

## NOTICE

Notice is hereby given that the 83rd Annual General Meeting of the Members of The Associated Journals Limited will be held on Friday, the September 10, 2021 at 10:30 am (IST) through Video Conference ("VC")/Other Audio Visual Means ("OAVM" ("hereinafter referred to as "electronic mode"), to transact the following business(es):-

### **ORDINARY BUSINESS(ES)**

1. To receive, consider and adopt the Audited Financial Statements (including the Audited consolidated Financial Statements) for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Independent Auditors thereon.
2. To appoint a Director in place of Mr. Suman Dubey (DIN: 00013821), who retires by rotation and being eligible, offers himself for reappointment.

**By the order of the Board of Directors  
The Associated Journals Limited**

**Place: New Delhi  
Date: 10.08.2021**

**Sd/-  
Pawan Kumar Bansal  
Chairman & Managing Director  
DIN: 09015697  
64, Sector-28A, Chandigarh, Indl. Area  
Chandigarh-160002**

## NOTES

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 20/2020 dated May 5, 2020 read with Circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated January 13, 2021 (hereinafter collectively referred to as "MCA Circulars") permitted the holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013, the Annual General Meeting of the Members of the Company is being held through VC/OAVM. The Demed venue for the 83rd AGM shall be the Registered Office of the Company
2. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice. However, in pursuance of Section 112 and Section 113 of the Act, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes.
3. In case of joint holders attending the AGM, only such joint holder by the first named Member and in his/her absence, by the next named Member will be entitled to vote.
4. Facility of joining the AGM through VC/OAVM shall open at least 15 minutes before the time scheduled for the AGM and shall not be closed till the expiry of 15 minutes after such scheduled time. This facility will be available for Members on first come first served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, auditors etc will be allowed to attend the Meeting without restrictions on account of first-come first served principle.
5. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to [sanjaygrover7@gmail.com](mailto:sanjaygrover7@gmail.com) with copies marked to the Company at [nationalheralddelhi@gmail.com](mailto:nationalheralddelhi@gmail.com) and to Link Intime India Private Limited ("LIPL" or "RTA") at [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in).
6. Non-Resident Indian Members are requested to inform the Company at its registered email address at [nationalheralddelhi@gmail.com](mailto:nationalheralddelhi@gmail.com) and to its RTA at [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) immediately of:
  - a. Change in their residential status on return to India for permanent settlement.
  - b. Particulars of their bank account maintained in India with complete name, branch, account type, MICR number, account number and address of the bank with pin code number, if not furnished earlier.
7. Please quote your folio number in all correspondence for each type of query/complaint.
8. Members holding shares in physical form are requested to intimate immediately all changes pertaining to their bank details, ECS mandates, nominations, power of attorney, change of address/name etc. to the Company's Registrar & Share Transfer Agent quoting their registered folio number and / or the Company Secretary at least 10 (ten) days before the date of the Meeting or to their respective depository participants if the shares are held in electronic form.
9. On account of threat posed by COVID-19 and in terms of the MCA Circulars, the Company has send the Annual Report and the Notice of AGM only in electronic form to the registered e-mail addresses of the Members. Members who have not registered their e-mail addresses and consequently, have not received the Notice, so far are requested to register their e-mail address

for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. Members can get their email address registered by following the steps as given below:

- a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self attested copy of the PAN card and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) supporting the registered address of the Member either to the Company's Registrar and Transfer Agent (RTA), Link Intime India Private Limited or may write to the Company at [nationalherald Delhi@gmail.com](mailto:nationalherald Delhi@gmail.com) for the attention of Mr. Nalin Kumar Asthana, Company Secretary of the Company.
- b. For the Members holding shares in demat form, please update your email address and/or Bank details either with the Company's Registrar and Transfer Agent (RTA), Link Intime India Private Limited or to the Company at [nationalherald Delhi@gmail.com](mailto:nationalherald Delhi@gmail.com) by sending a scan copy of a signed request letter mentioning your Folio No./DP/Client ID, complete address, email address to be registered along with scanned self-attested copy of the PAN Card and any document (such as Driving Licence, Passport, Bank Statement, AADHAR).

It is clarified that for permanent registration of e-mail address and Bank details in your demat account, if any, Members are requested to approach the respective DPs and follow the process advised by DPs.

