Notice

Notice is hereby given that the 88th Annual General Meeting of the Members of The Associated Journals Limited will be held on, Monday, 24 August 2026, at 11:00 A.M (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, 2026, and the Reports of the Board of Directors and Independent Auditors thereon.

2. To appoint a director in place of Mr. Mallikarjuna Mapanna Kharge (DIN: 09017932), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS(ES)

3. To appoint Mr. Deepakkumar Ratilal Babaria (DIN: 00400956) as an Independent Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 149, 150, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and Articles of Association of the Company, Mr. Deepakkumar Ratilal Babaria (DIN: 00400956) who was appointed as an Additional Director and designated as an Independent Director of the Company with effect from November 19, 2025 to hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years from the date of appointment i.e. November 19, 2025 to November 18, 2030."

4. To re-appoint Mr. Pawan Kumar Bansal (DIN: 09015697) as the Managing Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 framed thereunder and any other applicable provisions of the Act; and other applicable provisions, if any, (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force), as amended; pursuant to Memorandum and Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the Shareholders of the Company be and is hereby accorded, for the re-appointment of Mr. Pawan Kumar Bansal (DIN: 09015697), as the Managing Director of the Company for a term of five (5) years, with effect from June 06, 2026, upon such terms and conditions that no remuneration shall be payable to him for serving as a Managing Director of the Company.

RESOLVED FURTHER THAT The Associated Journals Limited is not commercially motivated and ultimate objective is to serve the public at large. Its essence is to utilize all its earnings for the benefit and development of society and the nation. Mr. Pawan Kumar Bansal also shares the same view and has consented to serve as Managing Director of the Company for the betterment of the nation with his expertise and experience by not taking any remuneration/ compensation/ commission sitting fee.

RESOLVED FURTHER THAT pursuant to the Articles of Association of the Company, Mr. Pawa Kumar Bansal shall not retire by rotation.

RESOLVED FURTHER THAT all the Directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary in this regard and further to execute all such deeds, documents, and writings etc, as may be necessary and to file necessary forms with the Registrar of Companies as may be necessary to give effect to this resolution."

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

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

Place: New Delhi
Date: 22.07.2026

Notes

1. In continuation of the circulars issued by the Ministry of Corporate Affairs ("MCA") has vide its General 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 and Circular No. 19/2021 dated December 08, 2021 and Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022 Circular No. 10/2022 dated December 28, 2022 Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 the latest being Circular No. 03/2025 dated September 22, 2025 (hereinafter collectively referred to as "MCA Circulars") permitted the holding of Annual General Meeting ("AGM" or "the 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 ("Act"), AGM of the Members of the Company is being held through VC/OAVM. The deemed venue for the 88th AGM shall be the Registered Office of the Company.

2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts relating to the Special Businesses to be transacted at the AGM is annexed hereto.

3. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the AGM 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 there at and cast their votes.

4. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013.

5. 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.

6. 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 serve 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 serve principle.

7. 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 with copies marked to the Company at nationalheralddelhi@gmail.com and to MUFG Intime India Private Limited ("MIIPL" or "RTA") at enotices@in.mpms.mufg.com.

8. Non-Resident Indian Members are requested to inform the Company at its registered email address at nationalheralddelhi@gmail.com and to its RTA at investor.helpdesk@in.mpms.mufg.com 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.

9. Please quote your folio number in all correspondence for each type of query/complaint.

10. 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 RTA 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 ("DP") if the shares are held in electronic form.

11. To take part in Green Initiative in the Corporate Governance and in terms of the MCA Circulars, the Company will send the Annual Report and the Notice of AGM only in electronic form to the registered email 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 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), MUFG Intime India Private Limited or may write to the Company at nationalheralddelhi@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 RTA, MUFG Intime India Private Limited or to the Company at nationalheralddelhi@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.

12. 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.

13. 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 29th day of July 2026.

14. 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.

15. 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.

16. 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.

17. Additional information pursuant to Secretarial Standards on General Meetings (SS – 2) issued by The Institute of Company Secretaries of India (ICSI) in respect of Item No. 2, 3 & 4 contained in the Notice of Annual General Meeting is provided hereunder as **Annexure I of Notice of AGM**.

