



Regd. Office : Begampur Khatola, Khandsa, Near Krishna Maruti,
Gurgaon, Basai Road, Haryana -122001, **Tel.:** 91-7419885077
E-mail : newtimeinfra2010@gmail.com, **Website :** www.newtimeinfra.in
CIN : L24239HR1984PLC040797

NIL/BSE/03/2023-24

Date: 11th April, 2024

**To,
The Manager
BSE Limited,
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001**

BSE SECURITY CODE: 531959

Subject: Subject: Outcome of the Meeting of the Board of Directors of the Company

Dear Sir/Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. on **Thursday, 11th April, 2024**, inter-alia, considered and approved the following business items:

1. Increase in Authorized Share Capital and altering the Memorandum of Association, subject to the approval of Members:

- Subject to approval of Members of the Company, the Board has proposed to increase the authorised share capital of the Company from Rs. 25,20,00,000/- (Rupees Twenty Five Crore Twenty Lakhs) comprising of 19,20,00,000 (Nineteen Crore and Twenty Lakhs) equity shares of Rs. 1/- (Rupee One) Each and 60,00,000 (Sixty Lakhs) Preference Shares of Rs. 10/- /-(Rupee Ten) each to Rs. 63,20,00,000/- (Rupees Sixty Three Crore Twenty lakhs) comprising of 57,20,00,000 (Fifty Seven Crore and Twenty Lakhs) equity shares of Rs. 1/- (Rupee One) Each and 60,00,000 (Sixty Lakhs) Preference Shares of Rs. 10/- /-(Rupee Ten) each.

In order to reflect the proposed change in Authorised Share Capital, the Board proposed consequential alteration in Clause V i.e. Capital Clause of Memorandum of Association.

Brief of alteration in MOA in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023, is attached as “**Annexure –A**”

2. Issue of Bonus Shares:

- Issue of 2 (Two) fully paid up bonus equity Shares for every 1 (One) existing fully paid up Equity Shares held by the Equity Shareholders of the Company as on '**Record Date**'. The Bonus Issue of Equity Shares is subject to the approval of the shareholders



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and other applicable statutory and regulatory approvals, as may be required. The Company will intimate the 'Record Date for determining eligible Shareholders entitled to receive bonus shares, in due course of time.

Further it is to be stated that the Company has 1,36,00,000 (One Crore Thirty Six Lakhs) outstanding Warrants. The said Warrant holders shall also be eligible for the bonus issue of equity shares post conversion of such warrants into Equity Shares. The Company shall also keep a reserve of Rs. 2,72,00,000/- (Rupees Two Crore Seventy Two Lakhs Rupees only) for the purpose of bonus issue of equity shares to the warrant holders, as the case may be, post conversion into equity shares by capitalisation of Securities Premium account and/or reserves & surplus.

The Bonus Shares once allotted shall rank pari-passu in all respects and carry the same rights of the existing Equity Shares and shall be entitled to participate in full in any dividend and either corporate action(s), recommended and declared after the issue and allotment of such Bonus Shares.

The detailed disclosure as required under Regulation 30 of the Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13t July, 2023 is enclosed as "**Annexure-B**".

3. Appointment of **Mr. Manoj Kumar (DIN: 08332775)** as a Non-Executive & Independent Director of the Company for a period of five years with effect from April 11, 2024 as "**Annexure-C**".
4. Took note of the resignation of **Mr. Sri Kant (DIN-06951400)**, Independent Director of the Company w.e.f., closing of business hours of 11th April, 2024 due to his pre-occupation with other professional activities. The details required under Regulation 30 of the Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13t July, 2023 is given in the enclosed "**Annexure-C**".
5. Approved the Draft Notice of Extra-ordinary General Meeting (Bearing No. 01/2024-25) of the Company for the matters as mentioned in the Notice of the Extra-ordinary General Meeting.

The Board Meeting commenced at 3:30 P.M and concluded at 4:30 P.M.

Kindly take the above information on your records.

