

NEW EMERGING WORLD OF JOURNALISM PRIVATE LIMITED

CIN: U74999DL2018PTC328616

Regd. Office: C-8/8663, Sector-8, Pocket-C Vasant Kunj, South West, Delhi-110070 New Delhi, India

Email ID: shalabhupadhyay@gmail.com**FORM NO PAS-4***[See rule 14(3)]*

To,

Reliance Industrial Investments and Holdings Limited

9th Floor, Maker Chambers IV, 222, Nariman Point, Mumbai – 400021, Maharashtra

Part-A**PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER****1. GENERAL INFORMATION**

a	Name of the Company		NEW EMERGING WORLD OF JOURNALISM PRIVATE LIMITED			
b	Registered Office Address of the Company and Corporate Address, if any, of the Company.		C-8/8663, Sector-8, Pocket-C Vasant Kunj, South West, Delhi-110070 New Delhi, India			
c.	Website and other contact details of the Company		Website: www.thenewj.com Phone No.: 7217687268			
d	Date of incorporation of the company;		17/01/2018			
e	Business carried on by the company and its subsidiaries with the details of branches or units, if any;		NEWJ is a tech-media startup focusing on curating and producing content for emerging social and digital media ecosystems, with subsequent goals of creating data enabled tech products that allow for innovative and integrated models of storytelling and distribution.			
f.	Brief particulars of the management of the company		Name	Qualification	Role	Experience
			Shalabh Upadhyay	Masters in Journalism	Director	5 Years
			Deeksha Upadhyay	Masters in Journalism	Director	2 Years
g	Names, addresses, DIN and occupations of the directors					
	S.No	Name	Address	DIN	Occupation	
	1	Shalabh Upadhyay	C-8/8663, Sector-8, Pocket-C Vasant Kunj, South West, Delhi-110070	08029934	Director	

S. No.



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6. A DECLARATION BY THE DIRECTORS

- a. the company has complied with the provisions of the Act and the rules made thereunder;
- b. the compliance with the Act and the rules does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government
- c. the monies received under the offer shall be used only for the purposes and objects indicated in the Private Placement Offer cum Application Letter;

I am authorized by the Board of Directors of the Company vide resolution dated November 22, 2018 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

New Emerging World of Journalism Pvt. Ltd.

Signed

Date: November 22, 2018

Place: New Delhi

Director

Attachments:-

- Copy of board resolution
- Copy of shareholders resolution
- Copy of optional attachments, if any

54.



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PART-B
(To be filed by the Applicant)

(i)	Name	
(ii)	Father's Name	
(iii)	Address	
(iv)	Phone no. If any	
(v)	Email ID	
(vi)	PAN Number	
(vii)	Bank Account Details	

Signature



Initial of the Officer of the company designated to keep the record

5u.



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Share Application Money Received	-	-	-
(C) Net cash generated from investing activities	-	-	-
Net increase in cash and cash equivalents (A+B+C)	-	-	-
Cash and cash equivalents as at the beginning of the year	-	-	-
Cash and cash equivalents as at the end of the year	-	-	-

C. Change in significant accounting policies - NA

No change in accounting policy during last financial year.

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e.	Short term loans & advances	-	-	-
f.	Other current assets	49,427/-	-	-
	Total	9,54,919/-	3,38,334/-	-

B. Audited Cash Flow Statement: NA

A. Cash flows from operating activities	FY 2018-19 (Upto Sept'18)	FY 2017-18	FY 2016-17
Profit before tax	-	-	-
Adjustments for:	-	-	-
Loss on sale of fixed assets	-	-	-
Depreciation and amortization expenses	-	-	-
Income Tax Paid	-	-	-
Other non-operating income (if non-cash)	-	-	-
Unrealised foreign exchange loss	-	-	-
Dividend income	-	-	-
Gain on Investment	-	-	-
Finance costs	-	-	-
Operating profit before working capital changes	-	-	-
Changes in working capital	-	-	-
(Decrease)/increase in liabilities and provisions	-	-	-
(Increase)/Decrease in Current Assets	-	-	-
Decrease /(Increase) in loans and advances	-	-	-
Cash generated from operating activities	-	-	-
Income taxes paid	-	-	-
Net cash generated from operating activities(A)	-	-	-
B. Cash flows from investing activities	-	-	-
Purchase of fixed assets (including changes in capital work-in-progress)	-	-	-
Investment/Disinvestment in subsidiaries	-	-	-
Gain /(Loss on investment	-	-	-
Dividend /Interest received	-	-	-
(B) Net cash used in investing activities	-	-	-
C. Cash flows from financing activities	-	-	-
Loans taken/(Paid) during the year	-	-	-
Interest paid	-	-	-
Proceeds from issue of share capital/(premium on debenture)	-	-	-

