

## **ANNEXURE-VIII**

### **BUSINESS STANDARD PRIVATE LIMITED**

**CIN: U00000DL1970PTC100242**

**Nehru House 4, Bahadur Shah Zafar Marg, New Delhi -110002**

**Tel: 011-23720202 Fax: 011-23720201**

**Email: [bs.legal@bsmail.in](mailto:bs.legal@bsmail.in)**

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NOTICE IS HEREBY GIVEN THAT THE **FIFTY SECOND (52<sup>nd</sup>) ANNUAL GENERAL MEETING** OF BUSINESS STANDARD PRIVATE LIMITED WILL BE HELD ON FRIDAY ON SEPTEMBER 30, 2022 AT 2.30 P.M. (IST) THROUGH VIDEO CONFERENCING (“VC”)/OTHER AUDIO VISUAL MEANS (“OAVM”) AT THE REGISTERED OFFICE OF THE COMPANY AT NEHRU HOUSE, 4, BAHADUR SHAH ZAFAR MARG, NEW DELHI- 110 002 TO TRANSACT THE FOLLOWING BUSINESS:

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To consider and, if thought fit, to pass, with or without modification, the following resolutions as an **Ordinary Resolutions:**

#### **ORDINARY BUSINESS:**

##### **ITEM NO. 1**

To receive, consider and adopt: The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, Cash Flow Statement for the year ended 31<sup>st</sup> March, 2022 together with the Reports of the Board of Directors and the Auditors thereon;

##### **ITEM NO. 2**

#### **APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED that** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, Price WaterHouse Chartered Accountants, LLP, (FRN 012754N/N500016) be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the Fifty-seventh AGM to be held in the year 2027, at such remuneration, and reimbursement of the expenses and applicable taxes, which shall be mutually decided between Mr. Shivendra Gupta-MD & CEO acting on behalf of Board of Directors of the company and the Statutory Auditors.”

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**RESOLVED FURTHER THAT**, Mr. Shivendra Gupta-MD & CEO is hereby authorized to sign engagement letter on behalf of the company, execute and do all such acts, deeds, matters and things which may deem necessary and incidental in this regard.

**FURTHER RESOLVED THAT**, any Director or Company Secretary of the company be and are hereby, severally authorized to file necessary e-Forms/ returns with the ROC-NCT Delhi and Haryana and to do all acts, deeds and things which are necessary and expedient in this regard.

### **NOTES:**

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19”, General Circular no. 20/2020 dated May 5, 2020, General Circular nos. 02/2021 and 21/2021 dated January 13, 2021 and December 14, 2021 respectively in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)”, (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item No. 2 of the Notice, is annexed hereto.
3. Pursuant to the provisions of the Act, 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 AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
4. The passcode to attend the AGM through VIDEO CONFERENCING on **ZOOM platform** is **business** and the link for the same is:

<https://us02web.zoom.us/j/5596510583?pwd=aENYUHo4bkk5TFo2Qn dIWkxZVDB1Zz09>

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**Meeting ID: 559 651 0583**

**Passcode: business**

The members need to click on the link provided in the email notice (they can copy and paste the same on the Google as well) and can join the AGM through their laptop, PC and/or smart mobile phone. In case of any difficulty; the members may call the company secretary at 91-8076410501.

**The members are requested to share the said passcode on need to know basis i.e. with their respective ARs only.**

5. Web-link for assessing the notice of the AGM as per Rule 18 of Companies (Management and Administration) Rules 2014 and Secretarial Standard - 2 is as follows:  
<https://www.business-standard.com/investor-communication.html>
6. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), and bank details in writing to the Company at [manoj.sharma@bsmail.in](mailto:manoj.sharma@bsmail.in) latest by September 28, 2022 (upto 6:30 p.m).
7. Corporate Members intending to appoint their authorized representatives pursuant to Section 113 of the Act, to attend the AGM through VC or OAVM or to vote through remote e-voting are requested to send a certified copy of the Board Resolution to the Company Secretary by e-mail at [manoj.sharma@bsmail.in](mailto:manoj.sharma@bsmail.in) latest by Wednesday, September 28, 2022 (upto 06:30 p.m).
8. During the AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at [manoj.sharma@bsmail.in](mailto:manoj.sharma@bsmail.in) latest by September 28, 2022 (upto 3:00 p.m).
9. Notice of the AGM along with the Annual Report 2021-22 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/available on MCA portal, unless any Member has requested for a physical copy of the same. In furtherance of the Green Initiative, physical copy of the Notice of the AGM along with the Annual Report 2021-22 is being sent by

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the permitted modes to those Members whose e-mail addresses are not registered. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with the Company by sending email to the Company Secretary at [manoj.sharma@bsmail.in](mailto:manoj.sharma@bsmail.in).

10. In case, poll is required to be undertaken; the members can convey their votes through their registered email ids with the company to the company secretary's email id i.e. [manoj.sharma@bsmail.in](mailto:manoj.sharma@bsmail.in).
11. The members are hereby requested to contact the company secretary at [manoj.sharma@bsmail.in](mailto:manoj.sharma@bsmail.in) or call at 91-8076410501 to intimate any change in their respective email ids(if any) or in case they wish to register any other email id, as their registered email id in place of the current email id, with the company.

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### **Explanatory Statement**

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 2 of the accompanying Notice:

The Members at the Forty-Seventh Annual General Meeting (“AGM”) of the Company held on September 01, 2017, had approved the appointment of Price WaterHouse Chartered Accountants LLP, (FRN 012754N/N500016) (Hereinafter referred to as “PW”), as Statutory Auditors of the Company, to hold office till the conclusion of the Fifty-Second AGM in the Year 2022. After evaluating and considering various factors such as industry experience, competency of the audit team, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on September 02, 2022, proposed the re-appointment of Price WaterHouse Chartered Accountants LLP, (FRN 012754N/N500016), as the Statutory Auditors of the Company, for a term of five consecutive years from the conclusion of Fifty-second AGM till the conclusion of Fifty-Seventh AGM of the Company to be held in the year 2027, at a remuneration as may be mutually agreed between the Board of Directors and Statutory Auditors.

PW have shared it’s eligibility certificate to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act. PW audits various companies including but not limited to various listed companies in India. The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval by the Members.

**None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No. 2 of the Notice.**

**By Order of the Board of Directors**

**Sd/-**

Date : September 01, 2022

Place : New Delhi

**Manoj Sharma**  
**Company Secretary**

Regd. Office:  
Nehru House, 4,  
Bahadur Shah Zafar Marg,  
New Delhi-110002