



Transcript of Extraordinary General Meeting of New Emerging World of Journalism Limited held on Friday, January 28, 2022 at 12:00 p.m. through Video Conferencing.

Mr. Ravi Karia, Director:

Good Afternoon!

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 Afternoon!

It is 12:00 P.M. and time to start the Extraordinary Meeting of New Emerging World of Journalism Limited.

I 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.

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.

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

Website: <https://thenewj.com/> Email: shalabh@thenewj.com ||Tel: +91-22-35010756 / 905



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 January 27, 2021, 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: Payment of Remuneration to Mr. Shalabh Upadhyay (DIN: 08029934), Whole-time Director of the Company, by way of a Special Resolution:

This item has to be transacted to ensure compliance with the provisions of Sections 196 and 197 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.

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:

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“RESOLVED THAT in accordance with the provisions of Sections 196, 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to payment of such remuneration to Mr. Shalabh Upadhyay (DIN: 08029934), Whole-time Director, for the period from January 31, 2022 to January 30, 2024, as set out in the statement annexed to the Notice convening this Meeting with the liberty to the Board of Directors (“the Board”) to alter and vary the said remuneration, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

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

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 now move the resolution for Item Number 2 of the Notice:

ITEM NO. 2: Appointment of Mr. Arvind Kumar Tiwari (DIN:08107419) as a Director of the Company, by way of an Ordinary Resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152 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, Rajkumar Mullick, member of the Company second the resolution.

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 in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 (**“the Act”**) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Arvind Kumar Tiwari (DIN:08107419), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

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

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 12:15 P.M.