18. The Notice of the AGM including Annual Report for the financial year 2025-26 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 AGM through VC/OAVM facility only. Annual Report for the financial year ended March 31, 2026, 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.

19. 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 MUFG Intime India Private Limited (RTA) for the Depository.

20. 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.

21. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

22. The Company is also providing to its Members the facility of remote e-voting and e-voting on the day of AGM.

23. 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 Monday, 17 August, 2026 at 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.

24. 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 AGM.

25. A Member may exercise his/her vote at the 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 MUFG Intime India Private Limited for facilitating through electronic means, as authorized agency.

26. The facility of casting votes by a Member using remote e-voting system as well as e-voting on the day of the AGM will be provided by MIIPL.

27. 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.

28. The voting period begins on Thursday, 20 August 2026, at 9 am (IST) and ends on Sunday 23 August 2026 at 5 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 Monday, 17 August, 2026 may cast their vote electronically. The e-voting module shall be disabled by MUFG Intime India Private Limited for voting thereafter.

29. Any person who acquires shares of the Company and become Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. Monday, 17 August, 2026 shall be entitled to exercise their voting rights by following the same instructions as mentioned above for e-Voting.

    The voting rights of such member shall be in proportion to their shareholding in the paid-up share capital of the Company as on cut-off date Monday, 17 August, 2026.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM

Remote e-Voting Instructions for shareholders:
As per the SEBI circular dated December 9, 2020 and amendment made, if any, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - If registered with NSDL IDeAS facility
Users who have registered for NSDL IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login".
b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
c) Click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

User who have not registered for NSDL IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp ".
b) Proceed with updating the required fields.
c) Post registration, user will be provided with Login ID and password.
d) After successful login, click on "Access to e-voting".
e) Click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

a) Visit URL: https://www.evoting.nsdl.com/
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you

can see "Access to e-voting".

e) Click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

2. Individual Shareholders (holding securities in demat mode) login through their depository participants.

Individual Shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL for e-voting facility.

a) Login to DP website
b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.
c) Click on e-voting option, members will be redirected to NSDL Depository site after successful authentication, wherein you can see e-voting menu.
d) After successful authentication, click on "MUFG INTIME" or "e - voting link displayed alongside Company's Name" and you will be redirected to MUFG Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual Shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of MUFG Intime as under:

1. Visit URL: https://instavote.linkintime.co.in.
2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

A. User ID:
Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.
B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).
C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*
Shareholders holding shares in **NSDL form, shall provide 'D' above*

- Set the password of your choice (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).
- Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on '**Submit'**.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).
4. After selecting the desired option i.e. Favour / Against, click on **'Submit'**. A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes'**, else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund"):

STEP 1 – Registration

a) Visit URL: https://instavote.linkintime.co.in
b) Click on Sign up under "Corporate Body/ Custodian/ Mutual Fund"
c) Fill up your entity details and submit the form.
d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr.No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.
b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details:
  a. 'Investor ID' -
    i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
  b. 'Investor's Name - Enter full name of the entity.
  c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
  d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

d) Click on Submit button and investor will be mapped now.

e) The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting.
The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.
b) Click on 'Votes Entry' tab under the Menu section.
c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote e - voting.
d) Enter '16-digit Demat Account No.' for which you want to cast vote.
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.
b) You will be able to see the notification for e-voting in inbox.
c) Select **'View'** icon for **'Company's Name / Event number'**. E-voting page will appear.
d) Download sample vote file from 'Download Sample Vote File' option.
e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk for Individual Shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

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 MUFG 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@in.mpms.mufg.com or contact on: - Tel: 011 – 49411000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL.

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 evoting@nsdl.co.in or call at: 022 - 48867000 & 022 - 24997000

Individual Shareholders holding securities in physical form has forgotten the password:

If an Individual Shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of MUFG Intime: https://instavote.linkintime.co.in

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password**?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "**SUBMIT**".

In case shareholders is having valid email address, password will be sent to his / her registered e-mail address. Shareholders 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 a minimum of 8 characters, at least one special character (@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID.

Individual Shareholders holding securities in demat mode with NSDL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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".