Thanking You
Yours Faithfully,

NEWTIME INFRASTRUCTURE LIMITED



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For Newtime Infrastructure Limited

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Raj Singh Poonia

(Managing Director)

DIN: 09615705

**H No. 13, Shanti Nagar Model Town,
Panipat Haryana -132103**



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Annexure-A

Alteration in Memorandum of Association of the Company, in brief

The Board of Directors of the Company at its Meeting held on April 11, 2024, subject to approval of the Members, approved alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company as below:

"V. The Authorized Share Capital of the Company is Rs. 63,20,00,000/- (Rupees Sixty Three Crore Twenty lakhs) divided into 57,20,00,000 (Fifty Seven Crore and Twenty Lakhs) Equity Shares of Rs. 1/- (Rupee One) Each and 60,00,000 (Sixty Lakhs) Preference Shares of Rs. 10/- (Rupees Ten Only) each."

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Annexure-B

DISCLOSURE UNDER REGULATION 30 OF SEBI LISTING REGULATIONS READ WITH SEBI CIRCULAR DATED 13T JULY, 2023 BEARING REFERENCE NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 ("SEBI CIRCULAR")

S.No	Particulars	Details
a.	Types of Securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
b.	Type of issuance	Bonus Shares
c.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	37,70,92,000 (Thirty Seven Crore Seventy Lakhs and Ninety Two Thousands) Equity Shares of face value of Rs. 1/- (Rupees One Only) Each which includes Rs. 2,72,00,000/- (Rupees Two Crore Seventy Two Lakhs Rupees only) specifically reserved for 1,36,00,000 (One Crore Thirty Six Lakhs) outstanding Warrants convertible into Equity Shares.
d.	Whether bonus is out of free reserves created out of profits or share premium account	Bonus shares will be issued out of Securities Premium account/retained earnings/ free reserves or any other permitted reserves/surplus of the Company of the Company available as at 31st March, 2023.
e.	Bonus ratio	2 (Two) fully paid up bonus equity Shares for every 1 (One) existing fully paid up Equity Shares held by the Equity Shareholders of the Company as on record date. (including holders of outstanding warrants convertible in to Equity shares held as on a record date.)



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f.	Details of share capital - pre and post bonus issue	Pre-Bonus Share Capital:			
		Shares	No of Shares	Face Value	Amount
		Equity Share	17,49,46,000	Rs. 1/- Each	17,49,46,000
		Total Equity(A)	Rs. 17,49,46,000/- (Rupees Seventeen Crore Forty Nine Lakhs and Forty Six Thousand Only)		
		Preference Shares			
		1% Non-Cumulative Redeemable Preference Shares	20,00,000	Rs. 10/- each	2,00,00,000
		10% Non-Cumulative Redeemable Preference Shares	39,45,000	Rs. 10/- each	Rs. 3,94,50,000
		Total Preference Shares(B)	Rs. 5,94,50,000/- (Rupees Five Crore Ninety Four Lakhs and Fifty Thousand Only)		
		Total Pre Bonus Issue Paid up Share Capital (A+B)	Rs. 23,43,96,000/- (Rupees Twenty Three Crore Forty Three Lakhs Ninety Six Thousand Only)		
		Post-Bonus(Paid-up share capital):			
		Shares	No of Shares	Face Value	Amount
		Equity Share	52,48,38,000	Rs 1/- Each	52,48,38,000
		Total Equity(A)	Rs. 52,48,38,000 (Rupees Fifty Two Crore Forty Eight Lakhs and Thirty Eight Thousand Only)		
		Preference Shares			

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		1% Non-Cumulative Redeemable Preference Shares	20,00,000	Rs. 10/- each	2,00,00,000
		10% Non-Cumulative Redeemable Preference Shares	39,45,000	Rs. 10/- each	Rs. 3,94,50,000
		Total Preference Shares(B)	Rs. 5,94,50,000/- (Rupees Five Crore Ninety Four Lakhs and Fifty Thousand Only)		
		Total Post Bonus Issue Paid up Share Capital (A+B)	Rs. 58,42,88,000 (Rupees Fifty Eight Crore Forty Two Lakhs and Eighty Eight Thousand Only)		
		#Note: The Post issue paid up share capital calculated above is excluding outstanding warrants convertible into Equity shares			
g.	Free reserves and/ or share premium required for implementing the bonus issue	Bonus shares will be issued out of Securities Premium accounts or any other permitted reserves/surplus of the Company of the Company available as at 31st March, 2023.			
h.	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	2 (Two) fully paid up bonus equity Shares for every 1 (One) existing fully paid up Equity Shares held by the Equity Shareholders of the Company as on record date (including holders of outstanding warrants convertible in to Equity shares held as on a record date.)			
i.	Whether the aforesaid figures are audited	Yes			