10. Shareholders are also requested to visit the website of the Company/RTA i.e. <https://www.nationalheraldindia.com/corporate-governance/agm> and <https://instavote.linkintime.co.in/> for downloading Notice of the AGM.
11. The Annual Report along with Notice of AGM will be send to the Members, whose names appear in the Register of Members/depositories as at close of business hours on August 16, 2021.
12. In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent RTA/Depositories, log in details for e-voting are being sent on the registered email address.
13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and related Rules thereunder and Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 and related Rules thereunder and other relevant documents referred to in the notice, will be available online for inspection under the head 'Inspection' at <https://www.nationalheraldindia.com/corporate-governance/inspection>, by the Members of the Company.
14. The Company ensures that the AGM through VC or OAVM facility allows two-way video conferencing or Webex for the ease of participation of the Members.
15. Additional information pursuant to Secretarial Standards on General Meetings (SS – 2) issued by The Institute of Company Secretaries of India (ICSI) in respect of Director seeking re-appointment as mentioned under Item No. 2 contained in the Notice of Annual General Meeting is provided hereunder as **Annexure I of Notice of AGM**.
16. The Notice of the Annual General Meeting including Annual Report for the financial year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company in accordance with the aforesaid MCA circulars. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. Annual Report for the financial year ended March 31, 2021 will also be available online for inspection under the head 'Inspection' at <https://www.nationalheraldindia.com/corporate-governance/inspection>, by the Members of the Company.
17. This is to inform the Members that the Company has availed the demat facility for its equity shares in the Depository system of National Securities Depository Limited (NSDL) to dematerialize the certificates of the Members of the Company who may wish to do so. This is to further inform that the Company has appointed M/s Link Intime India Private Limited (RTA) for the Depository.
18. The requirement to place the matter relating to appointment of Statutory Auditor for ratification by Members at every Annual General Meeting is done away vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors who were appointed in the Annual General

Meeting held on September 4, 2018.

19. Members attending the AGM through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
20. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
21. The Company is also providing to its Members the facility of remote e-voting and e-voting on the day of Annual General Meeting.
22. Members who wish to obtain any information on the accounts of the Company and any other matter contained in the Notice are requested to send their queries to the Company Secretary of the Company either on September 3, 2021 at [nationalheralddelhi@gmail.com](mailto:nationalheralddelhi@gmail.com) or at the Registered Office of the Company at least 7 days before the Meeting so that relevant information can be kept ready at the Meeting. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, and Secretarial Standard-2 issued by The Institute of Company Secretaries of India and MCA Circulars mentioned above, the Company is providing facility for voting by electronic means for all its Members to enable them to cast their vote electronically and the business may be transacted through such remote e-voting and e-voting on the day of Annual General Meeting.

A Member may exercise his/her vote at the General Meeting by electronic means and the Company may pass any resolution by electronic voting system in accordance with the provisions of the aforesaid Rule. The Company has availed the services of Link Intime India Private Limited for facilitating through electronic means, as authorized agency.

The facility of casting votes by a Member using remote e-voting system as well as e-voting on the day of the Annual General Meeting will be provided by LIPL.

The Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again.

The voting period begins on Monday, September 6, 2021 at 09:00 am (IST) and ends on Thursday, September 09, 2021 at 05:00 pm (IST).

During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, September 3, 2021, may cast their vote electronically. The e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter.

Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Friday, September 3, 2021 may follow the same instructions as mentioned above for e-Voting.

The voting right in proportion to their paid-up share capital of the Company as on cut-off date, Friday, September 3, 2021.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM**

### **Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post June 9, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

TYPE OF SHAREHOLDERS	LOGIN METHOD
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ul style="list-style-type: none"> <li>● If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password.</li> <li>● After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. 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 &amp; voting during the Meeting.</li> <li>● If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>● Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> 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 &amp; voting during the Meeting.</li> </ul>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ul style="list-style-type: none"> <li>● Existing user of who have opted for Easi / Easiest, they can login through their 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>● 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. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> <li>● If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>● Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</li> </ul>

TYPE OF SHAREHOLDERS	LOGIN METHOD
<p>Individual Shareholders (holding securities in demat mode) &amp; login through their depository participants</p>	<ul style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>Once 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 provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the Meeting.</li> </ul>
<p>Individual Shareholders holding securities in Physical mode &amp; e-voting service Provider is LINKINTIME.</p>	<ol style="list-style-type: none"> <li>Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a></li> <li>Click on <b>"Sign Up"</b> under <b>'SHARE HOLDER'</b> tab and register with your following details: - <ul style="list-style-type: none"> <li><b>User ID:</b> Shareholders/ members holding shares in <b>physical form shall provide</b> Event No + Folio Number registered with the Company.</li> <li><b>PAN:</b> Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).</li> <li><b>DOB/DOI:</b> Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format).</li> <li><b>Bank Account Number:</b> Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</li> </ul> <ul style="list-style-type: none"> <li>Shareholders/Members holding shares in <b>physical form</b> but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above.</li> </ul> </li> <li>Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</li> <li>Click "confirm" (Your password is now generated).</li> <li>Click on 'Login' under <b>'SHARE HOLDER'</b> tab.</li> <li>Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on <b>'Submit'</b>.</li> <li>After successful login, you will be able to see the notification for e-voting. Select <b>'View'</b> icon.</li> <li>E-voting page will appear.</li> <li>Refer the Resolution description and cast your vote by selecting your desired option <b>'Favour / Against'</b> (If you wish to view the entire Resolution details, click on the <b>'View Resolution'</b> file link).</li> <li>After selecting the desired option i.e. Favour / Against, click on <b>'Submit'</b>. A confirmation box will be displayed. If you wish to confirm your vote, click on <b>'Yes'</b>, else to change your vote, click on <b>'No'</b> and accordingly modify your vote.</li> </ol>

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

**Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian/ Mutual Fund/ Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian/ Mutual Fund/ Corporate Body**’ login for the Scrutinizer to verify the same.

**Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME, have forgotten the password:**

- o Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- o Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.
- In case Shareholders/ Members is having valid email address, Password will be sent to his/ her registered e-mail address.
- Shareholders/ Members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
  - ▶ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - ▶ For Shareholders/ Members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
  - ▶ During the voting period, Shareholders/ Members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

In case Shareholders/ Members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 22-23058542-43.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & e-voting service Provider is LINKINTIME.**

In case Shareholders/ Members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions (‘FAQs’)** and **InstaVote e-Voting manual** available at

<https://instavote.linkintime.co.in>, under Help section or write a letter to Mr. Rajiv Ranjan, Assistant Vice-President at Link Intime India Pvt. Ltd., Noble Heights, 1st Floor, Plot NH2, C-1, Block LSC, Near Savitri Market, Janakpuri, New Delhi – 110058 or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 –4918 6000.

### **Instructions for Shareholders/Members for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No.

- Shareholders/ Members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ Members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ Members holding shares in **physical form shall provide** Folio Number registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).

C. **Mobile No.:** Enter your mobile number.

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the Meeting).

Please refer the instructions (annexure)for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the Meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

### **Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the Meeting must register their request 7 days in advance with the Company on [nationalherald Delhi@gmail.com](mailto:nationalherald Delhi@gmail.com) created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the Meeting.
4. Other Shareholder may ask questions to the panellist, via active chat-board during the Meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the Meeting/ Management will announce the name and serial number for speaking.

### **Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the Scrutinizer/ Moderator during the Meeting, Shareholders/ Members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A



confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.

6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the Meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the Meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case Shareholders/ Members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

### General Instructions

- The voting rights of Members shall be in proportion to their shares in the paid-up capital of the Company as on the cut-off date i.e. Friday, September 3, 2021. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the AGM.
- Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date may obtain the login ID and password by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 –4918 6000.

Mr. Devesh Kumar Vasisht (FCS:-8488; C.P. No.:-13700) failing him Ms. Priyanka (FCS:-F10898, C.P. NO.:-16187), Partner of M/s Sanjay Grover and Associates, Company Secretaries (Firm Registration No. P2001DE052900), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of RTA, by use of “e-voting facility” for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the General Meeting, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting or e-voting at the time of AGM in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared along with the report of the Scrutinizer shall be placed at the Registered office of the Company and on the website of the Company/RTA i.e. <https://www.nationalheraldindia.com/corporate-governance/agm> and <https://instavote.linkintime.co.in/>, immediately after the declaration of result by the Chairman or a person authorized by him in writing.

**Annexure I of Notice of AGM**

**Details of the Director(s) seeking appointment/re-appointment as required under Secretarial Standards on General Meetings (SS – 2) issued by The Institute of Company Secretaries of India:**

Name of Director	Suman Dubey
Date of Birth/Age	21.02.1943 (78 years)
Date of first appointment on the Board	21.12.2010
Qualification	M.A., Economics
Experience	Suman Dubey is amongst India's most eminent journalists and editors. He has been associated with Dow Jones & Company, publishers of The Wall Street Journal, since 1992. Previously, he was editor of The Indian Express and Managing Editor of India Today and had also served on the Board of Prasar Bharati, India's public service broadcaster.
Term and conditions of re-appointment	None
Remuneration proposed to be paid	NIL
Remuneration last drawn	NIL
No. of equity shares held in the Company	10
Number of Meetings of the Board attended during the year	Three
List of other companies in which directorship are held	Young Indian
List of all committees of Board of Directors of other companies in which Chairmanship/Membership is held (includes only Audit Committee and Shareholders/ Investor Grievance Committee)	None
Relationship with other Directors, Manager and other key managerial personnel of the Company	None