



NEWTIME INFRASTRUCTURE LIMITED

Regd. Office: Begampur Khatola, Khandsa, Near Krishna Maruti, Gurgaon, Basai Road, Haryana-122001

CIN: L24239HR1984PLC040797 **Tel.:** 91-9811910127

To,

The Board Members
Newtime infrastructure Limited

SR. NO.: BM- 02/2025-2026

NOTICE IS HEREBY GIVEN THAT THE MEETING OF BOARD OF DIRECTORS OF NEWTIME INFRASTRUCTURE LIMITED WILL BE HELD ON FRIDAY, MAY 30, 2025 AT 03:00 P.M THROUGH VIDEO CONFERENCING AT SHORTER NOTICE TO TRANSACT FOLLOWING BUSINESSES:

S. No.	MATTERS
1	Chairman;
2	To ascertain and verify the quorum present for the meeting;
3	To grant leave of absence
4	To take note of Minutes of Board Meeting of the Company held on, Monday May 12, 2025
5	To review, consider and approve Audited Financial Results for the quarter and year ended March 31, 2025 pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015 along with the Auditor's Report thereon;
6	To consider, examine and approve the Audited Standalone & Consolidated Financial Statements of the company for the year ended March 31, 2025.
7	To Review and take note of the related party transactions for the quarter and year ended March 31, 2025
8	To take note of the Annual Secretarial Compliance Report of the Company For Financial Year 2024-25 issued by M/s S. Khurana & Associates
9	To consider any other item with the permission of the chairman and majority of directors present.

The members of the Board are requested to take note that a facility to attend the meeting vide videoconferencing shall be made available if any member of this Board is to attend the meeting through video conferencing. In case any member of this Board wishes to attend the meeting through video-conferencing facility, then such member is hereby requested to intimate the Company Secretary of the Company 3 days before the date of the meeting in order to enable the company to make requisite arrangement.

You are requested to make it convenient to attend the Meeting.

For **Newtime Infrastructure Limited**

Mr. Ajay Kumar Thakur

(Executive Director)

DIN: **10799462**

Encl: agenda for Board Meeting dated 30th May 2025

**Notes:**

1. Due to ongoing Coronavirus Pandemic, Board Members and other personnel of the Company faced with restriction with regards to free movement. Therefore, in accordance with the relaxation granted by Ministry of Corporate Affairs vide Circular dated March 19, 2020 read with the Companies (Meetings of Board and its Powers) Amendment Rules, 2020, ("the Rules") the Company decided to transact the matters which were not allowed through Video Conferencing prior to the commencement of the rules by availing the Exemption. Pursuant to the Amendment in the Companies (Meetings of Board and its Powers) Amendment Rules, 2020, the matters mentioned in Rule 4 (1) of the Companies (Meetings of Board and its Powers) Amendment Rules, 2020, not allowed to be transacted through video conferencing are now allowed due to out-break of COVID19 and consequent lock down.
2. All the recordings of the proceedings of the Meeting, through Electronic Mode, shall be deemed to be made at Chairman place.
3. The venue of the Board meeting would be 236-A, first floor, DLF south court, Saket back side, Malviya Nagar, South Delhi.
4. The Meeting through Video Conferencing will be held in accordance with the Section 173 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendments, modifications or re-enactments thereto), Secretarial Standards -1 ("Secretarial Standard on Board Meeting"), relevant MCA circulars and notifications.
5. For any issues, problems, including technical issues which may arise before, during or after the Meeting, kindly mail us at newtimeinfra2010@gmail.com or contact Ms. Jyoti Verma (Company Secretary)
6. All Board Members are requested to update their E-mail IDs with the Company before dispatch of Notice.
7. Members participating in the Meeting through video conferencing shall be counted for the purpose of Quorum unless they are to be excluded for any items of business under the provisions of the Act or any other law.



NOTES TO AGENDA ITEMS FOR THE 02/BM/2025-26 MEETING OF THE BOARD OF DIRECTORS OF NEWTIME INFRASTRUCTURE LIMITED WILL BE HELD ON FRIDAY, APRIL 30, 2025 AT 3:00 P.M AT SHORTER NOTICE THROUGH VIDEO CONFERENCING TO TRANSACT FOLLOWING BUSINESSES:

1. TO ELECT THE CHAIRPERSON FOR THE MEETING

"RESOLVED THAT, Mr. Ajay Kumar Thakur one of the Directors of the Company be and is hereby requested to take the chair for the meeting."

The Meeting to be kindly chaired by the Chairperson there after.

2. TO ASCERTAIN AND VERIFY THE QUORUM PRESENT FOR THE MEETING

Any of the Director's present at the meeting can ascertain the quorum for the Meeting, if the quorum is present as per the provision of Section 174 of the Companies Act, 2013, the meeting will be declared competent to transact business stated in the Agenda

3. TO GRANT LEAVE OF ABSENCE

The Board is requested to grant leave of absence to the Directors who have sought the same.

Pursuant to Section 167(1) of the Companies Act, 2013, the Board may grant leave of absence to directors not present, if any. Request for grant leave of absence, if any received from director(s) will be table.

