



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 Email : response@tnpl.co.in, export@tnpl.co.in

TNPL - The Corporate Identity Number : L22121TN1979PLC007799

TNPL/SHARES/1(2&3)/16

Dated: September 19, 2016

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
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Dear Sir,

**Sub : 1. Addendum to the Original Notice
2. Copy of Notice published in a vernacular and English newspaper**

The Company has received a notice from a member of the Company, proposing the candidature of Thiru Vikram Kapur, IAS, to the office of the Director of the Company in the ensuing 36th Annual General Meeting (AGM) of the Company. As the notice was received from the member subsequent to the circulation of the Notice of the forthcoming Annual General Meeting slated on 28th September, 2016, an addendum to the Original Notice is being circulated to the members in terms of Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The copy of the Addendum to the Original Notice mentioned above is enclosed herewith.

We also enclose herewith a copy of Notice published in a vernacular newspaper and in English newspaper of the intention of the member proposing the candidature of Thiru Vikram Kapur, IAS, to the office of the Director of the Company in the ensuing 36th AGM of the Company.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Tamil Nadu Newsprint and Papers Ltd.

V. Sivakumar
Company Secretary



TAMIL NADU NEWSPRINT AND PAPERS LIMITED

Regd. Office: 67, Mount Road, Guindy, Chennai-600 032
Tel: 044-22301094-98, 22354415-16; **Fax:** 044-22350834 & 22354614
Website- www.tnpl.com, **E-mail ID** – invest_grievances@tnpl.co.in
CINL22121TN1979PLC007799

ADDENDUM TO NOTICE

An Addendum to the Notice of 36th Annual General Meeting (AGM) of Tamil Nadu Newsprint and Papers Limited is hereby given for appointment of Thiru Vikram Kapur, IAS, to the office of the Director of the Company in the ensuing 36th Annual General Meeting (AGM) of the Company, scheduled to be held on Wednesday, 28th September, 2016 at 10.15 A.M. at the Music Academy Main Hall, 168 T T K Road, Alwarpet, Chennai 600 014.

Special Business:

On 9th September, 2016, pursuant to Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company has received a notice from a member of the Company, proposing the candidature of Thiru Vikram Kapur, IAS, to the office of the Director of the Company in the ensuing 36th Annual General Meeting (AGM) of the Company.

As the notice was received from the member subsequent to the circulation of the Notice of the forthcoming Annual General Meeting slated on 28th September, 2016, an addendum to the notice is being circulated to the members in terms of Section 160 of the Companies Act, 2013.

Item No:10

Appointment of Thiru Vikram Kapur, IAS (DIN: 00463564) as a Director

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Thiru Vikram Kapur, IAS (holding DIN: 00463564) who was appointed as an Additional Director w.e.f. 07th September, 2016 by the Board of Directors in its meeting held on 16th September, 2016 pursuant to Article 99 (c) of the Articles of Association of the company and who holds such office until the date of the 36th Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing not less than 14 days before the Annual General Meeting from a member pursuant to Article 113 of the Articles of Association of the Company and in terms of Section 160 of the Companies Act, 2013, along with requisite deposit, proposing the candidature of Thiru Vikram Kapur, IAS for the office of Director, be and is hereby appointed as a Director of the Company.”

BY ORDER OF THE BOARD

Place: Chennai

Date: 16th September, 2016

V SIVAKUMAR
Company Secretary

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), which sets out details relating to Special Business to be transacted at the AGM, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

3. Proxies in order to be effective must be lodged with the Company not later than 48 hours before the meeting.
4. A proxy shall not have the right to speak and shall not be entitled to vote except on a poll.
5. A member holding more than 10% 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 a proxy for any other person / shareholder.
6. The details as required under the Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India (ICSI), of the Director seeking appointment at this Annual General Meeting in respect of the business item set out above has been complied with.
7. The documents referred to in the addendum notice and the explanatory statement will be available for inspection at the Registered Office of the company on any working day during business hours of the company upto the date of the AGM.
8. The route map of the address of the meeting has already been attached with the Original Notice of the 36th AGM dated 17th August, 2016 forming part of the Annual Report 2015-16 and is hosted on the website of the Company (www.tnpl.com).

Statement pursuant to Section 102(1) of the Companies Act, 2013

As required by Section 102(1) of the Companies Act 2013, the following statement sets out all the material facts relating to the business item mentioned under the accompanying addendum notice dated 16th September, 2016.

Item No: 10

The Government of Tamil Nadu Vide G.O.(D). No. 166 Industries (MIA.2) Department dated 12.09.2016 appointed Thiru Vikram Kapur, I.A.S., Principal Secretary to Government, Industries Department as Chairman and Managing Director of the Company w.e.f. 07.09.2016 in place of Dr. Rajeev Ranjan, I.A.S.

