



THE INDIAN NEWSPAPER SOCIETY

CIN: U99999DL1951PLC002023

Registered Office: INS Buildings, Rafi Marg, New Delhi-110001

Website: www.indiannewspapersociety.in; **Phone:** 011-23715401/23766801

Email: ins@ins.org.in

NOTICE

NOTICE is hereby given that the **83rd Annual General Meeting of The Indian Newspaper Society** will be held at **10:00 am on Friday, 23rd September, 2022** through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

I. TO RECEIVE, CONSIDER AND ADOPT THE ANNUAL REPORT AND THE AUDITED ACCOUNTS FOR THE YEAR ENDED 31.03.2022.

1. To receive, consider and adopt the audited Financial Statements of the Society for the financial year ended on 31st March 2022 including Balance Sheet as at 31st March 2022 and the Profit & Loss Account for the year ended on that date and the Report of the Executive Committee and Auditors there on and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:

"Resolved that the audited Financial Statements of the Society for the financial year ended on 31st March 2022 including Balance Sheet as at 31st March 2022 and the Profit & Loss Account for the year ended on that date and the Report of the Executive Committee and Auditors thereon be and are hereby received, approved and adopted."

II. TO ELECT MEMBERS OF THE EXECUTIVE COMMITTEE

2. To consider and, if thought fit, approve the appointment of Mr. S. Balasubramanian Adityan who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
3. To consider and, if thought fit, approve the appointment of Mr. Girish Agarwal who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
4. To consider and, if thought fit, approve the appointment of Mr. Samahit Bal who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
5. To consider and, if thought fit, approve the appointment of Mr. Gaurav Chopra who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
6. To consider and, if thought fit, approve the appointment of Mr. Vijay Kumar Chopra who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
7. To consider and, if thought fit, approve the appointment of Mr. Karan Rajendra Darda who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
8. To consider and, if thought fit, approve the appointment of Mr. Vijay Jawaharlal Darda who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.

9. To consider and, if thought fit, approve the appointment of Mr. Jagjit Singh Dardi who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
10. To consider and, if thought fit, approve the appointment of Mr. Viveck Goenka who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
11. To consider and, if thought fit, approve the appointment of Mr. Mahendra Mohan Gupta who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
12. To consider and, if thought fit, approve the appointment of Mr. Pradeep Gupta who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
13. To consider and, if thought fit, approve the appointment of Mr. Sanjay Gupta who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
14. To consider and, if thought fit, approve the appointment of Mr. Shivendra Gupta who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
15. To consider and, if thought fit, approve the appointment of Mr. Vivek Gupta who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
16. To consider and, if thought fit, approve the appointment of Ms. Sarvinder Kaur who retires at this AGM and, being eligible, offers herself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
17. To consider and, if thought fit, approve the appointment of Mr. M. V. Shreyams Kumar who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
18. To consider and, if thought fit, approve the appointment of Dr. R. Lakshmipathy who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
19. To consider and, if thought fit, approve the appointment of Mr. Tanmay Maheshwari who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
20. To consider and, if thought fit, approve the appointment of Mr. Vilas A. Marathe who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
21. To consider and, if thought fit, approve the appointment of Mr. Harsha Mathew who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
22. To consider and, if thought fit, approve the appointment of Mr. Samudra Bhattacharya who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
23. To consider and, if thought fit, approve the appointment of Mr. Naresh Mohan who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
24. To consider and, if thought fit, approve the appointment of Mr. Anant Nath who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
25. To consider and, if thought fit, approve the appointment of Mr. Pratap G. Pawar who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
26. To consider and, if thought fit, approve the appointment of Mr. Rahul Rajkhewa who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.

27. To consider and, if thought fit, approve the appointment of Mr. R. M. R. Ramesh who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
28. To consider and, if thought fit, approve the appointment of Mr. K. R. P. Reddy as who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
29. To consider and, if thought fit, approve the appointment of Mr. Atideb Sarkar as who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
30. To consider and, if thought fit, approve the appointment of Mr. Rakesh Sharma who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
31. To consider and, if thought fit, approve the appointment of Mr. Partha P. Sinha who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
32. To consider and, if thought fit, approve the appointment of Mr. Praveen Someshwar who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
33. To consider and, if thought fit, approve the appointment of Mr. Kiran D. Thakur who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
34. To consider and, if thought fit, approve the appointment of Mr. Biju Varghese who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.
35. To consider and, if thought fit, approve the appointment of Mr. I. Venkat who retires at this AGM and, being eligible, offers himself for re-appointment as a member of the Executive Committee, liable to retire at the next AGM.