Institutional Shareholders ("Corporate Body/ Custodian/ Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of MUFG Intime: https://instavote.linkintime.co.in.

- Click on **'Login'** under **'Corporate Body/ Custodian/ Mutual Fund'** tab and further Click **'forgot password?'**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, password will be sent to his / her registered e-mail address. Shareholders 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 a minimum of 8 characters, at least one special character(@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

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

1. Open the internet browser and launch the URL: https://instameet.in.mpms.mufg.com & click on **"login"**

- 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 **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).

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 nationalheralddelhi@gmail.com.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
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@in.mpms.mufg.com or contact at Tel: 011-49911000.

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 Monday, 17 August, 2026. 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 the 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@in.mpms.mufg.com or contact on:- Tel: 011 –49411000.

Mr. Kapil Dev Taneja (FCS No.: 4019; C.P. No. 22944) failing him Mr. Anirudh Grover (ACS No.: A77442, C.P. NO.: 28649), Partners 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 AGM, 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.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.3

The Board of Directors has appointed Mr. Deepakkumar Ratilal Babaria as an Additional Director designated as Independent Director on the Board of the Company w.e.f. November 19, 2025, for a term of five years, not liable to retire by rotation, subject to the approval of Members at the ensuing Annual General Meeting. In terms of Section 161 of the Companies Act, 2013, Mr. Deepakkumar Ratilal Babaria holds office only up to the date of this AGM and is eligible for appointment as a Director. The Company has received notice under Section 160 of the Companies Act, 2013 proposing his candidature of the office of Director under the provisions of Section 160 of the Companies Act, 2013 and the Board is of the opinion that he fulfils the conditions specified in this Act for appointment as Independent Director in the Company. The Company has received requisite consent and declarations from Mr. Deepakkumar Ratilal Babaria including confirmation that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013. He is neither disqualified from being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by any such other authority.

Brief description of Mr. Deepakkumar Ratilal Babaria is as below:

Deepakkumar Ratilal Babaria is a chemical engineer who has been in public life for four and a half decades crusading for the rights of the underprivileged including company workers, hutment dwellers and vendors. He is also a successful entrepreneur in his own right. He has also served as an office bearer of the AICC.

A copy of the letter of appointment of Mr. Babaria setting out the terms and conditions of appointment is available for electronic inspection up to the date of AGM and will also be available for inspection during the AGM.

He is not related to any of the Directors of the Company. He does not hold any share in the Company.

Mr. Babaria and his relatives are interested in this resolution to the extent of his appointment.

None of the Directors and the Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution, except Mr. Babaria himself.

The Board of Directors recommends the aforesaid resolution for the approval of Members.

ITEM NO.4

Mr. Pawan Kumar Bansal (DIN: 09015697) was appointed as the Managing Director on the Board of the Company with the approval of Members by way of Postal Ballot by remote e-voting process held on June 06, 2021, for a term of 5 (five) consecutive years commencing from June 06, 2021, until June 05, 2026.

The Board of Directors, on the recommendation of Nomination & Remuneration Committee in their meetings held on May 25 , 2026 has considered and approved the re-appointment of Mr. Pawan Kumar Bansal, subject to approval of Members. Accordingly, he is proposed to be re-appointed as the Managing Director on the Board of the Company with effect from June 06, 2026, for a term of 5 (five) years, to the approval of Members of the Company being sought via this meeting.

Mr. Pawan Kumar Bansal shall not be liable to draw any remuneration from the Company during the tenure of his appointment as Managing Director of the Company. He shall exercise such powers and perform such duties as may be entrusted by the Board of Directors from time to time, subject to the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

Brief description of Mr. Pawan Kumar Bansal is as below:

Mr. Pawan Kumar Bansal holds an LL.B. degree from the Department of Laws, Panjab University (PU), Chandigarh, where he was elected as Secretary of the PU Campus Students Council. He practiced law at Punjab and Haryana High Court where also he has been Secretary of the Bar Association. He was Member of Rajya Sabha from Punjab from 1984 to 1990. Thereafter, he has represented Chandigarh as a Member of Parliament in the 10th, 13th, 14th and 15th Lok Sabha. He has worked as the Minister of Parliamentary Affairs, Minister of Science and Technology & Minister of Earth Science, Minister of Water Resources and Minister of Railways in the Second UPA government headed by Dr. Manmohan Singh. Earlier he held the portfolio of Minister of State for Finance and Parliamentary Affairs in the First Manmohan Singh Cabinet.