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Dividends declared by the company in respect of the said three financial years interest coverage ratio for last three years (cash profit after tax plus interest paid/interest paid):
NIL

IV. Summary of financial position of the Company

A. BALANCE SHEET

S.No	Particulars	FY 2018-19 (Upto Sept'18)	FY 2017-18	FY 2016-17
I.	Equity and Liabilities			
1.	<i>Shareholder's funds</i>			
a.	Share Capital	1,00,000	1,00,000	-
b.	Reserves and Surplus	(42)	85,407	-
c.	Money received against share warrants	-	-	-
2.	<i>Share application money pending allotment</i>	-	-	-
3.	<i>Non - current liabilities</i>	-	-	-
a.	Long term borrowings	-	-	-
b.	Other Long term Liabilities	-	-	-
c.	Deferred tax liability/ Long Term Provisions	1,782/-	1,782/-	-
4.	<i>Current liabilities</i>	-	-	-
a.	Short term borrowings	-	-	-
b.	Trade payables	-	-	-
c.	Other current liabilities	853,179/-	123,285/-	-
d.	Short- term provisions	-	27,860/-	-
<i>Total</i>		9,54,919/-	3,38,334/-	-
II.	Assets			
1.	<i>Non-current assets</i>			
a.	Fixed Assets			
	-Tangible	1,42,659/-	65,989/-	-
	-Intangible	-	-	-
b.	Non- current investment	-	-	-
c.	Long term loans & advances	-	-	-
d.	Deferred tax assets	-	-	-
e.	Other non-current assets	-	-	-
2.	<i>Current assets</i>			
a.	Current investments	-	-	-
b.	Inventories	-	-	-
c.	Trade receivables	-	-	-
d.	Cash and cash equivalents	7,62,833/-	272,345/-	-

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NEW EMERGING WORLD OF JOURNALISM PRIVATE LIMITED

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I. Capital structure of the Company

<u>S.No</u>	<u>Particulars</u>	<u>Number of Securities</u>	<u>Description</u>	<u>Aggregate Nominal Value</u>
a.	Authorised Capital	1,00,000	Equity	10,00,000
b.	Issued Capital	10,000	Equity	100,000
c.	Subscribed Capital	10,000	Equity	100,000
d.	Paid up Capital	10,000	Equity	100,000
e.	Size of the Present offer	-	-	-
f.	Paid up Capital (after the offer)	-	-	-
g.	Paid up Capital (after conversion of convertible instruments, if any)	-	-	-
g.	Share Premium Account (before the offer)	-	-	-
h.	Share Premium Account (after the offer)	-	-	-
i.	Details of the existing share capital of the Company			
	Date of allotment	Number of shares allotted	Face Value of shares allotted	Price
				Form of consideration
1	Incorporation	10,000	10	100,000
	<i>Total</i>	10,000	10	100,000

II. Others

<u>S.No</u>	<u>Particulars</u>	<u>FY 2018-19 (Upto Sept'18)</u>	<u>FY 2017-18</u>	<u>FY 2016-17</u>
a.	Profit before tax	(83,499/-)	115,049/-	NA
b.	Profit after tax	(85,449/-)	85,407/-	NA
c.	Dividends declared by the Company	NIL	NIL	NIL
d.	Interest Coverage Ratio	NA	NA	NA

III. DIVIDEND

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o Other Banking Channels

4. DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION ETC.

i.	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons	NA
ii.	details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the offer letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed.	NA
iii.	Remuneration of directors (during the current year and last three financial years)	Current year 1200000/- previous year 100000/-
iv.	Related party transactions entered during the last three financial years immediately preceding the year of circulation of offer letter including with regard to loans made or, guarantees given or securities provided	Remuneration To CY PY Deeksha Upadhyay 6 lacs 1 lac Shalabh Upadhyay 6 lacs NIL
v.	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remark	Nil
vi.	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in the last three years immediately preceding the year of circulation of offer letter in the case of company and all of its subsidiaries. Also if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the offer letter and if so, section-wise details thereof for the company and all of its subsidiaries	Nil
vii.	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company	Nil

5. FINANCIAL POSITION OF THE COMPANY

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	repayment	
p.	Proposed time schedule for which the private placement offer cum application letter is valid	10 days
q.	Purposes and objects of the offer	To meet the working capital needs of the Company.
r.	contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	NIL
s.	Principle terms of assets charged as security, if applicable	NIL, as the debentures are not secured.
t.	The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	
u.	Financial position of the Company for the last 3 financial years;	As detailed below in point no. 5
v.	The pre-issue and post-issue shareholding pattern of the company in the following format-	

Sl. No.	Category	Pre-Issue		Post-issue	
		No. of Shares held	% of shareholdin g	No. of Shares held	% of shareholdin g
A	Promoters Holding				
1	Indian:				
	Individual	10,000	100	10,000	25
	Bodies Corporate				
	Subtotal	10,000	100	10,000	25
2	Foreign Promoters				
	Sub Total (A)	10,000	100	10,000	25
B	Non-Promoter's holding:				
1.	Institutional Investors				
2.	Non-Institution				
	Private Corporate Bodies	-	-	30,000	75
	Directors and Relatives				
	Indian Public				
	Others (Including NRIs)				
	Sub Total (B)	-	-	30,000	75
	GRAND TOTAL	10,000	100	40,000	100

3. MODE OF PAYMENT FOR SUBSCRIPTION

- Cheque
- Demand Draft

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		b. The Debenture will have a face value of INR. 80,000/- (Indian Rupees Eighty Thousand only) per debenture and to be issued at par.
e.	Name and address of the valuer who performed valuation of the security offered	MSKA & Associates, Chartered Accountants; (Firm Reg.No. 105047W) Address: Floor 3, Enterprise Centre, Nehru Road, Near Domestic Airport, Vile Parle (E), Mumbai – 400099, Maharashtra.
f.	Relevant date with reference to which the price has been arrived at [Relevant Date means a date at least thirty days prior to the date of which the general meeting of the company is scheduled to be held]	September 30, 2018
g.	The class or classes of persons to whom the allotment is proposed to be made	New investors who are freshly and for the first time investing in the company through subscription to this issue.
h.	Intention of promoters, directors or key managerial personnel to subscribe the offer (applicable in case they intend to subscribe to the offer) [not required in case of issue of non convertible debentures]	NA
i.	The proposed time within which the allotment shall be completed	30 days
j.	The names of the proposed allottees and the percentage of post private placement capital that may be held by them [not required in case of issue of non- convertible debentures]	NA
k.	The change in control, if any, in the company that would occur consequent to the private placement	NA
l.	the number of persons to whom allotment on preferential basis/private placement/ rights issue has already been made during the year, in terms of number of securities as well as price	Nil
m.	the justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	NA
n.	Amount which the company intends to raise by way of securities	INR. 1,03,00,000/- (Indian Rupees One Crore Three Lakhs only)
o.	Terms of raising of securities: Duration, if applicable, Rate of dividend or rate of interest, mode of payment and	As per Annexure A

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			New Delhi, India		
2	Deeksha Upadhyay	C-8/8663, Sector-8, Pocket-C Vasant Kunj, South West, Delhi-110070 New Delhi, India	08029923	Director	
h.	Management's perception of risk factors;	Changes in technologies and user behaviour			
i.	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of –	NA			
	i) statutory dues;	NA			
	ii) debentures and interest thereon;	NA			
	iii) deposits and interest thereon;	NA			
	iv) loan from any bank or financial institution and interest thereon.	NA			
j.	Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process;	Anshuman Sarda A-74 Freedom Fighters Enclave, New Delhi – 110068 anshuman@thenewj.com +91-9811176571			
k.	Any Default in Annual filing of the company under the Companies Act, 2013 or the rules made thereunder.	No			

2. PARTICULARS OF THE OFFER

a.	Date of passing of board resolution	November 22, 2018
b.	Date of passing of resolution in the general meeting, authorizing the offer of securities	November 22, 2018
c.	Kinds of securities offered (i.e. whether share or debenture) and class of security	30,000 Equity Shares and 125 Compulsorily Convertible Debentures
d.	Price at which the security is being offered including the premium, if any, along with justification of the price	a. The Equity Shares will have a face value of INR. 10/- (Indian Rupees Ten Only) per equity share and to be issued at par, and

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