The Board of Directors of the Company at their meeting held on 16th September, 2016, upon recommendation of the Nomination and Remuneration Committee of Directors, pursuant to Article 99(c) of the Articles of Association of the company, approved the appointment of Thiru Vikram Kapur, IAS (DIN: 00463564) as an Additional Director of the Company with effect from 7th September, 2016. In terms of Article 139 of the Articles of Association, the Board had also appointed him as Chairman & Managing Director, with effect from the same date. The terms and conditions of his appointment including remuneration to be paid, if any, shall be fixed by the Government of Tamil Nadu from time to time.

As per Section 161(1) of the Companies Act, 2013, (Act) Thiru Vikram Kapur, IAS holds office upto the date of the 36th Annual General Meeting. Subsequent to the circulation of the Notice of the forthcoming Annual General Meeting slated on 28th September, 2016, the Company, pursuant to Section 160 of the Companies Act, 2013 has received a notice in writing, from a member of the Company proposing the candidature of Thiru Vikram Kapur, IAS for the office of Director.

Accordingly, an addendum to the notice for appointment of Thiru Vikram Kapur, IAS as a Director of the Company, is being circulated to the members not less than 7 days before the meeting in terms of Section 160 of the Companies Act, 2013.

Thiru Vikram Kapur, IAS is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director.

Note on Thiru Vikram Kapur, IAS seeking appointment as Director as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:

Profile of Director being appointed

Name	Thiru Vikram Kapur, IAS
Age	50 years
Qualification	B.Sc. (Hons.) (Physics), PGPPM (IIM, Bangalore)
Experience	Thiru Vikram Kapur, IAS belongs to 1988 batch of Indian Administrative Service. He has served on TNPL Board as nominee Director of GOTN, holding the position as Chairman of the Company from October 2012 to December 2012. He has 28 years of experience in various departments of GOTN.
Inter-se Director Relationship	Thiru Vikram Kapur, IAS is not having any inter se relation with other Directors of the Company.
Shareholding	Thiru Vikram Kapur, IAS does not hold any shares in TNPL.
Directorships and Committee Memberships of other companies	Thiru Vikram Kapur, IAS is having Directorships and Committee Memberships in the following other Companies:

Sr. No.	Company	Position	Committee Membership
1	Tamil Nadu Industrial Development Corporation Limited	Director	-
2	State Industries Promotion Corporation of Tamil Nadu Limited	Chairman-Director	-
3	Tamil Nadu Sugar Corporation Limited	Chairman-Director	-
4	Tamil Nadu Generation And Distribution Corporation Limited	Director	-
5	Titan Industries Limited	Director	-
6	Tidel Park Limited	Director	-
7	Tamil Nadu Petroproducts Limited	Chairman-Director	-
8	Tamil Nadu Minerals Limited	Chairman	-

The Board of Directors recommends this resolution for your approval.

None of the Directors of the Company and their relatives or key managerial personnel and their relatives other than Thiru Vikram Kapur, IAS is interested or concerned in the resolution.

Note : All other items of the Notice dated 17th August, 2016 will remain same.

Registered Office :
67 Mount Road, Guindy
Chennai- 600032
Place : Chennai
Date: 16.9.2016

BY ORDER OF THE BOARD

V SIVAKUMAR
Company Secretary

The above addendum to the Notice & Statement under Section 102 (1) of the Companies Act, 2013 along with Notice dated 17.08.2016 of the ensuing 36th AGM is available on the website of the Company www.tnpl.com

Further, as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 facility for remote e- voting is available to the members in respect of the aforesaid resolution also on Central Depository Services (India) Ltd. (e - voting service provider) website: www.evotingindia.com



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NOTICE

Shareholders are hereby informed that for the Thirty Sixth Annual General Meeting (AGM) of the Shareholders of Tamil Nadu Newsprint and Papers Limited to be held at the Music Academy Main Hall, 168, T T K Road, Alwarpet, Chennai -600 014 on Wednesday, the 28th September, 2016 at 10.15 a.m., Notice and the Annual Report for the financial year 2015-16, as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been sent through courier to the Shareholders of the Company at their registered addresses, to transact the business as mentioned in the Notice. The same were also sent electronically to those members who have registered their e-mail addresses.

Shareholders are further informed that the Company has received a Notice from a shareholder under Section 160 of the Companies Act, 2013, indicating the intention to move resolution at the AGM, for appointment of Thiru Vikram Kapur, IAS, as a Director of the Company.

As required under the Companies Act, 2013, Addendum to AGM Notice is given to the Shareholders that the said resolution shall be moved at the AGM. Notice, alongwith the necessary particulars of the Director to be appointed, are being mailed and couriered to the Shareholders pursuant to Section 160 of the Companies Act, 2013 and Rules made thereunder. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, 2015, the Company is offering e-voting facility to its Members in respect of this business also alongwith the business covered in the Original Notice dated 17.08.2016. The detailed instructions for e-voting process are given in the Notes attached and forming part of the Original Notice of AGM dated 17.08.2016.

The Addendum to the Notice is also available on the Company's website at www.tnpl.com.

Place : Chennai

By the Order of the Board

Date : 16th September 2016

V.Sivakumar

Company Secretary

DIPR/982/DISPLAY/2016



தமிழ்நாடு செய்தித்தாள் காசுத நிறுவனம்

பதிவு அலுவலகம் 67, மவுண்ட் ரோடு, கீண்டி, சென்னை-600 032.
 தொலைபேசி : 044-22301094-98, 22354415-16. ஃக்சி 044-22350834 & 22354614
 இணையதளம் : www.tnpl.com மின்அஞ்சல் : invest_grievances@tnpl.co.in
 CIN.L22121TN1979PLC007799

அறிவிப்பு

நிறுவன அங்கத்தினர்களின் 36வது வருடாந்திர பொதுக்கூட்டம் செப்டம்பர், 28, 2016 புதன்கிழமையன்று காலை 10.15 மணிக்கு மியூசிக் அகாடமி முதன்மை அறை (Main Hall), எண்.168, டி.டி.கே.சாலை, ஆழ்வார்பேட்டை, சென்னை-600 014 ல் நடைபெறும் என அறிவிக்கப்படுகிறது.

2015-16 ஆம் ஆண்டிற்கான ஆண்டு அறிக்கை மற்றும் அறிவிப்பு, கம்பெனிகள் சட்டம் 2013 மற்றும் SEBI (Listing Obligations and Disclosure Requirements Regulations 2015ன் படி) அறிக்கையில் குறிப்பிட்டுள்ள பணிகளை முடித்தும், வகையில் அங்கத்தினர்களின் முகவரிக்கு கூரியர் மூலம் அனுப்பப்பட்டுள்ளது. தங்கள் மின் அஞ்சல் மூலம் தகவல் தெரிவிக்கப்பட்டுள்ளது.

Section 160 கம்பெனிகள் சட்டம் 2013, ன் கீழ் பங்குதாரர் ஒருவர், திரு. விக்கம் கபூர், IAS அவர்கள் ஒரு இயக்குநராக பணியமர்த்தப்பட்டுள்ளதை குறித்து ஆண்டின் பொதுக் குழுவின் ஓர் தீர்மானம் நிறைவேற்ற வேண்டும் என்று அறிவிப்பு வெளியிட்டிருப்பதையும் இதன் மூலம் மற்ற பங்குதாரர்களுக்கு தெரிவித்துக் கொள்ளப்படுகிறது.

கம்பெனிகள் சட்டம் 2013, ன்படி ஆண்டறிக்கையின் பின்னிணைப்பில் ஆண்டின் பொதுக் கூட்டத்தில் தீர்மானம் நிறைவேற்றப்படும் என்பதை பங்குதாரர்க்கு தெரிவிக்கப்பட்டுள்ளது. இயக்குநர் நியமனம் தொடர்பான விபரங்கள், பங்குதாரர்களுக்கு பிரிவு 160 கம்பெனிகள் சட்டம் 2013, ன் படி கூரியர் மற்றும் தபால் மூலம் அனுப்பப்பட்டுள்ளது.

நிறுவன விதி 108 பிரிவு 2013 விதி 20 (மேலாண்மை மற்றும் நிர்வாகம்) 2014 மற்றும் Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-படி மின்னணு வாக்களிப்பு உறுப்பினர்களுக்கு இந்த பணிகளையும், 17.08.2016 அசல் அறிக்கையில் குறிக்கப்பட்டுள்ள பணிகளையும் நிறைவேற்ற உரிமை வழங்கப்பட்டுள்ளது. 17.08.2016 தேதியிட்ட அசல் அறிக்கை மற்றும் அதன் இணைப்பில் உள்ள குறிப்புகளில் மின்னணு வாக்குப்பதிவு சம்பந்தமான வழிமுறைகள் குறிப்பிடப்பட்டுள்ளன.

அறிவிப்பின் பின்னிணைப்பு நிறுவனத்தின் வலைதளம் www.tnpl.com ல் கிடைக்கப்படுகிறது.

ஆடம் : சென்னை

நிர்வாகக் குழுவின் ஆணைப்படி

தேதி : செப்டம்பர் 16, 2016

வி. சிவகுமார்

செ.ம.சொ.கி/982/வரைகலை/2016

நிறுவன செயலாளர்