



Transcript of Extraordinary General Meeting of New Emerging World of Journalism Limited held on Wednesday, April 19, 2022 at 11:30 a.m. through Video Conferencing.

Mr. Ravi Karia, Director:

Good Morning!

Dear Members, Directors, Auditors and others present at the meeting, I, Mr. Ravi Karia, Director of the Company welcome all of you to the meeting.

This Meeting is conducted through video conference from the registered office of the Company (the deemed venue of the Meeting).

Myself, Mr. Shalabh Upadhyay, Ms. Deeksha Upadhyay and Mr. Arvind Tiwari, Directors are present in the Meeting.

Representative of the Statutory Auditor is also present in the meeting.

Request, the Directors present to elect the Chairman for the meeting.

Mr. Shalabh Upadhyay:

I propose Mr. Ravi Karia as Chairman of the meeting.

Ms. Deeksha Upadhyay:

I propose Mr. Ravi Karia as Chairman of the meeting.

Mr. Ravi Karia, Chairman:

Good Morning!

It is 11:30 A.M. and time to start the Extraordinary Meeting of New Emerging World of Journalism Limited.

I warmly welcome all of you to the Extraordinary General Meeting of the Company.

Considering the present Covid -19 pandemic, the Ministry of Corporate Affairs (MCA), in compliance with various circulars, permitted the holding of the Extraordinary General Meeting ("Meeting") through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue. Accordingly, the Meeting is being held through video-conference.

New Emerging World of Journalism Limited

(Formerly known as New Emerging World of Journalism Private Limited)

CIN No – U74999DL2018PLC328616



Registered Office: C-8/8663, Vasant Kunj, New Delhi – 110070, India
Head Office: 105-106, B Wing, Navbharat Estates, Sewri, Mumbai - 400015, India



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The Company has taken all feasible steps to ensure that the Members of the Company are provided an opportunity to participate in the Meeting and vote. The Company has provided adequate VC facility to the Members to participate in this Meeting and also vote.

Members/Representatives attending the Meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

Requisite quorum is present and therefore I call the Meeting to the order.

Authorization has been lodged with the Company for 29,996 equity shares representing 74.99 percent of the Company's equity share capital.

The Chairman has confirmed that the Company has not received any query from the Members on the designated email address mentioned in the Notice calling the Meeting.

The documents referred in the notice convening this Meeting are available and will remain accessible to the Members for electronic inspection, if they so desire, till the conclusion of the Meeting.

Dear Members,

Notice dated April 18, 2022, convening this Meeting has already been circulated to the Members of the Company electronically, pursuant to the MCA Circulars.

The Company has received consents from its members for convening and holding this meeting at a shorter notice.

With your permission, I shall take the same as read.

I now move the resolution for Item Number 1 of the Notice:

Item No. 1: Issue of 0.0001% Unsecured Compulsorily Convertible Debentures, by way of a Special Resolution:

This item has to be transacted to ensure compliance with the provisions of Sections 62 and 71 read with Section 102(2) of the Companies Act, 2013.

May I request a member to propose and another member to second the same.

Sir, I, Jyoti Jain, member of the Company propose the resolution.

Sir, I, Arvind Tiwari, member of the Company second the resolution.

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Mr. Ravi Karia, Chairman:

I request the members to seek clarification, if any, pertaining to this item of business.

(None of the members of the Company sought any clarification.)

Thereafter, Mr. Ravi Karia, Chairman read the resolution:

“RESOLVED THAT pursuant to the provisions of Sections 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and subject to the provisions of the Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded to the Board of Directors (the **“Board”**) to create, issue, offer and allot upto 70, 0.0001% Coupon, Unsecured Compulsorily Convertible Debentures of face value of Rs. 80,000 each, for cash, at par, aggregating to Rs. 56,00,000 (Rupees Fifty Six Lakh only), to the existing holders of equity shares of the Company on rights basis and on the terms and conditions as set out in the explanatory statement of the Notice for convening this meeting;

RESOLVED FURTHER THAT the Board is hereby authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

Now I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I announce that all the business set out in the Notice of this Meeting had been considered and the Meeting stands closed.

Thank you.

I, Jyoti Jain, member of the Company propose a vote of thanks to the Chairman.

Thank you.

Mr. Ravi Karia, Chairman: Thank you Mr. Jyoti Jain

The meeting concluded at 11:45 a.m.

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