Corp. Secretarial Deptt.

ISO 9001 BUREAU VERITAS Certification

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28th March, 2019

The Secretary The National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, G Block Bandra - Kurla Complex, Bandra (E) MUMBAI - 400 051	Department of Corporate Services BSE Limited 1st Floor, New Trading Ring, Rotunda Building P J Towers, Dalal Street, Fort, MUMBAI – 400 001

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is to inform you that the Board of Directors of the Company ('Board') at its meeting held today has:

1. Reappointed Mr. Bhuthalingam Hariharan (DIN 00012432), as an Executive Director for a period 3 years w.e.f. 1st April, 2019. He has also been appointed as Chairman from the said date as Mr. Gautam Thapar (DIN 00012289) has desired to step down as Chairman on account of his other preoccupations. Mr. Thapar continues as a Non Executive Director of the Company.

   Mr. Hariharan is not related to any Director of the Company. Brief profile of Mr. Hariharan is annexed herewith.

2. Mr. Rajeev Ranjan Vederah (DIN 00012252) ceased to be a Non Executive Director. Further, he has been appointed by the Board as an Additional Director (Independent) with immediate effect and continues to be the Vice Chairman of the Company.

   Mr. Vederah is not related to any Director of the Company. Brief profile of Mr. Vederah is annexed herewith.

3. Approved amendment to Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018. Further, pursuant to Regulation 8(2) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended, the revised code is annexed herewith.

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4. Approved hive off of Unit Kamalapuram into a separate entity, subject to requisite approvals, in a manner as may be deemed fit by the Board based on recommendations of its Committee of Directors.

You are requested to take the above on record.

Thanking you,

Yours truly,

For **BALLARPUR INDUSTRIES LIMITED**

AKHIL MAHAJAN
CHIEF GENERAL MANAGER & COMPANY SECRETARY

BALLARPUR INDUSTRIES LIMITED

Encl: a/a

Annexure

Brief profile of Mr. Bhuthalingam Hariharan

Mr. B. Hariharan has been associated with the BILT Group since 1985. In June 2001, he was inducted as a member of the Board of Directors of BILT and designated as Group Director (Finance). He has over 36 years' experience in various positions of increasing responsibilities including finance, treasury, mergers and acquisitions. His expertise lies in the field of finance and corporate planning. Mr. Hariharan has contributed significantly in the successful foray of BILT in the international capital markets, notably the Global Depositary Receipt, Foreign Currency Convertible Bonds and Subordinated Perpetual Capital Securities.

He has also contributed significantly to the Group's strategic mergers and acquisitions roadmap. Mr. Hariharan is a member of the Avantha Management Board, which formulates the strategy of the Avantha Group.

He is also on the Board of various companies which are part of the Avantha Group. Mr. Hariharan is a Member of the Institute of Chartered Accountants of India, the Institute of Company Secretaries of India and the Institute of Cost and Works Accountants of India.

Brief profile of Mr. Rajeev Ranjan Vederah

Mr. R. R. Vederah has more than 47 years of experience in the paper and other industries, and had been part of the Senior Management of several paper companies, including more than 35 years with BILT. Mr. Vederah is also Director on the boards of various subsidiaries of Avantha and BILT. Further, Mr. Vederah is the Chairman of Thapar University, Patiala (India). Mr. Vederah is an Independent Director of Talbros Automotive Components Limited (India), a company listed at BSE Limited and the National Stock Exchange of India Limited.

Mr. Vederah began his career at M/s. Larsen & Toubro Ltd in 1971, where his last position with the company was Senior Manager. In 1981, Mr. Vederah joined BILT, and served in various positions of increasing responsibility.

Mr. Vederah was named as Asian CEO for the Year 2011 by RISI, the definitive source for information on the global forest products industry and was consecutively ranked in Global Pulp and Paper Industry Power 50 list of RISI from 2009 to 2012. Mr. Vederah is a Bachelor of Technology (Chemical) from the Indian Institute of Technology, New Delhi (India) and a Master of Science from the University of Aston, Birmingham (United Kingdom).

BALLARPUR INDUSTRIES LIMITED

Annexure

BALLARPUR INDUSTRIES LIMITED ("The Company")

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION ('Code')

INTRODUCTION

In terms of Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Regulations), this is the Company's Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

DEFINITION

Unpublished Price Sensitive Information (UPSI)

Unpublished Price Sensitive Information means any information which relates to the Company or its securities, directly or indirectly, that is not generally available and which on becoming available, is likely to materially affect the price of securities of the Company and shall ordinarily include but not restricted to information relating to the following:

a. Periodical financial results of the Company;
b. Intended declaration of dividends (both interim and final);
c. Change in capital structure
d. Amalgamation, mergers or take-overs, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
e. Changes in key managerial personnel
f. Issue of securities or buy back of securities;
g. Any major expansion plans or execution of new projects;
h. Disposal of whole or substantial part of the undertaking;
i. Any significant changes in policies, plans or operations of the Company;

Any other information which, considering its materiality and bearing on the Company's operations / performance, may be considered 'unpublished price sensitive information';

Any communication or procurement of UPSI for Legitimate Purposes shall be in accordance with the Company's Policy for Determination of Legitimate Purposes which shall be a part of this Code.

CODE

The Company shall endeavour for:

BALLARPUR INDUSTRIES LIMITED

1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

2. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

3. The Compliance Officer shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available. Selective disclosure of unpublished price sensitive information is to be avoided.

5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

7. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences available on its website to ensure official confirmation and documentation of disclosures made.

8. Handling of all unpublished price sensitive information on a need-to-know basis only.

MODIFICATION

This Code can be modified/amended/altered only by Board of Directors of the Company.

In case of any statutory modification or amendment or alteration of the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations 2015, the newly modified/amended/altered provisions of the Regulation shall be deemed to be implemented in the Code immediately with effect from the date of the statutory notification for modification or amendment or alteration etc.

The amended code should be placed before the Board of the Company in the Board Meeting held immediately after the date of statutory notification for modification / amendment / alteration etc. of the Regulation for noting.

BALLARPUR INDUSTRIES LIMITED

BALLARPUR INDUSTRIES LIMITED ("The Company")

POLICY FOR DETERMINATION OF LEGITIMATE PURPOSES

In terms of Regulation 3(2A) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Regulations), this is the Company's Policy for Determination of Legitimate Purposes ('the Policy).

In terms of the said Policy no Insider shall communicate, provide, or allow access to any Unpublished Price Sensitive Information (UPSI), relating to the Company or securities listed or proposed to be listed, to any person including other Insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Further, no person shall procure from or cause the communication by any Insider of Unpublished Price Sensitive Information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Any person in receipt of Unpublished Price Sensitive Information pursuant to a legitimate purpose shall be considered an Insider and such persons shall maintain confidentiality of such unpublished price sensitive information.

LEGITIMATE PURPOSE

Legitimate Purpose shall include sharing of unpublished price sensitive information in the ordinary course of business by an Insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

MODIFICATION

This Code can be modified/amended/altered only by Board of Directors of the Company.

In case of any statutory modification or amendment or alteration of the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations 2015, the newly modified/amended/altered provisions of the Regulation shall be deemed to be implemented in the Code immediately with effect from the date of the statutory notification for modification or amendment or alteration etc.

The amended code should be placed before the Board of the Company in the Board Meeting held immediately after the date of statutory notification for modification / amendment / alteration etc. of the Regulation for noting.