III. Special Business

To elect Member of the Executive Committee

36. To consider and, if thought fit, to pass an ordinary resolution to elect and appoint a member to the Executive Committee in place of Mr. Mohit Jain who vacates the seat as an elected member to the Executive Committee, but continues as a member of the Executive Committee by virtue of becoming a Past President in terms of the provisions of the Memorandum & Articles of Association of the Society.

By order of the Executive Committee
For The Indian Newspaper Society



Mary Paul
Secretary General

Date: 07.09.2022

Place: INS Buildings, Rafi Marg, New Delhi - 110001

NOTES

The Ministry of Corporate Affairs ('MCA') vide general circular no. 2/2022 dated 05.05.2022, read with 02/2021 dated 13.01.2021, general circular No. 20/2020 dated 05.05.2020, general circular no. 14/2020 dated 08.04.2020 and general circular no. 17/2020 dated 13.04.2020 and clarification letter dated 08.12.2021, clarification letter dated 14.12.2021 (collectively referred as "MCA circulars") permits holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / any Other Audio Visual Mode ("OAVM") during the calendar year 2022, without the physical presence of the Members at a venue.

1. In compliance with the applicable provisions of the Companies Act, 2013 read with above said MCA Circulars, the AGM of the Society is being held through VC/OAVM.
2. In view of the relaxations given as per MCA Circulars, the Annual Report along with Notice of the AGM is being sent through email to all members at their registered email id with the Society and no physical copy would be dispatched. Those Members, who have not yet registered their email ids are requested to get their email addresses registered with the Society, by sending e-mail to **it@ins.org.in**.
3. Those members who attend the AGM virtually / OAVM shall be counted for the purpose of reckoning the quorum (under Section 103 of the Companies Act, 2013).
4. As per clarifications issued by the Ministry of Corporate Affairs, since this AGM is being held through VC, physical attendance of Members have been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the proxy form and attendance slip are not annexed with this notice.
5. Pursuant to the provisions of Section 113 of the Companies Act, 2013, Representatives of the Corporate Members may be appointed for the purpose of participation and voting at AGM through e-voting facility. A copy of such Resolution duly certified by the Director/ Authorised Person of the Company shall be deposited with the Society not less than 48 hours before the time of the AGM.
6. Queries on Accounts of the Society, if any, should be sent to the Society atleast seven days in advance of the AGM to enable the Society to collect the relevant information.
7. Pursuant to the provisions of the relevant Memorandum & Articles of Association of the Society, the Members have to elect 34 Executive Committee Members for the year 2022-23 who shall be liable to retire at the next Annual General Meeting. The names of the retiring Executive Committee Members appearing under Ordinary Business in the notice of the meeting shall be considered for the approval of the house.

It may be noted that e-Voting of the election of candidates mentioned under Special Business to the Notice and/or Addendum to the Notice of the 83rd Annual General Meeting, if any, will be conducted after all the 34 retiring members of the Executive Committee has been put to vote by e-voting, so that the total number of vacancies in the Executive Committee can be determined before considering the names of the candidates mentioned under Special Business to the Notice/ Addendum to the Notice of the 83rd Annual General Meeting.

8. A Member's representative, eligible for election as a Member of the Executive Committee, is required to file his/her nomination form (as per the specimen attached) duly nominated by two Members of the Society. Such nomination shall reach the Secretary General, INS, not less than 7 days before the date of the AGM. As per Article 57 of The Memorandum & Articles of Association, the Society shall inform its Members of the candidature (nomination) of a person for the office of a Member of the Committee by serving individual notices through email not less than 48 hours before the meeting.
9. In addition to the vacancies of members eligible to be re-appointed to the Executive Committee, one vacancy in the elected category has risen on account of retirement of Mr. Mohit Jain (as the President of the Society) and Mr. Mohit Jain consequent continuance as member of the Executive

Committee by virtue of being an ex-officio in terms of the provisions contained in the Memorandum & Articles of Association of the Society.

A member's representative, eligible for election as a member of the Executive Committee, is required to file his/her nomination form duly nominated by the two members of the Society. Such nomination shall reach the Secretary General, INS, not less than 7 days before the date of the AGM.

10. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), relating to the Special Business to be transacted at this Annual General Meeting ('AGM') is annexed.
11. Since, the AGM will be held through VC/OAVM, the route map of the venue of the meeting is not annexed hereto.
12. The Notice of the AGM, along with the Annual Report, for the financial year 2021-22 will also be available on the website (www.indiannewspapersociety.in) of the Society.
13. Facility window/ help desk shall be provided by service provider Central Depository Services (India) Limited (CDSL) for e-voting and virtual AGM. It will be available at least 15 minutes before scheduled time of the AGM, and shall be closed after the expiry of 15 minutes of the scheduled time.
14. The Society, being a Company limited by guarantee, do not have the share capital, therefore, every member of the company shall have one vote. Provided that no Member shall be entitled to vote at any meeting unless such member has paid its dues as laid down in the Articles, accrued upto the date of meeting.
15. **The Scrutinizer(s) shall after scrutinizing the e-voting result, submit the report of the votes cast in favour or against to the Chairman, who shall countersign the same and declare the result forthwith.**
16. Result of the e-voting shall also be posted on the website (www.indiannewspapersociety.in) of the Society.
17. In accordance with the Article 42 (a) of the Memorandum & Articles of Association of the Society, the following will remain members of the Executive Committee, in their capacity as Past Presidents of the Society:

1. Mr. Kundan R. Vyas
2. Mr. K. N. Tilak Kumar
3. Mr. Ravindra Kumar
4. Mr. Kiran B. Vadodaria
5. Mr. P. V. Chandran
6. Mr. Somesh Sharma
7. Mr. Jayant Mammen Mathew
8. Mr. Shailesh Gupta
9. Mr. L. Adimoolam
10. Mr. Mohit Jain

Members are requested to carefully read all the Notes set out in the Notice of the AGM with respect to instructions for joining the AGM, manner of casting vote etc.

INFORMATION AND INSTRUCTIONS FOR JOINING THE AGM & E-VOTING

1. Members are requested to join the **83rd Annual General Meeting on 23.09.2022 at 10:00 am through Video Conference**. The link along with User id & Password will be sent by CDSL through email separately.
2. The voting period begins on **23.09.2022 from 10:30 am (IST)** and ends on **23.09.2022 at 1:30 pm (IST)**. The e-voting module shall be disabled for voting thereafter and results will be announced as mentioned in the serial no. 15 above.

3. Members will be provided separate User ID & Password by CDSL to cast their votes on the e-voting website www.evotingindia.com during the voting period.
4. Click on Shareholders/Members.
5. Enter your User ID as **XXXXXXXXXX**.
6. Next enter the Image Verification as displayed and Click on Login.
7. Enter your Password as **XXXXXXXX**.
8. After entering these details appropriately, click on "SUBMIT" tab.
9. Select the EVSNs of **The Indian Newspaper Society** on which you choose to vote.
10. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
11. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
12. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
13. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
14. For considering Special Business under Notice and/or Addendum to the Notice of the 83rd Annual General Meeting, if any, the voting period will begin on **23.09.2022** from **4:30 pm** (IST) and ends on **23.09.2022** at **6:00 pm** (IST). The e-voting module shall be disabled for voting thereafter and results will be announced at **6:30 PM on the same day**.
15. In case you have any queries regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33. For any other query, only on voting day i.e. 23.09.2022, you may kindly contact on 011-23715401/ 23766801.

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

The following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice dated 7th September, 2022 and shall be taken as forming part of the Notice.

Item No. 36

Mr. Mohit Jain who was elected as a member to the Executive Committee will be retiring from the post of the President of the Society at the ensuing Annual General Meeting. However, in terms of the provisions of the Memorandum & Articles of Association, Mr. Mohit Jain will continue to be a member of the Executive Committee by virtue of becoming a past President.

The resultant vacancy in the number of elected members of the Executive Committee is proposed to be filled in at the ensuing Annual General Meeting.

A member's representative, eligible for election as a member of the Executive Committee, is required to file his/her nomination form duly nominated by two members of the Society. Such nomination shall reach the Secretary General, INS not less than 7 days before the date of Annual General Meeting.

The Executive Committee recommends the passing of the resolution.

**By order of the Executive Committee
For The Indian Newspaper Society**



**Mary Paul
Secretary General**

Date: 07.09.2022

Place: INS Buildings, Rafi Marg, New Delhi - 110001

(To be submitted on the letter-head of the Member Publication)

NOMINATION FORM

I.....(Name)

representing.....

.....

.....(Name of the Member and address)

being a member of THE INDIAN NEWSPAPER SOCIETY, intend to stand for election to the Executive Committee of the Society, in any of the vacancies notified at the 83rd Annual General Meeting of THE INDIAN NEWSPAPER SOCIETY, scheduled to be held on **23.09.2022** at **10:00 am** through video conference ("VC")/Other Audio-Visual Means ("OAVM"). My nomination form is duly nominated by two members of the Society.

Signature of Candidate

Date:

Place:

Publication

1. Nominated by:

Signature

Name

Designation

Member's Name

Publication

Date:

2. Nominated by:

Signature

Name

Designation

Member's Name

Publication

Date: