



## Tamil Nadu Newsprint and Papers Limited

(A Govt. of Tamil Nadu Enterprise)

Regd. Office : 67, Mount Road, Guindy, Chennai - 600 032. Phone : (91) (044) 22301094-97, 22354415-16 & 18

Fax : 22350834 & 22354614 Web : www.tnpl.com E-mail : response@tnpl.co.in, export@tnpl.co.in

TNPL - The Corporate Indentity Number : L22121TN1979PLC007799

Dated: 1<sup>st</sup> September, 2022

To BSE Limited (BSE) Corporate Relationship Department Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street Mumbai- 400001	To National Stock Exchange of India Limited (NSE) Listing Department Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
---	---

**Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Appointment of Dr M Sai Kumar, I.A.S., as Chairman and Managing Director of the Company**

\*\*\*\*\*

Further to our letters dated 13<sup>th</sup> June, 2022, 6<sup>th</sup> July, 2022, 27<sup>th</sup> July, 2022, 29<sup>th</sup> July, 2022 and 30<sup>th</sup> July, 2022, and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the shareholders of the Company through Postal Ballot (remote e-voting only) have approved the appointment of Dr M Sai Kumar, I.A.S., (DIN 03605028) as Chairman and Managing Director of the Company, with requisite majority, as set out in the Notice of Postal Ballot and E-Voting dated 6<sup>th</sup> July, 2022.

In this connection, please find enclosed Voting Results of aforesaid Postal Ballot (remote evoting only) along with the Scrutinizer's Report on the Postal Ballot.

The Voting Results along with the Scrutinizer's Report will also be made available on the website of the Company i.e. [www.tnpl.com](http://www.tnpl.com) and on the website of Central

Depository Services (India) Limited ("CDSL") (e-voting service provider) i.e.  
[www.evotingindia.com](http://www.evotingindia.com).

We request you to take the above on record and acknowledge the same.

Thanking you,

**FOR TAMIL NADU NEWSPRINT AND PAPERS LIMITED**



**ANURADHA PONRAJ  
COMPANY SECRETARY**

Encl: a/a.

**TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

**Registered Office: 67, MOUNT ROAD, GUINDY, CHENNAI 600 032**  
CIN – L22121TN1979PLC007799

Email: [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in), Web: [www.tnpl.com](http://www.tnpl.com)  
Phone: (91) (044) 22301094-97, 22354415-18 Fax: 22350834 & 22354614

**Postal Ballot Result is given as under:**

Date of the AGM/EGM	Notice of Postal Ballot dated 6 <sup>th</sup> July, 2022 deemed to have been approved by shareholders on 30 <sup>th</sup> August, 2022
Total number of shareholders on record date	41959
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of resolution passed in the meeting	1

For TAMIL NADU NEWSPRINT AND PAPERS LTD.,

*Anuradha Ponraj*

ANURADHA PONRAJ  
Company Secretary





Below is the resolution wise result of Postal Ballot (remote e-voting only):

**Resolution No.1:** Appointment of Dr. M. Sai Kumar, I.A.S., (DIN: 03605028) as Chairman and Managing Director of the Company.

Resolution Required:(Ordinary/Special)		Ordinary Resolution									
Whether promoter/ promoter groups are interested in the agenda/resolution?											
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED			
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100			
PROMOTER AND PROMOTER~GROUP	E-VOTING	24444900	24444900	100	24444900	0	100	0			
	POLL		0	0	0	0	0	0			
	POSTAL_BALLOT		0	0	0	0	0	0			
	VENUE-VOTING		0	0	0	0	0	0			
	<b>SUB TOTAL</b>	<b>24444900</b>	<b>24444900</b>	<b>100</b>	<b>24444900</b>	<b>0</b>	<b>100</b>	<b>0</b>			
PUBLIC-INSTITUTIONS	E-VOTING	19163442	15271509	79.69	14987495	284014	98.14	1.86			
	POLL		0	0	0	0	0	0			
	POSTAL_BALLOT		0	0	0	0	0	0			
	VENUE-VOTING		0	0	0	0	0	0			
	<b>SUB TOTAL</b>	<b>19163442</b>	<b>15271509</b>	<b>79.69</b>	<b>14987495</b>	<b>284014</b>	<b>98.14</b>	<b>1.86</b>			
PUBLIC-NON INSTITUTIONS	E-VOTING	25602258	116212	0.45	114916	1296	98.88	1.12			
	POLL		0	0	0	0	0	0			
	POSTAL_BALLOT		0	0	0	0	0	0			
	VENUE-VOTING		0	0	0	0	0	0			
	<b>SUB TOTAL</b>	<b>25602258</b>	<b>116212</b>	<b>0.45</b>	<b>114916</b>	<b>1296</b>	<b>98.88</b>	<b>1.12</b>			
<b>GRAND TOTAL</b>		<b>69210600</b>	<b>39832621</b>	<b>57.55</b>	<b>39547311</b>	<b>285310</b>	<b>99.28</b>	<b>0.72</b>			

As per the results of Postal Ballot (remote e-voting only), Resolution No. 1 as mentioned above, has been passed as **Ordinary Resolution** with requisite majority by the shareholders of the Company.

**FOR TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

*Rajeev*

**ANURADHA PONRAJ  
COMPANY SECRETARY**





1<sup>st</sup> September, 2022

**The Chairman & Managing Director**  
**Tamil Nadu Newsprint and Papers Limited,**  
67, Mount Road,  
Guindy,  
Chennai - 600 032.

Dear Sir,

**Sub: Passing of Resolution through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of **Tamil Nadu Newsprint and Papers Limited** on 6<sup>th</sup> July, 2022, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot process through remote electronic voting in respect of the following resolution:

Reference to the Companies Act, 2013	Type and Description of the resolution
Sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013	<p><b>ORDINARY RESOLUTION</b></p> <p><b>"RESOLVED THAT</b> pursuant to the recommendations of the Nomination and Remuneration Committee, the Board and pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Article 140 and any other relevant Articles of the Articles of Association of the Company and subject to such other approvals, as may be necessary, Dr. M Sai Kumar, I.A.S. (holding DIN: 03605028) who was appointed as an Additional Director and designated as Chairman &amp; Managing Director of the Company by the Board of Directors with effect from 12<sup>th</sup> June, 2022 and to hold the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 and who is eligible for appointment under the relevant provision of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as Chairman &amp; Managing Director of the Company from 12<sup>th</sup> June, 2022 on such terms and conditions and on such remuneration as may be prescribed by the Government of Tamil Nadu. "</p> <p><b>"RESOLVED FURTHER THAT</b> Dr. M Sai Kumar, I.A.S., Chairman and Managing Director will not be entitled to any sitting fees for attending the meetings of the Board or any Committee thereof".</p>





WE REPORT that in view of the pandemic COVID-19 and the resultant lockdown situation across the country restricting the movement of persons, in compliance with framework issued by the Ministry of Corporate Affairs through its circular No. 14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, General Circular No.33/2020 dated 28<sup>th</sup> September, 2020, General Circular No.39/2020 dated 31<sup>st</sup> December, 2020, General Circular No.10/2021 dated 23<sup>rd</sup> June, 2021, General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021 and General Circular No.3/2022 dated 5<sup>th</sup> May, 2022, the Company has sent Postal Ballot Notice dated 6<sup>th</sup> July, 2022 in electronic form only to those Members who have registered their email address with the Depositories and Registrar and Share Transfer Agent.

WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot through remote E- voting only, on the resolution contained in the Postal Ballot Notice. Our responsibility as a scrutinizer for Postal Ballot through remote e-voting only is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company.

We report that as stated in the notice sent to the members, the Company had fixed - 30<sup>th</sup> August, 2022 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS STANDARD**" in 'English' on 30<sup>th</sup> July, 2022 and "**DHINATHANTHI**" in vernacular language 'Tamil' on 30<sup>th</sup> July, 2022 informing about the despatch of the Postal Ballot Notice and other related matters mentioned therein. We have received E-Voting from the members during the period **1<sup>st</sup> August, 2022 (9:00 a.m. IST) to 30<sup>th</sup> August, 2022 (5:00 p.m. IST).**

All the votes exercised upto the closure of working hours (**5:00 p.m. IST**) on Tuesday, 30<sup>th</sup> August, 2022, the last date fixed by the Company for receipt of E-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and electronic record containing the Shareholders Name, Address, Folio/Client ID Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We REPORT that out of **41959** Shareholders, we have received valid E-Voting from 326 Shareholders and the details of polling results are given below:







Receipt of Postal Ballot E-Voting	<b>1<sup>st</sup> August, 2022 (9:00 a.m. IST) to 30<sup>th</sup> August, 2022 (5:00 p.m. IST).</b>		
Total No. of Shareholders	<b>41959</b>		
Total No. of Shares	<b>69210600</b>		
<b>Particulars</b>	<b>As per Postal Ballot</b>	<b>As per E-Voting</b>	<b>Total</b>
Postal Ballot Forms Received	-	<b>326</b>	<b>326</b>
Less: Invalid Forms	-	<b>0</b>	<b>0</b>
<b>Net Valid Forms</b>	-	<b>326</b>	<b>326</b>

**Appointment of Dr. M Sai Kumar, I.A.S., as Chairman and Managing Director of the Company. (Ordinary Resolution)**

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
<b>275</b>	<b>39547311</b>	<b>99.28</b>

(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
<b>51</b>	<b>285310</b>	<b>0.72</b>

(iii) **Invalid** Votes:

Number of members voted in E- Voting	Number of votes cast (Shares) –E- Voting
<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the **Ordinary Resolution** under Sections 196,197, 198, 203 read with Schedule V of the Companies Act, 2013, as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.







We FURTHER REPORT that as per the notice of Postal Ballot dated 6<sup>th</sup> July, 2022 approved by the Board of Directors 6<sup>th</sup> July, 2022. The results of the e-voting will be announced by the Chairman and Managing Director or any directors of the Company on or before Thursday, 1<sup>st</sup> September, 2022. The results of the voting along with the Scrutinizer's Report will be made available on the Company's website i.e. **www.tnpl.com**, the website of CDSL, and also communicated to BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"), where the Company's equity shares are listed and be available on their respective websites, i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com). A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for the resolution is enclosed.

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman of the meeting considers, approves and signs the minutes of the meeting.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES**  
**COMPANY SECRETARIES**

**CS R SRIDHARAN**  
**FCS No. 4775**  
**C P No. 3239**  
**PR No. 657/2020**  
**UDIN: F004775D000884258**

Place: Chennai  
Encl.: a/a