He is not related to any of the Directors of the Company. He holds only qualification shares in the Company.

Mr. Pawan Kumar Bansal and his relatives are interested in this resolution to the extent of his appointment.

None of the Directors and the Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution, except Mr. Bansal himself.

The Board of Directors recommends the aforesaid resolutions for approval of Members.

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	**Mallikarjuna Mapanna Kharge** **DIN: 09017932**
Category of Director	**Non-Executive, Non-Independent Director**
Date of Birth	21.07.1942 (84 years)
Date of first appointment on the Board	23.02.2021
Qualification	LL.B. from Seth Shankarlal Lahoti Law College in Gulbarga
Experience	Mr. Mallikarjuna Mapanna Kharge, an illustrious Indian political persona presently holds the esteemed position of the President of the Indian National Congress. His long and illustrious political and public career spans over more than half a century. He has been elected continuously for an impressive eleven (11) times; 9 consecutive times to the Karnataka Legislative Assembly and twice consecutively to the Lok Sabha from Gulbarga, which is indicative of his strong political influence and the trust placed in him by the electorate. He has demonstrated his leadership abilities within the parliament by serving as both the Floor Leader of the Indian National Congress and the Leader of the Opposition. As a Minister in Karnataka, he held several important portfolios including Primary and Secondary Education, Revenue, Minor Irrigation, and Home Affairs. Mr. Kharge has a commendable track record in Parliament also. He proved his administrative prowess too while serving as the Union Minister of Railways, Labour and Employment, and Social Justice and Empowerment in the Government of India from 2009 to 2014. Between 2009 and 2019, he represented the Gulbarga constituency in the Lok Sabha, showcasing his dedication to serving the people of Karnataka. From 2014 to 2019, he served as the Leader of the Congress Party in the Lok Sabha. He is a Rajya Sabha MP from Karnataka since 2020 and currently serves as the Leader of the Opposition in the Rajya Sabha.
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	4
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

Name of Director	**Deepakkumar Ratilal Babaria** **DIN: 00400956**	**Pawan Kumar Bansal** **DIN: 09015697**
Category of Director	**Non-Executive Independent Director**	**Executive Director**
Date of Birth	08.12.1951 (75 years)	16.07.1948 (78 years)
Date of first appointment on the Board	19.11.2025	23.02.2021
Qualification	B.E (Chemical Engineering)	LL.B. degree from the Department of Laws, Panjab University (PU)
Experience	Mr. Deepakkumar Ratilal Babaria is a chemical engineer who has been in public life for four and a half decades crusading for the rights of the underprivileged including company workers, hutment dwellers and vendors. He is also a successful entrepreneur in his own right. He has also served as an office bearer of the AICC.	Mr. Pawan Kumar Bansal holds an LL.B. degree from the Department of Laws, Panjab University (PU), Chandigarh, where he was elected as Secretary of the PU Campus Students Council. He practiced law at Punjab and Haryana High Court where also he has been Secretary of the Bar Association. He was Member of Rajya Sabha from Punjab from 1984 to 1990. Thereafter, he has represented Chandigarh as a Member of Parliament in the 10th, 13th, 14th and 15th Lok Sabha. He has worked as the Minister of Parliamentary Affairs, Minister of Science and Technology & Minister of Earth Science, Minister of Water Resources and Minister of Railways in the Second UPA government headed by Dr. Manmohan Singh. Earlier he held the portfolio of Minister of State for Finance and Parliamentary Affairs in the First Manmohan Singh Cabinet.
Term and conditions of re-appointment	None	None
Remuneration proposed to be paid	NIL	NIL
Remuneration last drawn	NIL	NIL
No. of equity shares held in the Company	0	10
Number of Meetings of the Board attended during the year	1	4
List of other companies in which directorship are held	Sanand Eco Project Limited	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	None
Relationship with other Directors, Manager and other key managerial personnel of the Company	None	None