The Board is requested to note that as per Section 167 (1) (b) of the Companies Act, 2013, the office of director shall become vacant in case he absent himself from all meetings of Board held during the period of 12 months with or without seeking leave of absence of the Board.

4. TO TAKE NOTE OF MINUTES OF PREVIOUS BOARD MEETING

The draft Minutes of the previous Board Meeting held on, Monday May 12, 2025, will be duly circulated to all the Directors of the Company for their perusal and confirmation.

5. TO REVIEW, CONSIDER AND APPROVE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2025 PURSUANT TO REGULATION 33 OF THE SEBI (LODR) REGULATIONS, 2015 ALONG WITH THE AUDITOR'S REPORT THEREON;

The Chairman apprised the Board that pursuant Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, Audited Financial Results for the quarter and year ended on March 31, 2021 after the approval of the same by the Audit Committee which is scheduled to be held on the same day before the Board Meeting will be placed before the Board Members for its consideration, deliberation, approval and noting.

It is further informed that Auditor's Report on the Audited Financial Results for the financial year ended March 31, 2021 received from the Statutory Auditor's, M/S Chatterjee & Chatterjee, the Chartered Accountants shall be tabled before the Board for their perusal and noting.

The Board Members is requested to discuss the matter in brief and pass the following resolution with or without modification (s):

"RESOLVED THAT pursuant to Regulation 33 of the SEBI (LODR) Regulations 2015, the Audited Financial Results of the Company for the quarter and year ended March 31, 2021, as duly reviewed and recommended by the Audit Committee of the Company be and is hereby approved and taken on record;



“RESOLVED FURTHER THAT, an Auditor’s Report on the Audited Financial Results received from Statutory Auditor’s, M/S Chatterjee & Chatterjee, the Chartered Accountants be and hereby taken on record;

“RESOLVED FURTHER THAT any of the Directors as per Regulation 33 of the SEBI (LODR) Regulations 2015 Company be and is hereby authorized to sign the said Audited Financial Results of the Company on behalf of the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the said Audited Financial Results as approved by the Board, be sent to the Stock Exchange(s) where the equity shares of the Company are listed and any Director or Company Secretary of the Company be and is here by authorized to take all necessary steps in this regard.”

6. TO CONSIDER, EXAMINE AND APPROVE THE AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED MARCH 31, 2025

The Audited Standalone & Consolidated Financial Statements for the Financial Year ended March 31, 2025 including Balance Sheet and the Profit and Loss account & Cash Flow Statement for the year ended on that date and the schedules forming part of the accounts and notes on accounts needs to be approved by the Board after review by the Audit Committee. Accordingly, the Audited Financial Statements for the Financial Year ended March 31, 2025 shall be placed before the Board of Directors at the Meeting.

The Board of Directors of the Company are requested to consider and if thought fit pass the following resolution with or without modification(s):

“RESOLVED THAT pursuant to the provisions of the Section 129, 134 read with Section 179 read with the relevant rules framed thereunder for the time being in force on (including the amendments, re-enactments, or modifications thereto from time to time), on the basis of the recommendation of Audit Committee, Audited Standalone & Consolidated Financial Statements for the Financial Year ended March 31, 2025 including Balance Sheet and the Profit and Loss account & Cash Flow Statement for the year ended on that date and the schedules forming part of the accounts and notes on accounts, be and are hereby approved.

RESOLVED FURTHER THAT any of the Director of the Company and the Company Secretary of the Company be and are hereby authorized to sign the Standalone & Consolidated Financial Statements of the Company and submit the duly signed Financial Statements to the Statutory Auditors for their Report thereon.

RESOLVED FURTHER THAT any of the Directors of the Company and/or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect this resolution include issue of certified true copy of the resolution as may be required from time to time.”

7. TO REVIEW AND TAKE NOTE OF THE RELATED PARTY TRANSACTIONS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2025

The Board to review and take note the transactions with Related Parties, entered into during the quarter, half year and year ended March 31, 2025. The List of transactions with Related Parties executed in normal course of business at arm length basis for the quarter, half year and year ended March 31, 2024 shall be placed in the Meeting.

Pursuant to the Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the company has to furnish Related Party Transaction for Half year ended March 31, 2025 on consolidated basis to the stock Exchanges.

The Board members will review and take note of the same.



8. TO TAKE NOTE OF THE ANNUAL SECRETARIAL COMPLIANCE REPORT OF THE COMPANY FOR FINANCIAL YEAR 2024-25 ISSUED BY M/S S. KHURANA & ASSOCIATES

The Company Secretary will inform the board the pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, every listed entity shall obtain the secretarial audit report given by a company secretary in practice, in such form as specified.

In view of above, the Secretarial Compliance Report issued by the M/s S. Khurana & Associates, Practicing Company Secretary for the financial year ended March 31, 2025 will be placed before the Board for its consideration.

The Board further apprised that aforementioned Annual Secretarial Compliance Report shall be submitted by the listed entity to the stock exchanges within 60 days of the end of the financial year.

The Board will consider and take the note of the same.

9. TO DISCUSS ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIRMAN

In terms of Secretarial Standards - 1 on Board/Committee Meetings, any item not included in the agenda may be taken up for consideration with the permission of the Chairman and with the consent of majority of Directors present at the Meeting. The Board may transact any other matter with the permission of the Chair.