
NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the **22nd (Twenty Two)** Annual General Meeting of the Members of Nova Publications India Limited will be held at registered office of the Company at 41 Chandan Nagar, Jalandhar, Punjab-144008, Punjab on **Friday, the 29th day of September, 2017 at 2:00 P.M.** for the transaction of the following businesses:

ORDINARY BUSINESS

Item No.1- Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with the Reports of the Directors and the Auditors thereon.

Item No.2- Declaration of Dividend

To declare a dividend for the Financial Year ended 31st March, 2017.

Item No.3- Retire By Rotation

To appoint a Director in place of Ms. Anu Chopra (DIN: 00092102) who retires by rotation and being eligible, offers herself for re-election.

Item No.3- Appointment of Auditors

To appointment of Auditors to hold office from the conclusion of this 22nd Meeting, for 5 (Three) consecutive years till the conclusion of the 27th Annual General Meeting of the Company in the Calendar year 2022 and in this regard, to consider and, if thought fit, to pass, with or without modification (s) the following resolution thereof as an Ordinary Resolution.

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, M/S KOUL VIJH & ASSOCIATES, Chartered Accountants, (Firm Registration No. 008709N) be and are hereby appointed as Statutory Auditors of the Company (in place of M/s CHANDER KIRAN & CO, Chartered Accountants, retiring due to mandatory rotation of Auditors)for a term of five consecutive years, to hold office from the conclusion of this 22nd Annual General Meeting until the conclusion of 27th Annual General Meeting of the Company to be held in the calendar year 2022, subject to annual ratification by members at every Annual General Meeting, on such remuneration as may be decided by the Audit Committee of the Board.”

**By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED**

**SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)**

**RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)**

**Place: Jalandhar
Dated: 28.08.2017**

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('AGM') MAY APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS/HER BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 (FORTY EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto.
4. In case of joint holders attending the meeting, only such joint holder who is in higher in the order of will be entitled to vote.
5. The Register of Members and Share Transfer Books of the Company will be closed from **23rd September,2017 to 29th September,2017** (both days inclusive)for ascertaining the names of the shareholders to whom the dividend which if declared at the Annual General Meeting is payable. In respect of shares held in electronic form, the dividend will be payable on the basis of ownership as per details furnished by National Securities Depository Ltd. And Central Depository Services (India) Ltd., for this purpose.
6. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors , if declared at the meeting, will be paid within a period of 30 days from the date of declaration.
7. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their Depository Participants with whom they are maintaining their De-Mat Accounts immediately. Members holding shares in physical form are requested to advise any changes of address immediately to Registered Office of the Company or to Registrar M/s Datamatics Financial Services Limited.
8. As per the provisions of Section 72 of Companies Act, 2013 and Rules made there under provides for Nomination by the shareholders of the Company in the prescribed form(s).
9. Members are requested to send in their queries at least a week in advance to the Finance Head at the Registered Office of the Company to facilitate clarifications during the meeting.
10. Members are requested to bring their attendance slips to the AGM. Duplicate admission slips and/or copies of the Annual Report and Accounts will not be provided at the AGM venue.

11. Route Map showing directions to reach to the venue of the 22nd AGM is given at the end of this Notice as per the requirement of Secretarial Standards-2 on “General Meeting”

Members holding shares in dematerialized form are requested to notify to their Depository Participant their email id.

12. Shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their Income Tax Permanent Account Number (PAN) card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action. Accordingly, all the shareholders/ transferees of shares (including joint holders) in physical form are requested to furnish a certified copy of their PAN Card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action.

REMOTE E-VOTING INSTRUCTIONS & INFORMATION

1. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of CDSL to provide the facility of electronic voting (‘remote e-voting’) in respect of the Resolutions proposed at this AGM. The Board of Directors of the Company has appointed Mr. Ankit Gandhi, Company Secretary as the Scrutinizer for this purpose.
2. The voting period begins on 25th September, 2017 at 10.00 AM and ends on 28th September, 2017 at 5.00 PM. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
4. The shareholders should log on to the e-voting website www.evotingindia.com.
5. Click on Shareholders.
6. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
7. Next enter the Image Verification as displayed and Click on Login.

8. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
9. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is given to you along with the notice of AGM.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

10. After entering these details appropriately, click on “SUBMIT” tab.
11. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatory enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
12. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
13. Click on the EVSN for the NOVA PUBLICATIONS INDIA LIMITED on which you choose to vote.
14. 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.

15. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 16. 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.
 17. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 18. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 19. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 20. 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. 21st September 2017 may follow the same instructions as mentioned above for e-Voting.
 21. In case you have any queries or issues 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 You may also address your queries relating to remote e-voting to the e-mail ID csektaagarwal09@gmail.com.
- A. The period for remote e-voting starts at IST 10.00 a.m. on Monday, 25th September, 2017 and ends at IST 5.00 p.m. on Thursday, 28th September, 2017. Remote e-voting shall be disabled by CDSL at IST 5.00 p.m. on Thursday, 28th September, 2017.**

B. General Information

- (a) Every Client ID No. / Folio No. shall have one e-vote, irrespective of the number of joint holders.
- (b) Remote e-voting right cannot be exercised by a proxy.
- (c) The Results of the remote e-voting will be declared on or after the date of the AGM i.e. Friday, 29th September, 2017.

(d)The declared Results, alongwith the Scrutinizer’s Report, will be available on the Company’s corporate website www.novapublications.in under the section ‘e-Voting results’ and on the website of CDSL; such Results will also be forwarded to the Stock Exchange(s) where the Company’s shares are listed.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Annexed to the Notice convening the 22nd (Twenty Two) Annual General Meeting to be held on Friday, 29th September, 2017.

ITEM NO. 4

In terms of the provisions of Section 139 of Companies Act, 2013 (the “Act”), no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions within the period specified under section 96 (1) of the Act. M/s M/s CHANDER KIRAN & CO , Chartered Accountants, existing statutory Auditors of the Company have been in office for last 10 years and in compliance with the provisions of the Act, the Company has to appoint a new auditor in their place.

Accordingly the Board of Directors at their meeting held on 28th August, 2017 have, subject to approval of shareholders in the forthcoming AGM, approved the appointment of M/S KOUL VIJH & ASSOCIATES, Chartered Accountants, as the Statutory Auditors of the Company, in place of M/s CHANDER KIRAN & CO., to hold office from the conclusion of this 22nd AGM until the conclusion of 27th AGM of the Company, subject to ratification by the Members at every AGM.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution except and to the extent they are member of the Company.

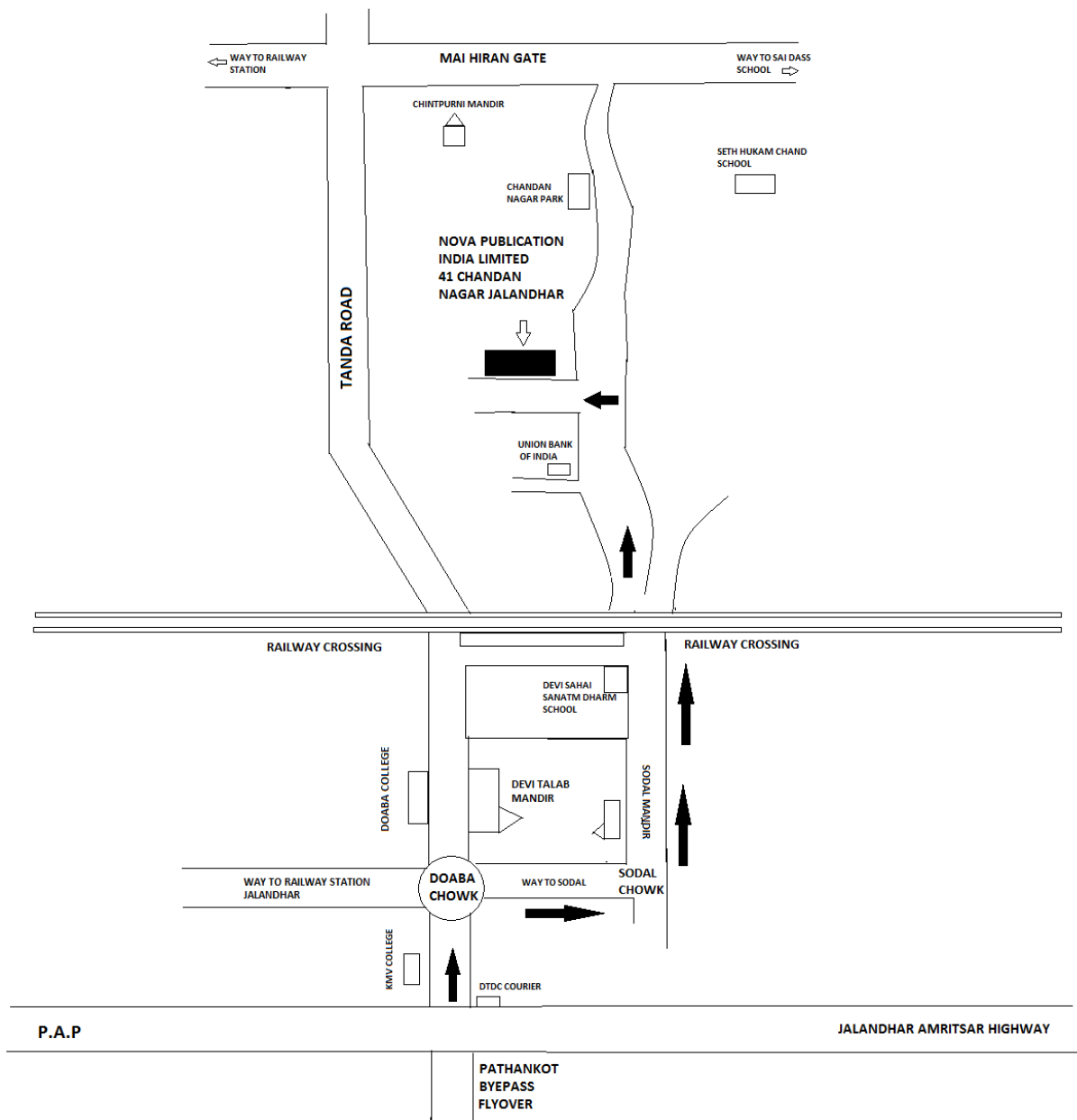
**By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED**

**SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)**

**RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)**

**Place: Jalandhar
Dated: 28.08.2017**

Route map for the venue of the 22nd Annual General Meeting



NOVA PUBLICATIONS INDIA LIMITED

CIN: L67120PB1994PLC015406

Regd. Office: Nova Publications 41 Chandan Nagar, Jalandhar City Punjab - 144008, India.

Tel No: 0181-4333333 / 5042611 / 5042613

Website: <http://novapublications.in/> **E-mail:** epiljal@yahoo.com

Share Transfer Agent: Datamatics Financial Services Limited Plot No.B-5, Part B Cross Lane, MIDC, Andheri (East) Mumbai-400093, India

ATTENDANCE SLIP

I/We hereby record my/our presence at the 22nd Annual General Meeting of the Company held at registered office of the Company at M/s Nova Publications India Limited, 41 Chandan Nagar, Jalandhar City Punjab - 144008 at 02.00 P.M. on Friday 29th September, 2017.

Name & Address of the Shareholder(s)	DP Id	
	Client Id/Regd. Folio.	
	No. of Shares Held	
If Shareholder(s) please sign here	If Proxy, please mention name and sign here	
	Name of Proxy	Signature

Notes:

- (1) Shareholder / Proxy holder, as the case may be, is requested to produce the attendance slip duly signed at the entrance of the Meeting venue.
- (2) Members are requested to advise the change of their address, if any, to Datamatics Financial Services Limited., at the above address.

NOVA PUBLICATIONS INDIA LIMITED**CIN: L67120PB1994PLC015406****NOVA PUBLICATIONS INDIA LIMITED****CIN: L67120PB1994PLC015406****Regd. Office:** Nova Publications 41 Chandan Nagar, Jalandhar City Punjab - 144008, India.**Tel No:** 0181-4333333 / 5042611 / 5042613**Website:** <http://novapublications.in/> **E-mail:** epiljal@yahoo.com**Share Transfer Agent:** Datamatics Financial Services Limited Plot No.B-5, Part B Cross Lane, MIDC, Andheri (East) Mumbai-400093, India**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):

Registered address:

E-Mail Id:

Folio No. / Client Id:

DP Id:

I/We, being the member(s) of..... shares of the above named Company, hereby appoint

1. Name: Address.....

E-Mail Id:Signature:

2. Name:Address.....

E-Mail Id:Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company to be held at Nova Publications India Limited, 41 Chandan Nagar, Jalandhar-144008, Punjab, at 02.00 p.m. on Friday the 29th Day of september,2017 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I/We wish my above proxy(ies) to vote in the manner as indicated in the box below:

Ordinary Resolution(s)	For	Against	Abstain
1. Adoption of the audited Balance Sheet as at and the Financial Statements for the financial year ended on March 31, 2017 and Reports of the Directors and Auditors thereon.			
2. Declaration of Dividend for the year 2016-17.			
3. To appoint a Director in place of Ms. Anu Chopra who retires by rotation and being eligible, offers herself for re-election.			
3. Appointment of Statutory Auditors and fixing their remuneration			

Signed thisday of 2017

Signature of Shareholder

Affix revenue Stamp

Signature of first proxy holder_____
Signature of second proxy holder_____
Signature of third proxy holder

** This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box.

Note:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
 2. A proxy need not be a member of the Company.
 3. In case the appointer is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorization should be attached to the proxy form.
 4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent, of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
 5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
 6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
 7. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
-