.

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



(d)	Para (I)(A)(5)	Auditors Certificate regarding compliance with Accounting Standards	Complied
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	The Company undertakes to comply with the provisions of SEBI Circular including that the Scheme will be acted upon only if votes cast by the public shareholders in favor of the Scheme are more than the number of votes cast against it




Company Secretary

QUINT DIGITAL MEDIA LTD.



Auth. Sign./Director

Managing Director

Certified that the transactions/ accounting treatment provided in the proposed Scheme of Arrangement amongst Quintillion Media Limited and Quint Digital Media Limited are in compliance with all the Accounting Standards and general accounting principles applicable to a listed entity.




Chief Financial Officer

QUINT DIGITAL MEDIA LTD.



Auth. Sign./Director

Managing Director

Place: Noida

Date: September 1, 2023

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