



## Tamil Nadu Newsprint and Papers Limited

(A Govt. of Tamil Nadu Enterprise)

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TNPL - The Corporate Identity Number : L22121TN1979PLC007799

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

Dated: September 29, 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 : Proceedings of 36th Annual General Meeting (AGM) of the Company held on 28th September, 2016 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith gist of proceedings of the 36<sup>th</sup> Annual General Meeting (AGM) of the Company held on 28<sup>th</sup> September, 2016 at 10.15 a.m. at the Music Academy Main Hall, 168 T T K Road, Alwarpet, Chennai – 600 014.

Thanking you,

Yours faithfully,  
For Tamil Nadu Newsprint and Papers Limited

*V. Suvchandar*  
**Company Secretary**  
Encl.: As above



**Gist of the proceedings of the 36<sup>th</sup> Annual General Meeting of Tamil Nadu Newsprint and Papers Limited (TNPL) held on 28.09.2016**

The 36<sup>th</sup> Annual General Meeting of the members of the company was held on September 28, 2016 at 10.15 a.m., at The Music Academy, Main Hall, 168, T.T.K Road, Alwarpet, Chennai 600014.

Totally 6387 members (including proxies) attended the Meeting as per the records of attendance.

Thiru Vikram Kapur IAS, Chairman and Managing Director, chaired the proceedings of the Meeting. The meeting started with a prayer and thereafter the Chairman welcomed the members and introduced the Board of Directors to the members. The Chairman mentioned that quorum was present and the Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts in which the directors are interested were open for inspection.

The Chairman informed the members that the Auditors' Report on the financial statements and the Secretarial Audit Report of the company for the year ended March 31, 2016 does not have any qualifications or observations. Accordingly, the Reports are not required to be read out before the meeting as provided in the Companies Act, 2013 and Secretarial Standard. The Chairman delivered his speech.

The Chairman informed the shareholders that in accordance with the provisions of Companies Act, 2013 and the amendments to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had provided e-voting facility on the CDSL e-voting platform for transacting the businesses contained in the notice. The e-voting commenced at 9.00 a.m. on September 24, 2016 and ended at 5.00 p.m. on September 27, 2016. The Board of Directors had appointed M/s R Sridharan & Associates, Company Secretaries, as scrutinizer for conducting both the e-voting and physical voting processes.

On the invitation of the Chairman, several Members addressed the Meeting, gave suggestions and raised queries on the Company's accounts and operations. After getting all the queries, the Chairman of the Meeting gave consolidated reply to the Members.

In order to provide an opportunity to those members who had not exercised e-voting, the Chairman ordered for a Poll by the Scrutiniser on all the resolutions. Chairman announced that those members who had not exercised their votes through e-voting, could do so through the physical ballot paper which was made available to them. After conclusion of Poll, Chairman announced that the final results of the voting (after consolidating the result of e-voting and poll) would be announced to the Stock Exchanges and posted on the website of the company within 48 hours.



The resolutions passed by the Members, briefly, related to:

**Ordinary Businesses:**

1. Adoption of Financial Statements for the financial year ended 31<sup>st</sup> March 2016 the Reports of the Board of Directors and the Statutory Auditors and the comments of the Comptroller and Auditor General of India and reply by the Management thereon. (Ordinary Resolution).
2. Declaration of Dividend for the financial year 2015-16 (Ordinary Resolution).
3. Re-appointment of Thiru Mahesan Kasirajan IAS, (holding DIN 05102717) as Director who retires by rotation (Ordinary Resolution).
4. Approval of payment of remuneration to M/s. Raman Associate, (Firm Regn. No. 002910S), Statutory Auditors (Ordinary Resolution).

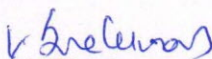
**Special Businesses:**

5. Ratification of remuneration to M/s. Raman & Associates (Firm Regn. No. 0050), Cost Auditors (Ordinary Resolution).
6. Approval of extension of contractual engagement of Thiru A. Velliangiri (DIN 00153169) as Deputy Managing Director from 19.12.2015 to 31.03.2017 (Ordinary Resolution)
7. Appointment of Thiru K. Shanmugam, IAS (DIN 00794191) as Director
8. Appointment of Thiru N. Narayanan, IAS (Retd.) (DIN 03076340) as Director
9. Appointment of Dr. Rajeev Ranjan, IAS (holding DIN 01806973) as Chairman and Managing Director\*
10. Appointment of Thiru Vikram Kapur, IAS (holding DIN: 00463564) as a Director (Ordinary Resolution).

***\*The Chairman declared that though the resolution under item no. 9 was voted upon, since the Government of Tamil Nadu had withdrawn the nomination of Dr. Rajeev Ranjan, IAS, the resolution having become infructuous would not be given effect.***

All the above businesses were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. 28<sup>th</sup> September, 2016.

For Tamil Nadu Newsprint and Papers Limited

  
V. Sivakumar  
Company Secretary