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j.	Estimated date by which such bonus shares would be credited/dispached	Within 2 months from the date of Board's approval
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Annexure-C

Brief details as per SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13t July, 2023 is as under:

S.No.	Particulars	Mr. Manoj Kumar	Mr. Sri Kant
1.	Reason of Change viz. Appointment, Resignation, Removal Death or otherwise	Appointment	Resignation
2.	Date of Appointment & terms of Appointment	Appointed as a Non-Executive Independent Director of the Company for a period of five years with effect from 11th April, 2024.	Mr. Sri Kant (DIN-06951400), Independent Director of the company has tender his resignation w.e.f., closing of business hours of 11 th April, 2024 citing his pre-occupation with other professional activities.
3.	Brief Profile (in case of appointment)	<p>He holds a bachelor degree in Science from Agra University and Diploma in Software from NIIT Delhi. He has over 5 years of corporate experience in the field of Corporate Governance and Commercial Laws.</p> <p>He has been instrumental in ensuring effective governance in all the companies and organizations that he has been associated with his ability as an Independent Director.</p> <p>He also specializes in drafting business and commercial agreements,</p>	N.A.

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		advising on corporate commercial laws, resolving corporate structuring issues, rendering strategic advice.	
4.	Disclosure of relationships between Directors (in case of appointment)	Not related to any Director or Key Managerial Personnel of the Company	N.A.
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/201819 and the National Stock Exchange of India Ltd with ref. no NSE/CML/2018/24, dated 20th June, 2018	Mr. Manoj Kumar is not debarred from holding the office of director on account of any order of SEBI or any other such authority	N.A.
Additional information pursuant to sub-para 7B of Para A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015			
	Letter of Resignation along with detailed reason for resignation	N.A.	As per Resignation Letter attached
	Names of the listed entities in which the resigning director holds directorships, indicating the category of Directorship and membership of Board committees, if any.	N.A.	As per Annexure-D



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	<p>The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.</p>	<p>N.A</p>	<p>As per Resignation Letter attached</p>
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To,
The Board of Directors
Newtime Infrastructure Limited
Begampur Khatola, Khandsa,
Near Krishna Maruti, Gurgaon,
Basai Road, Haryana-122001

Date: 09/04/2024

Subject: Resignation from the Directorship of the Company

I, **Sri Kant (DIN: 06951400)** Director on the Board of **Newtime Infrastructure Limited** hereby tender my resignation from the office of Director of the Board due to my personal reasons **w.e.f. end of the day of 11/04/2024.**

I request the Board of Directors to relieve me from the duties of the Company with effect from above date and would like to thank you and all board members, employees and business Associates for their cooperation always.

Kindly acknowledge the receipt and file necessary intimations with the Registrar of Companies.

Thanking you,

Yours Faithfully,



Sri Kant
Director
DIN: 06951400

List of Associated Companies

Sr. No	Company Name	Directorship	Membership in Committees
1	BHUSHAN AVIATION LIMITED	Additional Director	NA
2	MUDRA RTA VENTURES PRIVATE LIMITED	Additional Director	NA
3	OMNISM FOUNDATION	Director	NA
4	NEWTIME INFRASTRUCTURE LIMITED	Director	NA
5	ADHBHUT INFRASTRUCTURE LIMITED	Director	NA
6	ROLLATAINERS LIMITED	Director	Member in Nomination & Remuneration Committee Member in Stakeholder Relationship Committee Member in Corporate Social Responsibility Committee
7	ALLIANCE INTEGRATED METALIKS LIMITED	Director	Member in Nomination & Remuneration Committee
8	ELEVARE TRAINING VENTURES PRIVATE LIMITED	Director	NA
9	UMITECH SERVICES PRIVATE LIMITED	Director	NA
10	SHOP ONLINE TRADING PRIVATE LIMITED	Additional Director	NA
11	BIG SHOE BAZAAR INDIA PRIVATE LIMITED	Director	NA
12	BIG SHOE BAZAAR .COM PRIVATE LIMITED	Director	NA
13	NINANIYA ESTATES LIMITED	Director	NA
14	SIDHDA OM FOUNDATION	Director	NA